Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ *Do not enter social security numbers on this form as it may be made public.*

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: FULLER E. CALLAWAY FOUNDATION

A Employer identification number: 58-0566148

Number and street (or P O box number if mail is not delivered to street address): 209 BROOME STREET, P.O. BOX 790 | Room/suite:

B Telephone number: (706) 884-7348

City or town, state or province, country, and ZIP or foreign postal code: LAGRANGE, GA 30241

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 52,202,768.

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	150.			
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	42,554.	42,554.		STATEMENT 1
	4 Dividends and interest from securities	433,139.	433,139.		STATEMENT 2
	5a Gross rents	127,450.	127,450.		STATEMENT 3
	b Net rental income or (loss) 98,296.				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	2,343,132.			STATEMENT 5
	b Gross sales price for all assets on line 6a 11,086,140.				
	7 Capital gain net income (from Part IV, line 2)		892,833.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances 131,862.				STATEMENT 6
	b Less Cost of goods sold				
	c Gross profit or (loss)	131,862.		131,862.	
	11 Other income				
	12 **Total** Add lines 1 through 11	3,078,287.	1,495,976.	131,862.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages	717,551.	0.	131,862.	585,689.
	15 Pension plans, employee benefits	15,849.	0.	0.	15,849.
	16a Legal fees STMT 7	2,627.	2,077.	0.	550.
	b Accounting fees STMT 8	13,450.	6,725.	0.	6,725.
	c Other professional fees STMT 9	48,596.	48,596.	0.	0.
	17 Interest				
	18 Taxes STMT 10	218,088.	153,921.	0.	53,441.
	19 Depreciation and depletion	59,837.	4,196.	0.	
	20 Occupancy				
	21 Travel, conferences, and meetings	10,719.	0.	0.	10,719.
	22 Printing and publications				
	23 Other expenses STMT 11	1,135,700.	207,853.	0.	797,091.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	2,222,417.	423,368.	131,862.	1,470,064.
	25 Contributions, gifts, grants paid	1,149,486.			1,152,909.
	26 **Total expenses and disbursements.** Add lines 24 and 25	3,371,903.	423,368.	131,862.	2,622,973.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<293,616.>			
	b **Net investment income** (if negative, enter -0-)		1,072,608.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	470,726.	367,337.	367,337.
	2	Savings and temporary cash investments	287,456.	853,919.	853,919.
	3	Accounts receivable ▶ 1,641.			
		Less: allowance for doubtful accounts ▶	2,212.	1,641.	
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use	109,589.	104,002.	
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ 8,528,525.			
		Less accumulated depreciation STMT 12▶ 458,933.	8,140,943.	8,069,592.	24,350,799.
	12	Investments - mortgage loans			
	13	Investments - other STMT 13	21,452,596.	19,652,575.	26,630,713.
	14	Land, buildings, and equipment: basis ▶ 4,305,233.			
		Less accumulated depreciation STMT 14▶ 1,208,302.	3,152,572.	3,096,931.	0.
	15	Other assets (describe ▶ STATEMENT 15)	21,765,947.	22,899,506.	0.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	55,382,041.	55,045,503.	52,202,768.
Liabilities	17	Accounts payable and accrued expenses	10,508.	14,262.	
	18	Grants payable	1,678,983.	1,675,560.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 16)	15,507.	13,226.	
	23	**Total liabilities** (add lines 17 through 22)	1,704,998.	1,703,048.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	46,033,849.	45,682,377.	
	25	Temporarily restricted			
	26	Permanently restricted	7,643,194.	7,660,078.	
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	53,677,043.	53,342,455.	
	31	**Total liabilities and net assets/fund balances**	55,382,041.	55,045,503.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	53,677,043.
2	Enter amount from Part I, line 27a	2	<293,616.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	53,383,427.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	40,972.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	53,342,455.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				892,833.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				892,833.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — 892,833.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	2,545,639.	53,303,104.	.047758
2014	2,344,861.	54,381,066.	.043119
2013	2,473,661.	52,803,996.	.046846
2012	2,275,339.	51,089,064.	.044537
2011	2,426,980.	52,333,389.	.046375

2	**Total** of line 1, column (d)	2	.228635
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.045727
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	51,397,437.
5	Multiply line 4 by line 3	5	2,350,251.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,726.
7	Add lines 5 and 6	7	2,360,977.
8	Enter qualifying distributions from Part XII, line 4	8	2,622,973.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	10,726.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	10,726.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	10,726.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	289.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	11,015.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	X	
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.CALLAWAYFOUNDATION.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (706) 884-7348

Located at ▶ 209 BROOME STREET, P.O. BOX 790, LAGRANGE, GA ZIP+4 ▶ 30241

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☒ Yes ☐ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 18	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	27,471,420.
b	Average of monthly cash balances		1b	357,920.
c	Fair market value of all other assets		1c	24,350,799.
d	**Total** (add lines 1a, b, and c)		1d	52,180,139.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	52,180,139.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	782,702.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	51,397,437.
6	**Minimum investment return.** Enter 5% of line 5		6	2,569,872.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	2,569,872.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 10,726.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	10,726.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,559,146.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,559,146.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	2,559,146.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,622,973.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,622,973.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	10,726.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,612,247.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,559,146.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			441,439.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 2,622,973.				
a Applied to 2015, but not more than line 2a			441,439.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				2,181,534.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				377,612.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 19

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AUBURN UNIVERSITY FOUNDATION AUBURN, AL	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	23,670.
CHILDREN'S HEALTHCARE FOUNDATION OF ATLANTA, INC. ATLANTA, GA	N/A	PUBLIC CHARITY	OPERATIONS	500.
FIRST BAPTIST CHURCH OF LAGRANGE, GA, INC. LAGRANGE, GA	N/A	PUBLIC CHARITY	MISSIONARY OPERATIONS	1,500.
GEORGIA TECH FOUNDATION, INC. ATLANTA, GA	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	4,575.
LAGRANGE-TROUP COUNTY HOSPITAL AUTHORITY LAGRANGE, GA	N/A	PUBLIC CHARITY	ONLINE NURSING SCHOLARSHIP PROGRAM	25,000.
Total SEE CONTINUATION SHEET(S)			▶ **3a**	1,152,909.
b *Approved for future payment*				
AUBURN UNIVERSITY FOUNDATION AUBURN, AL	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	96,852.
GEORGIA TECH FOUNDATION, INC. ATLANTA, GA	N/A	PUBLIC CHARITY	SCHOLARSHIP FUND	15,475.
LAGRANGE-TROUP COUNTY HOSPITAL AUTHORITY LAGRANGE, GA	N/A	PUBLIC CHARITY	ONLINE NURSING SCHOLARSHIP PROGRAM	325,000.
Total SEE CONTINUATION SHEET(S)			▶ **3b**	1,675,560.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	42,554.	
4 Dividends and interest from securities			14	433,139.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	98,296.	
6 Net rental income or (loss) from personal property					
7 Other investment income			01		
8 Gain or (loss) from sales of assets other than inventory			18	1,637,607.	705,525.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					131,862.
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		2,211,596.	837,387.

13 Total. Add line 12, columns (b), (d), and (e) 13 3,048,983.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date 5/15/17 — Title PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CREDIT SUISSE MANAGED INVESTMENT ACCTS (NET) - ST	P	VARIOUS	VARIOUS
b	UBS FINANCIAL MANAGED INVESTMENT ACCTS (NET) - ST	P	VARIOUS	VARIOUS
c	SUNTRUST FIXED INCOME MANAGED INVESTMENT ACCT (NE	P	VARIOUS	VARIOUS
d	SUNTRUST CORE MANAGED INVESTMENT ACCT (NET) - STM	P	VARIOUS	VARIOUS
e	SUNTRUST MISC MANAGED INVESTMENT ACCT (NET) - STM	P	VARIOUS	VARIOUS
f	SUNTRUST INT'L MANAGED INVESTMENT ACCT (NET) - ST	P	VARIOUS	VARIOUS
g	SUNTRUST ALT FUNDS MANAGED INVESTMENT ACCT (NET)	P	VARIOUS	VARIOUS
h	TTV TTP FUND II	P	VARIOUS	VARIOUS
i	VACANT LAND, 1.5462 ACRES, LAGRANGE, GA	P	VARIOUS	VARIOUS
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				29,144.
b				85,452.
c				28,622.
d				45.
e				562,262.
f				<19,949.>
g				<108.>
h				<30,995.>
i				238,360.
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				29,144.
b				85,452.
c				28,622.
d				45.
e				562,262.
f				<19,949.>
g				<108.>
h				<30,995.>
i				238,360.
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	892,833.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

623591
04-01-16

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TROUP COUNTY BAPTIST ASSOCIATION LAGRANGE, GA	N/A	PUBLIC CHARITY	OPERATIONS	5,000.
GEORGE E. SIMS NURSING SCHOLARSHIP FD, LAGRANGE-TROUP CO HOSPITAL AUTHORITY LAGRANGE, GA	N/A	PUBLIC CHARITY	NURSING SCHOLARSHIP PROGRAM	675,000.
HATTON LOVEJOY SCHOLARSHIP PLAN LAGRANGE, GA	N/A	N/A	SCHOLARSHIP GRANTS TO INDIVIDUAL STUDENTS	180,150.
HATTON LOVEJOY GRADUATE STUDIES FUND LAGRANGE, GA	N/A	N/A	GRADUATE STUDIES SCHOLARSHIPS TO INDIVIDUAL STUDENTS	237,514.
Total from continuation sheets				1,097,664.

623631
04-01-16

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNITED WAY OF WEST GEORGIA, INC. LAGRANGE, GA	N/A	PUBLIC CHARITY	FUND DRIVE	50,000.
GEORGE E. SIMS NURSING SCHOLARSHIP FD, LAGRANGE-TROUP CO HOSPITAL AUTHORITY LAGRANGE, GA	N/A	PUBLIC CHARITY	NURSING SCHOLARSHIP PROGRAM	644,625.
HATTON LOVEJOY SCHOLARSHIP PLAN LAGRANGE, GA	N/A	N/A	SCHOLARSHIP GRANTS TO INDIVIDUAL STUDENTS	276,900.
HATTON LOVEJOY GRADUATE STUDIES FUND LAGRANGE, GA	N/A	N/A	GRADUATE STUDIES SCHOLARSHIPS TO INDIVIDUAL STUDENTS	266,708.
Total from continuation sheets				1,238,233.

623635
04-01-16

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK ACCOUNTS	39.	39.	39.
CREDIT SUISSE/HORIZON ACCOUNT	4.	4.	4.
SUNTRUST FIXED INCOME ACCOUNT	40,415.	40,415.	40,415.
TTV TTP FUND II	1,111.	1,111.	1,111.
UBS FINANCIAL/HORIZON ACCOUNT	985.	985.	985.
TOTAL TO PART I, LINE 3	42,554.	42,554.	42,554.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CREDIT SUISSE/HORIZON ACCOUNT	467.	0.	467.	467.	467.
SUNTRUST ALT FUNDS ACCOUNT	4.	0.	4.	4.	4.
SUNTRUST FIXED INCOME ACCOUNT	91.	0.	91.	91.	91.
SUNTRUST INT'L ACCOUNT	78,019.	0.	78,019.	78,019.	78,019.
SUNTRUST MISC ACCOUNT	343,085.	0.	343,085.	343,085.	343,085.
SUNTRUST SPENDING ACCOUNT	678.	0.	678.	678.	678.
UBS FINANCIAL/HORIZON ACCOUNT	10,795.	0.	10,795.	10,795.	10,795.
TO PART I, LINE 4	433,139.	0.	433,139.	433,139.	433,139.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
VARIOUS	1	127,450.
TOTAL TO FORM 990-PF, PART I, LINE 5A		127,450.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION EXPENSE		1,457.	
MAINTENANCE EXPENSE		2,500.	
PROPERTY TAXES		25,197.	
- SUBTOTAL -	1		29,154.
TOTAL RENTAL EXPENSES			29,154.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			98,296.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 5

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CREDIT SUISSE MANAGED INVESTMENT ACCTS (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	29,144.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS FINANCIAL MANAGED INVESTMENT ACCTS (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	85,452.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST FIXED INCOME MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	28,622.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST CORE MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED				PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	45.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST MISC MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED				PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	562,262.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST INT'L MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED				PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<19,949.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUNTRUST ALT FUNDS MANAGED INVESTMENT ACCT (NET) - STMT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<108.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TTV TTP FUND II	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<30,995.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VACANT LAND, 1.5462 ACRES, LAGRANGE, GA	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	238,360.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET UNREALIZED GAIN/LOSS ON INVESTMENTS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	1,058,716.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OTHER NON-TAXABLE GAINS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	391,583.

NET GAIN OR LOSS FROM SALE OF ASSETS	2,343,132.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	2,343,132.

FORM 990-PF	INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10	STATEMENT 6

INCOME

1. GROSS RECEIPTS	131,862	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		131,862
4. COST OF GOODS SOLD (LINE 15)		
5. GROSS PROFIT (LINE 3 LESS LINE 4).		131,862
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		131,862

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR	
9. MERCHANDISE PURCHASED.	
10. COST OF LABOR.	
11. MATERIALS AND SUPPLIES	
12. OTHER COSTS.	
13. ADD LINES 8 THROUGH 12	
14. INVENTORY AT END OF YEAR	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14). .	

FORM 990-PF LEGAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WALLACE, MORRISON, & CASTEEL	850.	300.	0.	550.
WILLIS, MCKENZIE	1,777.	1,777.	0.	0.
TO FM 990-PF, PG 1, LN 16A	2,627.	2,077.	0.	550.

FORM 990-PF ACCOUNTING FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GAY & JOSEPH	13,450.	6,725.	0.	6,725.
TO FORM 990-PF, PG 1, LN 16B	13,450.	6,725.	0.	6,725.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUNTRUST BANKS, INC.	20,686.	20,686.	0.	0.
CREDIT SUISSE/HORIZON ASSET MANAGEMENT	1,429.	1,429.	0.	0.
UBS FINANCIAL/HORIZON ASSET MANAGEMENT	13,960.	13,960.	0.	0.
TTV-TTP FUND II	12,521.	12,521.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	48,596.	48,596.	0.	0.

FORM 990-PF TAXES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY AND INVESTMENT TAXES	154,029.	153,921.	0.	108.
PAYROLL TAXES	53,333.	0.	0.	53,333.
FEDERAL EXCISE TAXES	10,726.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	218,088.	153,921.	0.	53,441.

FORM 990-PF OTHER EXPENSES STATEMENT 11

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORESTRY EXPENSE	130,756.	0.	0.	0.
INSURANCE EXPENSE	58,171.	36,362.	0.	21,809.
GENERAL EXPENSE	83,529.	10,066.	0.	73,463.
MAINTENANCE EXPENSE	93,033.	10,283.	0.	82,750.
GARDEN SUPPLIES	23,873.	0.	0.	23,873.
HEALTH & LIFE INSURANCE EXPENSE	199,651.	0.	0.	199,651.
MARKETING EXPENSE	62,581.	0.	0.	62,581.
GIFT SHOP EXPENSES	35,566.	0.	0.	35,566.
SPECIAL MARKETING & BOOK EXPENSES	35,638.	0.	0.	35,638.
UTILITIES	72,260.	0.	0.	72,260.
MEMBERSHIP FEE - CSC	293,284.	146,642.	0.	146,642.
MEMBERSHIP DUES	9,000.	4,500.	0.	4,500.
STAFF DEVELOPMENT	3,344.	0.	0.	3,344.
HILLS & DALES ESTATE-DIRECT CAPITAL EXPENDITURES-VISITOR CENTER	17,908.	0.	0.	17,908.
HILLS & DALES ESTATE-DIRECT CAPITAL EXPENDITURES-HORTICULTURE	17,106.	0.	0.	17,106.
TO FORM 990-PF, PG 1, LN 23	1,135,700.	207,853.	0.	797,091.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
238 MAIN STREET, AMERICAN RED CROSS	7,000.	7,000.	0.
238 MAIN STREET, LAND	3,000.	0.	3,000.
238 MAIN STREET, IMPROVEMENTS	99,053.	99,053.	0.
238 MAIN STREET, IMPROVEMENTS	41,456.	41,456.	0.
238 MAIN STREET, HEATING AND AIR COND. IMP.	2,577.	2,577.	0.
238 MAIN STREET, HEATING AND AIR COND. IMP.	3,165.	3,165.	0.
CORNER BULL AND BROOME ST, LAND	22,840.	0.	22,840.
CORNER BULL AND BROOME ST, LAND	34,760.	0.	34,760.
232 MAIN STREET, LOY'S OFFICE FURNITURE	21,113.	21,113.	0.
232 MAIN STREET, LAND	7,170.	0.	7,170.
232 MAIN STREET, ALTERATIONS	5,655.	5,655.	0.
232 MAIN STREET, NEW ROOF	7,800.	7,800.	0.
232 MAIN STREET, INSULATION	1,266.	1,266.	0.
232 MAIN STREET, AIR CONDITIONING-HEATING	4,280.	4,280.	0.
232 MAIN STREET, AIR CONDITIONING-HEATING	3,708.	3,708.	0.
232 MAIN STREET, IMPROVEMENTS-NEW FRONT	16,983.	16,983.	0.
232 MAIN STREET, IMPROVEMENTS-RENOVATION	126,810.	126,810.	0.
232 MAIN STREET, NEW ROOF	33,040.	33,040.	0.
FARM EQUIPMENT, VARIOUS ITEMS	3,136.	3,136.	0.
FARM TRACTOR	4,668.	4,668.	0.
HARROW	463.	463.	0.
TOP FOR TRACTOR	440.	440.	0.
GMC TRUCK	11,863.	11,863.	0.
OTHER INVESTMENT PROPERTY	7,710,377.	0.	7,710,377.
238 MAIN STREET, NEW ROOF	12,298.	12,298.	0.
238 MAIN STREET, NEW ROOF	6,775.	6,775.	0.
CORNER BULL AND BROOME ST, ADJ FOR DEMOLITION	1,034.	0.	1,034.
CORNER BULL AND BROOME ST, DEMOLITION COSTS	93,395.	0.	93,395.
RENOVATED PARKING	170,313.	0.	170,313.
238 MAIN STREET, IMPROVEMENTS	24,080.	4,784.	19,296.
2009 FORD F-150 TRUCK	25,919.	25,919.	0.
238 MAIN STREET, NEW HVAC UNIT	4,667.	3,035.	1,632.
JOHN DEERE Z930A COMM ZTRAK	11,021.	10,470.	551.
2014 FRONTIER BUSH HOG	2,675.	803.	1,872.
238 MAIN STREET, NEW HVAC UNIT	3,725.	373.	3,352.
TOTAL TO FM 990-PF, PART II, LN 11	8,528,525.	458,933.	8,069,592.

FORM 990-PF OTHER INVESTMENTS STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CREDIT SUISSE/HORIZON ASSET (STMT ATTACHED)	FMV	0.	0.
SUNTRUST FIXED INCOME (STMT ATTACHED)	FMV	2,104,769.	2,096,590.
SUNTRUST CORE EQUITIES (STMT ATTACHED)	FMV	0.	0.
SUNTRUST MISC (STMT ATTACHED)	FMV	9,556,088.	14,422,911.
SUNTRUST INTL EQUITIES (STMT ATTACHED)	FMV	2,764,460.	2,765,407.
SUNTRUST ALTERNATIVE FUNDS (STMT ATTACHED)	FMV	3,536,581.	5,281,732.
UBS FINANCIAL/HORIZON ASSET (STMT ATTACHED)	FMV	1,416,985.	1,689,335.
TTV - TTP FUND II	FMV	273,692.	374,738.
TOTAL TO FORM 990-PF, PART II, LINE 13		19,652,575.	26,630,713.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 14

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FIVE POINTS PARKING LOT	20,000.	20,000.	0.
FIVE POINTS PARKING LOT, LAND	46,858.	0.	46,858.
1200 VERNON ROAD, HILLS AND DALES	2,170,000.	1,001,538.	1,168,462.
1200 VERNON ROAD, LAND	680,000.	0.	680,000.
1200 VERNON ROAD, HOUSEHOLD FURNISHINGS	186,764.	186,764.	0.
CARTER STREET, LAND	300,000.	0.	300,000.
CARTER STREET, LAND	417,613.	0.	417,613.
FIVE POINTS PARKING LOT RENOVATIONS	483,998.	0.	483,998.
TOTAL TO FM 990-PF, PART II, LN 14	4,305,233.	1,208,302.	3,096,931.

FORM 990-PF OTHER ASSETS STATEMENT 15

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ADJUSTMENT TO FMV	21,727,700.	22,860,600.	0.
PREPAID INSURANCE	38,247.	38,906.	0.
TO FORM 990-PF, PART II, LINE 15	21,765,947.	22,899,506.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 16

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
RES FOR EXCISE TAX	15,007.	10,726.
SECURITY DEPOSITS	500.	2,500.
TOTAL TO FORM 990-PF, PART II, LINE 22	15,507.	13,226.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
H. SPEER BURDETTE, III 209 BROOME STREET LAGRANGE, GA 30240	* PRES. & GEN. MGR. 7.00	0.	0.	0.
D. RAY MCKENZIE, JR. 209 BROOME STREET LAGRANGE, GA 30240	VICE PRESIDENT 1.00	0.	0.	0.
ESTHER S. RAINEY 209 BROOME STREET LAGRANGE, GA 30240	* SECRETARY & TREASURER 6.00	0.	0.	0.
JANE ALICE CRAIG 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
ELLEN H. HARRIS 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
CHARLES D. HUDSON, JR. 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
IDA H. RUSSELL 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
CHARLES H. CAUBLE 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
CHARLES D. HUDSON, III 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
MEREDITH C. KEY 209 BROOME STREET LAGRANGE, GA 30240	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 18

ACTIVITY ONE

INDIVIDUAL AND GROUP TOURS AND GROUP FUNCTIONS WERE HELD DURING THE YEAR AT THE 1916 MUSEUM HOME, HILLS AND DALES, AND PUBLIC GARDEN, THE 5 1/2 ACRE HISTORIC FERRELL GARDENS WHICH WERE BEGUN IN 1841. AS REPORTED ON FORM 990-PF FOR 1999, THESE TWO FACILITIES ARE NOW OPERATED AND MAINTAINED AS A MUSEUM AND PUBLIC GARDEN OPEN FOR THE INSTRUCTION OF THE INTERESTED PUBLIC. THE PROPERTIES WERE RECEIVED UNDER THE WILLS OF FULLER E.CALLAWAY, JR. AND ALICE HAND CALLAWAY AT THE END OF 1998.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 19
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

H. SPEER BURDETTE, III, GENERAL MANAGER, (706) 884-7348
209 BROOME STREET, P.O. BOX 790
LAGRANGE, GA 30241

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION HAS GRANT APPLICATION GUIDELINES WHICH SHOULD BE FOLLOWED. THIS DOCUMENT CAN BE OBTAINED AT WWW.CALLAWAYFOUNDATION.ORG ON THE GRANT POLICIES PAGE. APPLICATIONS FOR COLLEGE SCHOLARSHIPS UNDER THE HATTON LOVEJOY SCHOLARSHIP PLAN SHOULD BE SUBMITTED ON THE FORM ATTACHED AND INCLUDE THE INFORMATION AND MATERIAL AS SET FORTH ON SAID FORM. APPLICATIONS FOR GRADUATE STUDIES SCHOLARSHIPS UNDER THE HATTON LOVEJOY GRADUATE STUDIES FUND SHOULD BE SUBMITTED ON THE FORM ATTACHED AND INCLUDE THE INFORMATION AND MATERIAL AS SET FORTH ON SAID FORM. SEE SCHOLARSHIP APPLICATIONS FOR THOSE DEADLINES.

ANY SUBMISSION DEADLINES

GRANT REQUESTS MUST BE RECEIVED BY 3/31, 6/30, 9/30, OR 12/31 TO BE CONSIDERED AT THE NEXT MEETING.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE PRESENT PROGRAM OF GRANTS IS LARGELY CONFINED TO LAGRANGE AND TROUP COUNTY, GEORGIA. THE HATTON LOVEJOY SCHOLARSHIP PROGRAM AWARDS COLLEGE SCHOLARSHIPS TO WORTHY HIGH SCHOOL STUDENTS, WHO ARE RESIDENTS OF TROUP COUNTY, GEORGIA. THE HATTON LOVEJOY GRADUATE STUDIES FUND AWARDS SCHOLARSHIPS TO STUDENTS FOR GRADUATE SCHOOL. FIRST PREFERENCE IS GIVEN TO CHILDREN OF FORMER EMPLOYEES OF CALLAWAY MILLS WHO GRADUATED FROM HIGH SCHOOL IN TROUP COUNTY, GA AND CURRENTLY LIVE IN TROUP COUNTY, GA. SECOND PREFERENCE IS GIVEN TO THOSE WHO CURRENTLY LIVE IN TROUP COUNTY, GA WHO GRADUATED FROM HIGH SCHOOL IN TROUP COUNTY, GA. THIRD PREFERENCE IS GIVEN TO THOSE WHO HAVE BEEN EMPLOYED OR LIVED IN TROUP COUNTY, GA FOR THE LAST FIVE YEARS OR MORE AND CAN DEMONSTRATE A LIKELIHOOD OF EMPLOYMENT IN TROUP COUNTY AFTER COMPLETION OF THE DEGREE.

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	238 MAIN STREET, AMERICAN RED CROSS	01/01/30	SL	40.00		16	7,000.				7,000.	7,000.		0.	7,000.
2	238 MAIN STREET, LAND	01/01/30	L				3,000.				3,000.			0.	
3	238 MAIN STREET, IMPROVEMENTS	06/15/81	SL	20.00		16	99,053.				99,053.	99,053.		0.	99,053.
4	238 MAIN STREET, IMPROVEMENTS	06/15/88	SL	20.00		16	41,456.				41,456.	41,456.		0.	41,456.
5	238 MAIN STREET, HEATING AND AIR COND. IMP.	06/15/90	SL	10.00		16	2,577.				2,577.	2,577.		0.	2,577.
6	238 MAIN STREET, HEATING AND AIR COND. IMP.	06/15/97	SL	10.00		16	3,165.				3,165.	3,165.		0.	3,165.
7	CORNER BULL AND BROOME ST, LAND	06/15/54	L				22,840.				22,840.			0.	
8	CORNER BULL AND BROOME ST, LAND	06/15/83	L				34,760.				34,760.			0.	
9	232 MAIN STREET, LOY'S OFFICE FURNITURE	06/15/38	SL	40.00		16	21,113.				21,113.	21,113.		0.	21,113.
10	232 MAIN STREET, LAND	06/15/38	L				7,170.				7,170.			0.	
11	232 MAIN STREET, ALTERATIONS	06/15/42	SL	40.00		16	5,655.				5,655.	5,655.		0.	5,655.
12	232 MAIN STREET, NEW ROOF	06/15/70	SL	9.00		16	7,800.				7,800.	7,800.		0.	7,800.
13	232 MAIN STREET, INSULATION	06/15/78	SL	10.00		16	1,266.				1,266.	1,266.		0.	1,266.
14	232 MAIN STREET, AIR CONDITIONING-HEATING	06/15/79	SL	10.00		16	4,280.				4,280.	4,280.		0.	4,280.
15	232 MAIN STREET, AIR CONDITIONING-HEATING	06/15/84	SL	10.00		16	3,708.				3,708.	3,708.		0.	3,708.
16	232 MAIN STREET, IMPROVEMENTS-NEW FRONT	06/15/84	SL	10.00		16	16,983.				16,983.	16,983.		0.	16,983.
17	232 MAIN STREET, IMPROVEMENTS-RENOVATION	06/15/91	SL	20.00		16	126,810.				126,810.	126,810.		0.	126,810.
18	232 MAIN STREET, NEW ROOF	06/15/92	SL	10.00		16	33,040.				33,040.	33,040.		0.	33,040.

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
19	FARM EQUIPMENT, VARIOUS ITEMS	VARIOUS	SL	5.00		16	3,136.				3,136.	3,136.		0.	3,136.
20	FARM TRACTOR	06/15/70	SL	5.00		16	4,668.				4,668.	4,668.		0.	4,668.
23	HARROW	06/15/72	SL	5.00		16	463.				463.	463.		0.	463.
24	TOP FOR TRACTOR	06/15/74	SL	5.00		16	440.				440.	440.		0.	440.
25	GMC TRUCK	06/15/91	SL	5.00		16	11,863.				11,863.	11,863.		0.	11,863.
26	FIVE POINTS PARKING LOT	06/15/67	SL	20.00		16	20,000.				20,000.	20,000.		0.	20,000.
27	FIVE POINTS PARKING LOT, LAND	06/15/67	L				46,858.				46,858.			0.	
28	1200 VERNON ROAD, HILLS AND DALES	06/15/98	SL	39.00	MM	16	2,170,000.				2,170,000.	945,897.		55,641.	1,001,538.
29	1200 VERNON ROAD, LAND	06/15/98	L				680,000.				680,000.			0.	
30	1200 VERNON ROAD, HOUSEHOLD FURNISHINGS	06/15/98	SL	10.00		16	186,764.				186,764.	186,764.		0.	186,764.
31	OTHER INVESTMENT PROPERTY	VARIOUS	L				7,710,377.				7,710,377.			0.	
32	238 MAIN STREET, NEW ROOF	09/04/01	SL	10.00		16	12,298.				12,298.	12,298.		0.	12,298.
33	CARTER STREET, LAND	09/30/01	L				300,000.				300,000.			0.	
34	238 MAIN STREET, NEW ROOF	10/14/03	SL	10.00		16	6,775.				6,775.	6,775.		0.	6,775.
35	CORNER BULL AND BROOME ST, ADJ FOR DEMOLITION	12/31/04	L				1,034.				1,034.			0.	
36	CORNER BULL AND BROOME ST, DEMOLITION COSTS	12/31/04	L				93,395.				93,395.			0.	
37	CARTER STREET, LAND	01/02/04	L				417,613.				417,613.			0.	
38	RENOVATED PARKING	06/15/05	L				170,313.				170,313.			0.	

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
39	FIVE POINTS PARKING LOT RENOVATIONS	06/15/06	L				483,998.				483,998.			0.	
40	238 MAIN STREET, IMPROVEMENTS	05/21/09	SL	39.00	MM	16	24,080.				24,080.	4,167.		617.	4,784.
41	2009 FORD F-150 TRUCK	07/28/09	SL	5.00		16	25,919.				25,919.	25,919.		0.	25,919.
42	238 MAIN STREET, NEW HVAC UNIT	08/13/10	SL	10.00		16	4,667.				4,667.	2,568.		467.	3,035.
43	JOHN DEERE Z930A COMM ZTRAK	06/13/12	SL	5.00		16	11,021.				11,021.	8,266.		2,204.	10,470.
44	2014 FRONTIER BUSH HOG	07/24/15	SL	5.00		16	2,675.				2,675.	268.		535.	803.
45	238 MAIN STREET, NEW HVAC UNIT	02/19/16	SL	10.00		16	3,725.				3,725.			373.	373.
	* TOTAL 990-PF PG 1 DEPR						12833758.				12833758.	1,607,398.		59,837.	1,667,235.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						12830033.			0.	12830033.	1,607,398.			1,666,862.
	ACQUISITIONS						3,725.			0.	3,725.	0.			373.
	DISPOSITIONS						0.			0.	0.	0.			0.
	ENDING BALANCE						12833758.			0.	12833758.	1,607,398.			1,667,235.
	ENDING ACCUM DEPR											1,667,235.			
	ENDING BOOK VALUE											11166523.			

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Fuller E. Callaway Foundation

Form 990-PF

58-0566148

Account: Credit Suisse/Horizon Asset Management

Dates: 01/01/2016 to 12/31/2016

Schedule for Part IV - Capital Gains and Losses

Description	Quantity	Opening Date	Opening Cost	Closing Date	Closing Cost	Realized G/L
LIBERTY INTERACTIVE CORP QVC GROUP COM SER A	321.00	10/23/2012	5,520.65	01/26/2016	8,109 27	2,588.62
LIBERTY INTERACTIVE CORP QVC GROUP COM SER A	305.00	10/03/2012	4,893 66	01/26/2016	7,705.06	2,811.40
LIBERTY INTERACTIVE CORP QVC GROUP COM SER A	33 00	10/03/2012	529.48	01/13/2016	849.23	319.75
LIBERTY INTERACTIVE CORP QVC GROUP COM SER A	256 00	06/20/2012	3,257.07	01/13/2016	6,587.98	3,330.91
LIBERTY INTERACTIVE CORP QVC GROUP COM SER A	77.00	06/20/2012	979.66	01/11/2016	1,937.37	957.71
LIBERTY INTERACTIVE CORP QVC GROUP COM SER A	312.00	06/07/2012	3,906 87	01/11/2016	7,850 14	3,943 27
ALPHABET INC CAP STK CL A	8 00	10/25/2011	2,355.40	01/08/2016	5,871 79	3,516.39
ALPHABET INC CAP STK CL A	9.00	09/28/2011	2,422 52	01/08/2016	6,605.76	4,183.24
ALPHABET INC CAP STK CL C	8.022	10/25/2011	2,347.87	01/08/2016	5,777 26	3,429.39
ALPHABET INC CAP STK CL C	8.978	09/28/2011	2,402 28	01/08/2016	6,465.75	4,063 47

Total Gains/Losses for Credit Suisse Account - Part IV, Form 990 PF $ 29,144 15

Fuller E. Callaway Foundation
Account: UBS Financial Services
Dates: 01/01/2016 to 12/31/2016
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

Description	Quantity	Opening Date	Opening Amount	Closing Date	Closing Amount	Realized G/L
BASIS ADJUSTMENT			0.00	3/31/2016	(332.54)	(332.54)
LIBERTY VENTURES SER A	44.36	6/7/2012	682.53	4/11/2016	1,687.87	1,005.34
LIBERTY VENTURES SER A	30.31	6/7/2012	300.70	4/11/2016	1,153.36	852.66
LIBERTY VENTURES SER A	33.3	6/20/2012	335.66	4/11/2016	1,267.13	931.47
LIBERTY VENTURES SER A	47.34	6/20/2012	740.15	4/11/2016	1,801.48	1,061.33
LIBERTY VENTURES SER A	48.05	10/3/2012	947.42	4/11/2016	1,828.52	881.10
LIBERTY VENTURES SER A	3.64	10/17/2012	43.53	4/11/2016	138.38	94.85
JARDEN CORP	16.75	11/10/2010	242.82	4/18/2016	594.57	351.75
JARDEN CORP	292.5	11/11/2010	4,243.11	4/18/2016	10,385.61	6,142.50
JARDEN CORP	396	12/16/2010	5,520.31	4/18/2016	13,836.31	8,316.00
JARDEN CORP	663.75	7/28/2011	9,141.67	4/18/2016	23,107.22	13,965.55
LIBERTY BRAVES GROUP	0.5	9/2/2010	3.82	4/18/2016	9.06	5.24
LIBERTY BRAVES GROUP SER C	0.3	8/12/2010	1.81	4/18/2016	5.23	3.42
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	0.75	8/12/2010	4.56	4/18/2016	13.37	8.81
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	0.75	9/2/2010	4.74	4/18/2016	14.07	9.33
NEWELL BRANDS INC	0.08	11/10/2010	1.31	4/18/2016	3.45	2.14
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	158	6/23/2010	4,560.20	5/3/2016	6,298.96	1,738.76
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	182	7/1/2010	5,166.23	5/3/2016	7,255.76	2,089.53
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	34	1/6/2011	1,003.83	5/3/2016	1,995.39	991.56
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	35	1/7/2011	1,028.70	5/3/2016	1,395.34	366.64
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	3.48	9/2/2010	0.00	5/25/2016	9.34	9.34
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	4.91	12/13/2010	0.00	5/25/2016	13.15	13.15
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	1.19	7/8/2011	0.00	5/25/2016	3.20	3.20
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	5.15	7/11/2011	0.00	5/25/2016	13.80	13.80
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	2.64	8/2/2011	0.00	5/25/2016	7.07	7.07
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	3.54	8/18/2011	0.00	5/25/2016	9.49	9.49
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	1.9	8/25/2011	0.00	5/25/2016	5.08	5.08
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	3.67	9/8/2011	0.00	5/25/2016	9.82	9.82

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RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	2.68	9/21/2011	0.00	5/25/2016	7.18	7.18
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	4.04	10/5/2011	0.00	5/25/2016	10.82	10.82
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	0.58	10/6/2011	0.00	5/25/2016	1.54	1.54
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	2.22	10/12/2011	0.00	5/25/2016	5.96	5.96
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	74	5/19/2016	0.00	5/25/2016	198.27	198.27
RTS LIBERTY MEDIA CORP DEL EXP 06/16/16	1	5/19/2016	0.00	5/25/2016	2.78	2.78
LIBERTY VENTURES SER A	11.36	10/17/2012	136.46	6/14/2016	420.36	283.90
LIBERTY VENTURES SER A	7.01	10/17/2012	83.85	6/14/2016	259.26	175.41
LIBERTY VENTURES SER A	45.64	10/23/2012	964.45	6/14/2016	1,688.98	724.53
LIBERTY VENTURES SER A	252	10/10/2014	8,014.08	6/14/2016	9,326.34	1,312.26
BROOKFIELD BUSINESS PARTNERS L.P.	0.68	6/20/2016	16.32	6/20/2016	15.60	(0.72)
L BRANDS INC COM	138	7/21/2011	5,622.19	6/29/2016	9,215.33	3,593.14
L BRANDS INC COM	20	7/27/2011	757.35	6/29/2016	1,335.55	578.20
LIBERTY BRAVES GROUP	7.45	9/2/2010	56.90	6/29/2016	106.95	50.05
LIBERTY BRAVES GROUP	10.5	12/13/2010	104.62	6/29/2016	150.66	46.04
LIBERTY BRAVES GROUP	2.56	7/8/2011	34.45	6/29/2016	36.67	2.22
LIBERTY BRAVES GROUP	11.02	7/11/2011	146.52	6/29/2016	158.06	11.54
LIBERTY BRAVES GROUP	5.64	8/2/2011	78.13	6/29/2016	80.93	2.80
LIBERTY BRAVES GROUP	7.58	8/18/2011	91.05	6/29/2016	108.75	17.70
LIBERTY BRAVES GROUP	4.05	8/25/2011	48.52	6/29/2016	58.17	9.65
LIBERTY BRAVES GROUP	7.84	9/8/2011	96.51	6/29/2016	112.54	16.03
LIBERTY BRAVES GROUP	5.73	9/21/2011	75.82	6/29/2016	82.20	6.38
LIBERTY BRAVES GROUP	8.64	10/5/2011	95.15	6/29/2016	123.92	28.77
LIBERTY BRAVES GROUP	1.23	10/6/2011	13.58	6/29/2016	17.71	4.13
LIBERTY BRAVES GROUP	4.76	10/12/2011	53.34	6/29/2016	68.28	14.94
LIBERTY BRAVES GROUP SER C	0.51	8/12/2010	3.06	6/29/2016	7.11	4.05
LIBERTY BRAVES GROUP SER C	18.4	9/2/2010	111.36	6/29/2016	258.00	146.64
LIBERTY BRAVES GROUP SER C	21	12/13/2010	165.88	6/29/2016	294.46	128.58

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LIBERTY BRAVES GROUP SER C	5.11	7/8/2011	54.64	6/29/2016	71.67	17.03
LIBERTY BRAVES GROUP SER C	22.03	7/11/2011	232.31	6/29/2016	308.93	76.62
LIBERTY BRAVES GROUP SER C	11.28	8/2/2011	123.88	6/29/2016	158.18	34.30
LIBERTY BRAVES GROUP SER C	15.16	8/18/2011	144.36	6/29/2016	212.54	68.18
LIBERTY BRAVES GROUP SER C	8.11	8/25/2011	76.94	6/29/2016	113.69	36.75
LIBERTY BRAVES GROUP SER C	15.69	9/8/2011	153.02	6/29/2016	219.96	66.94
LIBERTY BRAVES GROUP SER C	11.46	9/21/2011	120.21	6/29/2016	160.64	40.43
LIBERTY BRAVES GROUP SER C	17.27	10/5/2011	150.86	6/29/2016	242.20	91.34
LIBERTY BRAVES GROUP SER C	2.47	10/6/2011	21.54	6/29/2016	34.60	13.06
LIBERTY BRAVES GROUP SER C	9.52	10/12/2011	84.56	6/29/2016	133.46	48.90
LIBERTY BROADBAND CORP SER A	3.63	6/21/2010	47.90	6/29/2016	213.74	165.84
LIBERTY BROADBAND CORP SER A	21.75	7/13/2010	292.88	6/29/2016	1,279.32	986.44
LIBERTY BROADBAND CORP SER A	25	8/5/2010	359.41	6/29/2016	1,470.47	1,111.06
LIBERTY BROADBAND CORP SER A	21.75	8/12/2010	309.19	6/29/2016	1,279.32	970.13
LIBERTY BROADBAND CORP SER A	23	9/2/2010	327.80	6/29/2016	1,352.83	1,025.03
LIBERTY BROADBAND CORP SER A	26.25	12/13/2010	488.29	6/29/2016	1,544.00	1,055.71
LIBERTY BROADBAND CORP SER A	6.39	7/8/2011	160.83	6/29/2016	375.82	214.99
LIBERTY BROADBAND CORP SER A	27.54	7/11/2011	683.86	6/29/2016	1,619.90	936.04
LIBERTY BROADBAND CORP SER A	14.1	8/2/2011	364.64	6/29/2016	829.38	464.74
LIBERTY BROADBAND CORP SER A	18.95	8/18/2011	424.96	6/29/2016	1,114.49	689.53
LIBERTY BROADBAND CORP SER A	10.13	8/25/2011	226.47	6/29/2016	596.12	369.65
LIBERTY BROADBAND CORP SER A	19.61	9/8/2011	450.46	6/29/2016	1,153.36	702.90
LIBERTY BROADBAND CORP SER A	14.32	9/21/2011	353.85	6/29/2016	842.35	488.50
LIBERTY BROADBAND CORP SER A	21.59	10/5/2011	444.08	6/29/2016	1,270.00	825.92
LIBERTY BROADBAND CORP SER A	3.08	10/6/2011	63.41	6/29/2016	181.43	118.02
LIBERTY BROADBAND CORP SER A	11.9	10/12/2011	248.92	6/29/2016	699.79	450.87
NEWELL BRANDS INC	14.36	11/10/2010	241.51	8/15/2016	792.43	550.92
NEWELL BRANDS INC	252.14	11/11/2010	4,243.11	8/15/2016	13,913.16	9,670.05

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NEWELL BRANDS INC	46.5	12/16/2010	752.07	8/15/2016	2,566.18	1,814.11
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	110	1/7/2011	3,233.05	8/24/2016	4,510.00	1,276.95
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	136	2/16/2011	3,951.62	8/24/2016	5,576.00	1,624.38
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	70	2/17/2011	1,941.11	8/24/2016	2,870.00	928.89
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	239	4/27/2011	6,188.38	8/24/2016	9,799.00	3,610.62
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	219	6/15/2011	4,685.15	8/24/2016	8,979.00	4,293.85
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	247	7/12/2011	5,153.85	8/24/2016	10,127.00	4,973.15
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	112	8/5/2011	2,201.89	8/24/2016	4,592.00	2,390.11
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	166	8/8/2011	3,151.44	8/24/2016	6,806.00	3,654.56
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	235	8/25/2011	4,629.08	8/24/2016	9,635.00	5,005.92
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	256	9/21/2011	4,990.46	8/24/2016	10,496.00	5,505.54
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	371	1/23/2013	6,396.60	8/24/2016	15,211.00	8,814.40
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	160	5/1/2013	3,344.37	8/24/2016	6,560.00	3,215.63
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	116	6/4/2013	2,556.57	8/24/2016	4,756.00	2,199.43
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	238	6/5/2013	5,261.59	8/24/2016	9,758.00	4,496.41
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	293	6/28/2013	7,541.23	8/24/2016	12,013.00	4,471.77
DREAMWORKS ANIMATION SKG *MERGER EFF: 08/2016* CL	611	7/30/2014	12,088.02	8/24/2016	25,051.00	12,962.98
NEWELL BRANDS INC	294.85	12/16/2010	4,768.24	8/26/2016	15,797.73	11,029.49
NEWELL BRANDS INC	21.15	7/28/2011	337.97	8/26/2016	1,133.34	795.37
L BRANDS INC COM	123	7/27/2011	4,657.70	9/6/2016	8,996.91	4,339.21
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	1.27	8/12/2010	7.70	9/13/2016	34.68	26.98
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	46	9/2/2010	280.23	9/13/2016	1,258.37	978.14
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	52.5	12/13/2010	417.41	9/13/2016	1,436.17	1,018.76
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	12.78	7/8/2011	137.48	9/13/2016	349.57	212.09
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	55.08	7/11/2011	584.60	9/13/2016	1,506.77	922.17
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	28.2	8/2/2011	311.72	9/13/2016	771.46	459.74
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	37.9	8/18/2011	363.28	9/13/2016	1,036.66	673.38
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	20.27	8/25/2011	193.59	9/13/2016	554.49	360.90

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LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	39.22	9/8/2011	385.08	9/13/2016	1,072.82	687.74
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	28.64	9/21/2011	302.49	9/13/2016	783.52	481.03
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	43.18	10/5/2011	379.62	9/13/2016	1,181.31	801.69
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	6.17	10/6/2011	54.21	9/13/2016	168.76	114.55
LIBERTY MEDIA CORP-LIBERTY FORMULA ONE SER C	23.79	10/12/2011	212.79	9/13/2016	650.92	438.13
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	19.13	9/2/2010	120.81	9/15/2016	528.39	407.58
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	26.25	12/13/2010	216.31	9/15/2016	724.90	508.59
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	6.39	7/8/2011	71.25	9/15/2016	176.44	105.19
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	27.54	7/11/2011	302.95	9/15/2016	760.54	457.59
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	14.1	8/2/2011	161.55	9/15/2016	389.39	227.84
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	18.95	8/18/2011	188.25	9/15/2016	523.25	335.00
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	10.13	8/25/2011	100.33	9/15/2016	279.87	179.54
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	19.61	9/8/2011	199.56	9/15/2016	541.50	341.94
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	14.32	9/21/2011	156.76	9/15/2016	395.48	238.72
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	21.59	10/5/2011	196.73	9/15/2016	596.26	399.53
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	3.08	10/6/2011	28.09	9/15/2016	85.18	57.09
LIBERTY MEDIA CORP - LIBERTY FORMULA ONE SER A	11.9	10/12/2011	110.28	9/15/2016	328.55	218.27
NEWELL BRANDS INC	167	7/28/2011	2,668.27	9/15/2016	8,430.15	5,761.88
L BRANDS INC COM	17	7/27/2011	643.75	10/18/2016	1,227.89	584.14
L BRANDS INC COM	108	8/3/2011	3,861.08	10/18/2016	7,800.70	3,939.62
PLATFORM SPECIALTY PRODUCTS	561	1/30/2014	7,892.04	10/18/2016	4,178.29	(3,713.75)
PLATFORM SPECIALTY PRODUCTS	512	2/6/2014	7,802.06	10/18/2016	3,813.35	(3,988.71)
PLATFORM SPECIALTY PRODUCTS	451	2/19/2014	8,129.77	10/18/2016	3,359.02	(4,770.75)
PLATFORM SPECIALTY PRODUCTS	62	2/26/2014	1,212.16	10/18/2016	461.77	(750.39)
PLATFORM SPECIALTY PRODUCTS	298	2/27/2014	5,871.49	10/18/2016	2,219.48	(3,652.01)
PLATFORM SPECIALTY PRODUCTS	414	3/28/2014	7,883.22	10/18/2016	3,083.45	(4,799.77)
PLATFORM SPECIALTY PRODUCTS	74	3/31/2014	1,404.61	10/18/2016	551.15	(853.46)
PLATFORM SPECIALTY PRODUCTS	251	4/4/2014	5,338.97	10/18/2016	1,869.43	(3,469.54)

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PLATFORM SPECIALTY PRODUCTS	317	8/5/2014	8,000.00	10/18/2016	2,360.99	(5,639.01)
PLATFORM SPECIALTY PRODUCTS	50	8/6/2014	1,262.55	10/18/2016	372.40	(890.15)
NEWELL BRANDS INC	384	7/28/2011	6,135.43	10/24/2016	20,163.32	14,027.89
WTS SEARS HOLDINGS CORP EXP 12/15/19	185	11/21/2014	915.21	10/26/2016	662.55	(252.66)
SEARS HOMETOWN & OUTLET ST	178	10/11/2012	4,324.43	10/27/2016	854.86	(3,469.57)
BROOKFIELD BUSINESS PARTNERS L.P.	3.63	6/20/2016	87.10	10/28/2016	84.47	(2.63)
BROOKFIELD BUSINESS PARTNERS L.P.	1.5	6/20/2016	35.99	10/28/2016	34.91	(1.08)
BROOKFIELD BUSINESS PARTNERS L.P.	20.4	6/20/2016	489.46	10/28/2016	474.70	(14.76)
BROOKFIELD BUSINESS PARTNERS L.P.	1.47	6/20/2016	35.27	10/28/2016	34.21	(1.06)
WTS SEARS HOLDINGS CORP EXP 12/15/19	325	11/21/2014	1,607.79	10/28/2016	1,051.91	(555.88)
LSB INDUSTRIES INC	41	2/23/2015	1,453.87	12/2/2016	323.26	(1,130.61)
LSB INDUSTRIES INC	123	2/24/2015	4,497.64	12/2/2016	969.79	(3,527.85)
LSB INDUSTRIES INC	89	2/25/2015	3,209.57	12/2/2016	701.71	(2,507.86)
LSB INDUSTRIES INC	2	3/2/2015	71.49	12/2/2016	15.77	(55.72)
SEARS CANADA INC CANADA ORD	349	11/13/2012	4,079.28	12/2/2016	610.77	(3,468.51)
SEARS HOLDINGS CORP	41	4/28/2010	3,767.26	12/2/2016	516.34	(3,250.92)
SEARS HOLDINGS CORP	61	5/28/2010	4,184.79	12/2/2016	768.22	(3,416.57)
SEARS HOLDINGS CORP	65	6/17/2010	3,901.08	12/2/2016	818.59	(3,082.49)
SEARS HOLDINGS CORP	60	6/24/2010	3,386.82	12/2/2016	755.63	(2,631.19)
SEARS HOLDINGS CORP	83	7/1/2010	4,150.38	12/2/2016	1,045.28	(3,105.10)
SEARS HOLDINGS CORP	63	7/8/2010	3,051.76	12/2/2016	793.40	(2,258.36)
SEARS HOLDINGS CORP	76	7/15/2010	3,785.93	12/2/2016	957.12	(2,828.81)
SEARS HOLDINGS CORP	70	7/20/2010	3,472.93	12/2/2016	881.56	(2,591.37)
SEARS HOLDINGS CORP	87	7/29/2010	4,604.19	12/2/2016	1,095.66	(3,508.53)
SEARS HOLDINGS CORP	19	8/5/2010	1,048.80	12/2/2016	239.28	(809.52)
LSB INDUSTRIES INC	274	3/2/2015	9,794.13	12/5/2016	2,166.36	(7,627.77)
LSB INDUSTRIES INC	90	3/16/2015	3,604.21	12/5/2016	711.58	(2,892.63)
LSB INDUSTRIES INC	67	3/17/2015	2,710.16	12/5/2016	529.73	(2,180.43)

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LSB INDUSTRIES INC	94	4/24/2015	4,178.44	12/5/2016	743.20	(3,435.24)
LSB INDUSTRIES INC	91	4/27/2015	4,248.26	12/5/2016	719.48	(3,528.78)
LSB INDUSTRIES INC	74	7/24/2015	2,653.26	12/5/2016	585.08	(2,068.18)
LSB INDUSTRIES INC	66	7/24/2015	2,366.43	12/6/2016	512.38	(1,854.05)
LSB INDUSTRIES INC	111	7/27/2015	4,020.15	12/6/2016	861.73	(3,158.42)
LSB INDUSTRIES INC	51	7/28/2015	1,871.98	12/6/2016	395.93	(1,476.05)
LIONS GATE ENTERTAINMENT CORP CL B	0.02	12/9/2016	0.42	12/9/2016	0.42	0.00
STARZ *MERGER EFF: 12/2016* SER A	14.54	6/21/2010	77.24	12/9/2016	520.54	443.30
STARZ *MERGER EFF: 12/2016* SER A	87	7/13/2010	472.17	12/9/2016	3,115.59	2,643.42
STARZ *MERGER EFF: 12/2016* SER A	100	8/5/2010	579.42	12/9/2016	3,581.14	3,001.72
STARZ *MERGER EFF: 12/2016* SER A	87	8/12/2010	498.46	12/9/2016	3,115.59	2,617.13
STARZ *MERGER EFF: 12/2016* SER A	92	9/2/2010	528.46	12/9/2016	3,294.65	2,766.19
STARZ *MERGER EFF: 12/2016* SER A	105	12/13/2010	787.18	12/9/2016	3,760.20	2,973.02
STARZ *MERGER EFF: 12/2016* SER A	25.56	7/8/2011	259.28	12/9/2016	915.25	655.97
STARZ *MERGER EFF: 12/2016* SER A	110.16	7/11/2011	1,102.47	12/9/2016	3,945.03	2,842.56
STARZ *MERGER EFF: 12/2016* SER A	56.4	8/2/2011	587.86	12/9/2016	2,019.84	1,431.98
STARZ *MERGER EFF: 12/2016* SER A	75.79	8/18/2011	685.09	12/9/2016	2,714.19	2,029.10
STARZ *MERGER EFF: 12/2016* SER A	40.54	8/25/2011	365.10	12/9/2016	1,451.77	1,086.67
STARZ *MERGER EFF: 12/2016* SER A	78.43	9/8/2011	726.20	12/9/2016	2,808.86	2,082.66
STARZ *MERGER EFF: 12/2016* SER A	57.28	9/21/2011	570.46	12/9/2016	2,051.42	1,480.96
STARZ *MERGER EFF: 12/2016* SER A	86.37	10/5/2011	715.92	12/9/2016	3,092.89	2,376.97
STARZ *MERGER EFF: 12/2016* SER A	12.34	10/6/2011	102.24	12/9/2016	441.85	339.61
STARZ *MERGER EFF: 12/2016* SER A	47.59	10/12/2011	401.30	12/9/2016	1,704.25	1,302.95
STARZ *MERGER EFF: 12/2016* SER A	569	1/23/2013	9,001.81	12/9/2016	20,376.68	11,374.87
STARZ *MERGER EFF: 12/2016* SER A	359	1/29/2013	5,842.15	12/9/2016	12,856.29	7,014.14
STARZ *MERGER EFF: 12/2016* SER A	425	2/7/2013	6,966.39	12/9/2016	15,219.84	8,253.45
STARZ *MERGER EFF: 12/2016* SER A	186	10/10/2013	5,369.08	12/9/2016	6,660.92	1,291.84
SEARS HOLDINGS CORP	32	8/5/2010	1,766.39	12/19/2016	321.61	(1,444.78)

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Description	Quantity	Opening Date	Opening Amount	Closing Date	Closing Amount	Realized G/L
SEARS HOLDINGS CORP	108	11/18/2010	5,276.76	12/19/2016	1,085.42	(4,191.34)
SEARS HOLDINGS CORP	52	6/15/2011	2,793.57	12/19/2016	522.61	(2,270.96)
SEARS HOLDINGS CORP	116	1/8/2013	3,873.63	12/19/2016	1,165.82	(2,707.81)
SEARS HOLDINGS CORP	101	9/13/2013	4,963.25	12/19/2016	1,015.07	(3,948.18)
SEARS HOLDINGS CORP	81	9/26/2013	3,970.45	12/19/2016	814.06	(3,156.39)
SEARS HOLDINGS CORP	49	9/26/2013	2,401.87	12/20/2016	494.66	(1,907.21)
SEARS HOLDINGS CORP	54	10/2/2013	2,863.96	12/20/2016	545.14	(2,318.82)
SEARS HOLDINGS CORP	209	10/22/2013	9,616.17	12/20/2016	2,109.89	(7,506.28)
SEARS HOLDINGS CORP	24	10/23/2013	1,100.02	12/20/2016	242.29	(857.73)
SEARS HOLDINGS CORP	125	12/30/2013	4,881.37	12/20/2016	1,261.90	(3,619.47)
SEARS HOLDINGS CORP	294	1/24/2014	9,223.77	12/20/2016	2,967.98	(6,255.79)
SEARS HOLDINGS CORP	155	3/12/2014	5,946.58	12/20/2016	1,564.75	(4,381.83)
SEARS HOLDINGS CORP	169	3/21/2014	6,714.58	12/20/2016	1,706.08	(5,008.50)
SEARS HOLDINGS CORP	36	4/9/2014	1,304.36	12/20/2016	363.43	(940.93)
SEARS HOLDINGS CORP	320	4/9/2014	11,594.27	12/21/2016	3,176.28	(8,417.99)

Total Gains/Losses for Credit Suisse Account - Part IV, Form 990 PF $ 85,451.91

Fuller E. Callaway Foundation
Account: SunTrust Fixed Income
Dates: 01/01/2016 to 12/31/2016
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

Date	Description	Description 2	Cash Proceeds	Tax Cost	Gains/Losses Long Term	Gains/Losses Short Term
1/4/2016	SOLD 111,078.61 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	111,078.61	(111,078.61)	0.00	0 00
1/13/2016	SOLD 2,000 PAR VALUE OF	HARLEY-DAVIDSON MTN 2.150% 2/26/20	1,971.58	(1,995.38)	0 00	(23.80)
1/13/2016	SOLD 11,000 PAR VALUE OF	BURLINGTON NORTH 3.400% 9/01/24	11,075.13	(10,974.81)	100.32	0 00
1/13/2016	SOLD 1,000 PAR VALUE OF	U.S TREASURY NOTES 2.250% 11/15/25	1,011 80	(1,002.93)	0.00	8.87
1/14/2016	SOLD 9,000 PAR VALUE OF	U S. TREASURY NOTES 2.250% 11/15/25	9,065.39	(9,002.98)	0.00	62 41
1/14/2016	SOLD 1,885.17 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,885.17	(1,885.17)	0.00	0.00
1/19/2016	SOLD 18,000 PAR VALUE OF	ORACLE CORP 2 950% 5/15/25	17,677.80	(17,984.34)	0 00	(306.54)
1/20/2016	SOLD 9,918.57 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	9,918 57	(9,918.57)	0.00	0 00
1/21/2016	SOLD 24,000 PAR VALUE OF	U.S. TREASURY NOTES 2 250% 11/15/25	24,460.31	(23,939 47)	0.00	520.84
1/25/2016	PAID DOWN 52 83 PAR VALUE OF	FNMA PL #AN0264 2.542% 12/01/20	52.83	(53.58)	0.00	(0.75)
1/25/2016	SOLD 16,620.91 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	16,620 91	(16,620 91)	0.00	0 00
1/29/2016	SOLD 3,000 PAR VALUE OF	ACMP/ACMP FIN 4.875% 5/15/23	2,235.00	(3,067.50)	0 00	(832.50)
2/1/2016	SOLD 7,000 PAR VALUE OF	COLUMBIA PIPELINE 4 500% 6/01/25	6,290.34	(6,989.29)	0 00	(698.95)
2/1/2016	SOLD 20,000 PAR VALUE OF	U.S. TREASURY NOTES 0.375% 2/15/16	20,000.00	(20,004 69)	0.00	(4.69)
2/1/2016	SOLD 24,227.44 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	24,227.44	(24,227.44)	0.00	0 00
2/3/2016	SOLD 4,000 PAR VALUE OF	BARRICK AUSTRALIA 4.950% 1/15/20	3,887.96	(4,284.04)	(396.08)	0 00
2/3/2016	SOLD 6,000 PAR VALUE OF	U.S. TREASURY NOTES 2.250% 11/15/25	6,165 23	(6,167 62)	0.00	(2.39)
2/3/2016	SOLD 7,000 PAR VALUE OF	U.S. TREASURY NOTES 2 250% 11/15/25	7,198.24	(7,116.21)	0 00	82.03
2/4/2016	SOLD 1,000 PAR VALUE OF	U S. TREASURY NOTES 2.250% 11/15/25	1,027 73	(996.83)	0.00	30.90
2/16/2016	MATURED 77,000 PAR VALUE OF	U.S TREASURY NOTES 0.375% 2/15/16	77,000 00	(77,018 04)	0.00	(18 04)
2/17/2016	SOLD 145,000 PAR VALUE OF	U S TREASURY NOTES 2.250% 11/15/25	151,275.78	(144,540.52)	0 00	6,735 26
2/19/2016	SOLD 6,000 PAR VALUE OF	ENTERPRISE PRODUCTS 3.350% 3/15/23	5,479 26	(5,848 33)	(266.70)	(102.37)
2/24/2016	SOLD 62,000 PAR VALUE OF	U S TREASURY NOTES 0.875% 2/28/17	62,157.42	(62,048.36)	109.06	0 00
2/25/2016	SOLD 30,000 PAR VALUE OF	BANK OF AME ABS V-M 0.756% 6/15/20	30,009.38	(30,000.00)	9.38	0 00
2/25/2016	SOLD 67,968.95 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	67,968.95	(67,968.95)	0.00	0.00
2/26/2016	SOLD 5,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 2/15/26	4,944 34	(4,937.50)	0.00	6 84
2/29/2016	SOLD 10,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 2/15/26	9,984.37	(9,875.00)	0.00	109.37
2/29/2016	SOLD 23,303 34 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	23,303.34	(23,303.34)	0.00	0.00
3/1/2016	SOLD 2,000 PAR VALUE OF	BOARDWALK PIPELINES 4.950% 12/15/24	1,683 96	(1,976 40)	(292 44)	0 00
3/1/2016	SOLD 6,000 PAR VALUE OF	WESTERN GAS PART 3.950% 6/01/25	4,297.50	(5,927.34)	0.00	(1,629.84)
3/1/2016	SOLD 28,127 83 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	28,127.83	(28,127.83)	0.00	0 00
3/2/2016	SOLD 4,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 2/15/26	3,944 22	(3,971.40)	0.00	(27 18)
3/2/2016	SOLD 4,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 2/15/26	3,952.34	(3,955.47)	0.00	(3.13)
3/2/2016	SOLD 2,070.18 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	2,070.18	(2,070.18)	0.00	0 00
3/3/2016	SOLD 8,000 PAR VALUE OF	U.S TREASURY NOTES 1 625% 2/15/26	7,909.69	(7,910 94)	0.00	(1.25)
3/3/2016	SOLD 12,000 PAR VALUE OF	U S. TREASURY NOTES 1 625% 2/15/26	11,873.44	(11,866.40)	0.00	7 04

Fuller E. Callaway Foundation | **Form 990-PF**
Account: SunTrust Fixed Income | **58-0566148**
Dates: 01/01/2016 to 12/31/2016
Schedule for Part IV - Capital Gains and Losses

					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
3/3/2016	SOLD 2,201.69 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	2,201 69	(2,201 69)	0.00	0.00
3/8/2016	SOLD 12,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 2/15/26	11,773.13	(11,851.37)	0.00	(78 24)
3/8/2016	SOLD 1,231 28 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,231.28	(1,231 28)	0.00	0.00
3/10/2016	SOLD 6,000 PAR VALUE OF	U.S TREASURY NOTES 1 625% 2/15/26	5,848 13	(5,925.00)	0.00	(76.87)
3/10/2016	SOLD 145.44 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	145.44	(145.44)	0 00	0.00
3/15/2016	SOLD 1,000 PAR VALUE OF	U.S. TREASURY NOTES 1 625% 2/15/26	972.58	(987.50)	0.00	(14.92)
3/15/2016	SOLD 100 29 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	100 29	(100 29)	0.00	0.00
3/16/2016	SOLD 1,000 PAR VALUE OF	U S TREASURY NOTES 1.625% 2/15/26	968.13	(987.50)	0.00	(19.37)
3/16/2016	SOLD 210.82 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	210.82	(210 82)	0.00	0.00
3/17/2016	SOLD 6,000 PAR VALUE OF	AON PLC 3.875% 12/15/25	6,035 46	(5,998 32)	0.00	37.14
3/17/2016	SOLD 2,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 2/15/26	1,938.98	(1,975.00)	0.00	(36.02)
3/22/2016	EXCHANGE & CONSENT WITH PREMIUM	DELIVERED 2,000 PAR VALUE OF	0.00	(1,986.26)	65.02	0.00
3/22/2016	EXCHANGE & CONSENT WITH PREMIUM	RECEIVED 2,000 PAR VALUE OF	0.00	2,049.28	0.00	0.00
3/22/2016	EXCHANGE & CONSENT WITH PREMIUM	2,000 SHARES/PAR VALUE OF	2.00	0.00	0.00	0.00
3/23/2016	SOLD 10,000 PAR VALUE OF	U.S. TREASURY NOTES 1 625% 2/15/26	9,801 69	(9,875 00)	0.00	(73.31)
3/25/2016	PAID DOWN 66.21 PAR VALUE OF	FNMA PL #AN0264 2.378% 12/01/20	66 21	(67.15)	0.00	(0 94)
3/30/2016	SOLD 10,843.03 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	10,843.03	(10,843.03)	0 00	0 00
4/1/2016	SOLD 8,000 PAR VALUE OF	CCO SAFARI II LLC 4.908% 7/23/25	8,351 92	(8,016 32)	0.00	335.60
4/1/2016	SOLD 14,985.68 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	14,985 68	(14,985.68)	0.00	0 00
4/7/2016	SOLD 8,000 PAR VALUE OF	HP ENTERPRISE CO 4.900% 10/15/25	8,275.04	(7,978.00)	0.00	297.04
4/7/2016	SOLD 1,000 PAR VALUE OF	U S TREASURY NOTES 1.625% 2/15/26	990 51	(987 50)	0.00	3 01
4/8/2016	SOLD 4,000 PAR VALUE OF	UNITD MEXICAN STATES 4 000% 10/02/23	4,204 00	(3,950.20)	253 80	0.00
4/11/2016	SOLD 8,900.41 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	8,900.41	(8,900.41)	0.00	0 00
4/12/2016	SOLD 5,000 PAR VALUE OF	VERIZON COMM INC 5.150% 9/15/23	5,775 80	(4,983.80)	792.00	0.00
4/13/2016	PAID DOWN 55 1 PAR VALUE OF	UNITED AIR ABS 4.000% 10/11/27	55.10	(55.51)	(0.41)	0.00
4/25/2016	PAID DOWN 53.55 PAR VALUE OF	FNMA PL #AN0264 2.542% 12/01/20	53 55	(54.31)	0 00	(0 76)
4/26/2016	SOLD 5,000 PAR VALUE OF	KOHL'S CORP 4 250% 7/17/25	4,918.40	(4,998.80)	0.00	(80 40)
4/26/2016	SOLD 18,000 PAR VALUE OF	ANALOG DEVICES INC 3.900% 12/15/25	19,469.88	(18,012.96)	0.00	1,456.92
4/29/2016	SOLD 7,627.3 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	7,627.30	(7,627.30)	0.00	0.00
5/2/2016	SOLD 11,000 PAR VALUE OF	NEWELL RUBBERMAID 4.200% 4/01/26	11,576.95	(10,977.78)	0.00	599.17
5/2/2016	SOLD 31,950.01 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	31,950.01	(31,950.01)	0.00	0 00
5/2/2016	SOLD 30,000 PAR VALUE OF	U.S TREASURY NOTES 0.500% 6/15/16	30,011.72	(30,012.89)	0 00	(1 17)
5/2/2016	SOLD 9,000 PAR VALUE OF	APPLE INC 3 200% 5/13/25	9,335.70	(9,102.06)	0 00	233.64
5/2/2016	SOLD 8,000 PAR VALUE OF	AMER AIRLN 15-2 ABS 3.600% 3/22/29	8,270 00	(8,000.00)	0.00	270.00
5/2/2016	SOLD 6,000 PAR VALUE OF	SPIRIT AIR 2015 ABS 4.100% 10/01/29	6,015.00	(6,000.00)	0.00	15.00
5/2/2016	SOLD 1,960.39 PAR VALUE OF	DELTA AIR LINES ABS 3 625% 1/30/29	2,058.41	(1,960 39)	0.00	98.02

Fuller E. Callaway Foundation
Account: SunTrust Fixed Income
Dates: 01/01/2016 to 12/31/2016
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

					Gains/Losses	
Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
5/2/2016	SOLD 3,000 PAR VALUE OF	L-3 COMMS CORP 3.950% 5/28/24	3,011.07	(3,003.93)	7 14	0.00
5/2/2016	SOLD 6,000 PAR VALUE OF	FIDELITY NATIONA 4.500% 10/15/22	6,454.50	(6,005.04)	0 00	449.46
5/2/2016	SOLD 10,000 PAR VALUE OF	WELLS FARGO CO MTN 4.300% 7/22/27	10,557.80	(10,429.50)	0.00	128.30
5/3/2016	SOLD 12,000 PAR VALUE OF	BIOGEN INC 4.050% 9/15/25	12,807.84	(11,971.68)	0 00	836.16
5/3/2016	SOLD 8,000 PAR VALUE OF	LOCKHEED MARTIN CORP 3 550% 1/15/26	8,527.12	(7,938 24)	0.00	588.88
5/4/2016	SOLD 47,715.28 PAR VALUE OF	FNMA PL #AN0264 2 542% 12/01/20	49,148.60	(48,392.80)	0.00	755.80
5/10/2016	SOLD 62.05 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	62.05	(62.05)	0.00	0.00
5/10/2016	SOLD -REV -47,715.28 PAR VALUE OF	FNMA PL #AN0264 2.542% 12/01/20	(49,148 60)	48,392.80	0.00	(755 80)
5/10/2016	SOLD 47,655.05 PAR VALUE OF	FNMA PL #AN0264 2.542% 12/01/20	49,086.56	(48,331.78)	0.00	754 78
5/10/2016	SOLD 25,000 PAR VALUE OF	FNMA PL #AN0084 3.100% 2/01/26	26,398.43	(25,265.63)	0.00	1,132.80
5/10/2016	SOLD 5,000 PAR VALUE OF	EXXON MOBIL CORP 1 912% 3/06/20	5,060.40	(5,000.00)	60.40	0.00
5/10/2016	SOLD 4,000 PAR VALUE OF	U.S. TREASURY NOTES 1.625% 2/15/26	3,957.19	(3,976.25)	0 00	(19.06)
5/11/2016	SOLD 5,000 PAR VALUE OF	EXXON MOBIL CORP 3.043% 3/01/26	5,153.40	(5,000.00)	0.00	153.40
5/11/2016	SOLD 8,000 PAR VALUE OF	U S. TREASURY NOTES 1 625% 2/15/26	7,906.25	(7,925 67)	0.00	(19.42)
5/11/2016	SOLD 2,162.87 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	2,162.87	(2,162.87)	0 00	0 00
5/12/2016	SOLD 4,000 PAR VALUE OF	GOLDMAN SACHS GP 2 625% 1/31/19	4,089.08	(4,049.92)	39 16	0.00
5/12/2016	SOLD 2,000 PAR VALUE OF	GOLDMAN SACHS GP 2.550% 10/23/19	2,036 26	(1,999.62)	36.64	0.00
5/17/2016	SOLD 257,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 2/15/26	254,486.06	(252,590.67)	0 00	1,895 39
5/20/2016	SOLD 9,000 PAR VALUE OF	U S. TREASURY NOTES 1 625% 5/15/26	8,887.50	(8,921.25)	0.00	(33.75)
5/24/2016	SOLD 7,841.93 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	7,841 93	(7,841 93)	0.00	0 00
5/25/2016	SOLD 6,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	5,880.36	(5,947.50)	0 00	(67.14)
5/25/2016	SOLD 2,281.81 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	2,281 81	(2,281 81)	0.00	0.00
6/1/2016	SOLD 10,000 PAR VALUE OF	DIAMOND 1 FIN 6.020% 6/15/26	9,979.50	(9,995.20)	0.00	(15.70)
6/1/2016	SOLD 38,479 7 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	38,479.70	(38,479.70)	0.00	0.00
6/7/2016	SOLD 24,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 5/15/26	23,611.88	(23,790.00)	0.00	(178.12)
6/9/2016	SOLD 1,885.46 PAR VALUE OF	UNITED AIR ABS 4.000% 10/11/27	1,960.88	(1,899.60)	61.28	0 00
6/9/2016	SOLD 11,000 PAR VALUE OF	U.S. TREASURY NOTES 1.625% 5/15/26	10,886.56	(10,903.75)	0.00	(17 19)
6/9/2016	SOLD 13,152.45 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	13,152.45	(13,152.45)	0.00	0 00
6/13/2016	SOLD 7,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	6,991.25	(6,938.75)	0.00	52.50
6/14/2016	SOLD 9,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	8,952.89	(8,921.25)	0.00	31.64
6/15/2016	MATURED 68,000 PAR VALUE OF	U.S. TREASURY NOTES 0.500% 6/15/16	68,000.00	(68,029 22)	0.00	(29.22)
6/16/2016	SOLD 18,025.94 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	18,025.94	(18,025.94)	0.00	0 00
6/20/2016	SOLD 9,964 4 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	9,964.40	(9,964.40)	0.00	0.00
6/23/2016	SOLD 2,000 PAR VALUE OF	AT&T INC 3.400% 5/15/25	2,023 22	(1,994.08)	29.14	0.00
6/23/2016	SOLD 2,000 PAR VALUE OF	BHP BILLITON FIN USA 3.850% 9/30/23	2,130 54	(2,066 06)	64.48	0.00
6/23/2016	SOLD 2,000 PAR VALUE OF	BMW US CAPITAL LLC 2.800% 4/11/26	2,020.26	(1,998.62)	0 00	21 64

Fuller E. Callaway Foundation
Account: *SunTrust Fixed Income*
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Schedule for Part IV - Capital Gains and Losses

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					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
6/23/2016	SOLD 2,000 PAR VALUE OF	BANK OF AMERICA MTN 4.450% 3/03/26	2,075.88	(2,000.00)	0.00	75.88
6/23/2016	SOLD 1,000 PAR VALUE OF	ANHEUSER-BUSCH 3.650% 2/01/26	1,058 55	(998.33)	0.00	60.22
6/23/2016	SOLD 2,000 PAR VALUE OF	AETNA INC 3.200% 6/15/26	2,030.00	(2,001.86)	0.00	28.14
6/23/2016	SOLD 2,000 PAR VALUE OF	BARRICK GOLD CORP 4 100% 5/01/23	2,078.20	(2,072.90)	0.00	5.30
6/23/2016	SOLD 2,000 PAR VALUE OF	BECTON DICKINSON 3.734% 12/15/24	2,141 18	(2,000 00)	141.18	0 00
6/23/2016	SOLD 2,000 PAR VALUE OF	CC HOLDINGS GS V 3.849% 4/15/23	2,095.78	(1,929.79)	165.99	0 00
6/23/2016	SOLD 2,000 PAR VALUE OF	CVS HEALTH CORP 3.875% 7/20/25	2,180.00	(1,984.12)	0.00	195.88
6/23/2016	SOLD 2,000 PAR VALUE OF	CELGENE CORP 3.875% 8/15/25	2,105.52	(1,980.68)	0 00	124 84
6/23/2016	SOLD 2,000 PAR VALUE OF	COMCAST CORP 3.375% 2/15/25	2,138.18	(2,001.22)	136.96	0.00
6/23/2016	SOLD 2,000 PAR VALUE OF	DEVON ENERGY CORP 5.850% 12/15/25	2,149 92	(1,873.28)	0.00	276.64
6/23/2016	SOLD 2,000 PAR VALUE OF	CONOCOPHILLIPS CO 4.950% 3/15/26	2,245.20	(2,007.76)	0 00	237.44
6/23/2016	SOLD 2,000 PAR VALUE OF	EOG RESOURCES INC 4.150% 1/15/26	2,156.32	(1,997.08)	0 00	159 24
6/23/2016	SOLD 2,000 PAR VALUE OF	ENSCO PLC 4.500% 10/01/24	1,312.56	(1,997 28)	(684 72)	0 00
6/23/2016	SOLD 2,000 PAR VALUE OF	EXXON MOBIL CORP 3.043% 3/01/26	2,088 40	(2,000.00)	0.00	88.40
6/23/2016	SOLD 2,000 PAR VALUE OF	FIRSTENERGY TRANSM 4.350% 1/15/25	2,097.42	(1,999.82)	97.60	0 00
6/23/2016	SOLD 2,000 PAR VALUE OF	GENERAL MOTORS CO 4.000% 4/01/25	2,005.20	(2,001.70)	3.50	0 00
6/23/2016	SOLD 2,000 PAR VALUE OF	LAZARD GROUP LLC 3.750% 2/13/25	1,974 36	(1,994.36)	(20 00)	0.00
6/23/2016	SOLD 2,000 PAR VALUE OF	INTEL CORP 3 700% 7/29/25	2,201.68	(1,997 02)	0.00	204.66
6/23/2016	SOLD 1,000 PAR VALUE OF	MORGAN STANLEY MTN 3.950% 4/23/27	999.61	(996.40)	3.21	0 00
6/23/2016	SOLD 2,000 PAR VALUE OF	FORTIVE CORP 3.150% 6/15/26	2,021.66	(1,992 88)	0 00	28 78
6/23/2016	SOLD 2,000 PAR VALUE OF	MAGNA INTL INC 4.150% 10/01/25	2,158.28	(2,020.88)	0 00	137.40
6/23/2016	SOLD 1,000 PAR VALUE OF	MARATHON OIL CORP 3.850% 6/01/25	882.09	(726 46)	0 00	155.63
6/23/2016	SOLD 2,000 PAR VALUE OF	MARATHON PETROL CORP 3.625% 9/15/24	1,920.74	(1,992.82)	(72.08)	0.00
6/23/2016	SOLD 2,000 PAR VALUE OF	SCHLUMBERGER HLDGS 4.000% 12/21/25	2,114.74	(1,998 70)	0.00	116 04
6/23/2016	SOLD 1,000 PAR VALUE OF	SHELL INTERNATIONAL 3 250% 5/11/25	1,034.12	(996.95)	37.17	0 00
6/23/2016	SOLD 1,000 PAR VALUE OF	US BANCORP MTN 3.600% 9/11/24	1,065.61	(997 92)	67.69	0.00
6/23/2016	SOLD 2,000 PAR VALUE OF	WOODSIDE FINANCE LTD 3.650% 3/05/25	1,940.88	(1,998.84)	(57 96)	0 00
6/27/2016	SOLD 3,000 PAR VALUE OF	DEUTSCHE BANK AG MTN 2.850% 5/10/19	3,006.12	(2,999 91)	0 00	6.21
6/27/2016	SOLD 3,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 5/15/26	2,983.36	(2,987.46)	0 00	(4.10)
6/27/2016	SOLD 1,104.34 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,104.34	(1,104.34)	0.00	0 00
6/29/2016	SOLD 13,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	13,079 22	(12,945.67)	0.00	133.55
6/29/2016	SOLD 2,536.61 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	2,536.61	(2,536 61)	0.00	0 00
6/30/2016	SOLD 3,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 5/15/26	3,083 75	(2,987.46)	0.00	96 29
6/30/2016	SOLD 17,000 PAR VALUE OF	U.S. TREASURY NOTES 1.625% 5/15/26	17,253.01	(16,927.38)	0.00	325.63
7/1/2016	SOLD 18,403.69 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	18,403 69	(18,403 69)	0.00	0.00
7/1/2016	SOLD 15,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	15,222 66	(14,916.88)	0.00	305.78

Fuller E. Callaway Foundation
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Date	Description	Description 2	Cash Proceeds	Tax Cost	Gains/Losses	
					Long Term	Short Term
7/5/2016	SOLD 4,000 PAR VALUE OF	ORACLE CORP 1.200% 10/15/17	4,011.40	(3,937 70)	73.70	0 00
7/5/2016	SOLD 6,000 PAR VALUE OF	ORACLE CORP 2.375% 1/15/19	6,178 80	(5,955.42)	223.38	0.00
7/5/2016	SOLD 4,000 PAR VALUE OF	U.S. TREASURY NOTES 1.625% 5/15/26	4,055.78	(3,965.00)	0 00	90 78
7/5/2016	SOLD 15,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	15,155 86	(14,868 75)	0.00	287.11
7/6/2016	SOLD 3,000 PAR VALUE OF	DEUTSCHE BANK AG MTN 2.850% 5/10/19	3,003 27	(2,999.91)	0.00	3.36
7/6/2016	SOLD 3,000 PAR VALUE OF	DEUTSCHE BANK AG 4.100% 1/13/26	2,983.38	(3,003.96)	0.00	(20.58)
7/6/2016	SOLD 40.91 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	40.91	(40.91)	0.00	0 00
7/7/2016	SOLD 30,916.59 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	30,916 59	(30,916.59)	0.00	0.00
7/7/2016	TENDER OFFER	4,000 PAR VALUE OF	4,045.20	(4,156 00)	(110.80)	0 00
7/7/2016	TENDER OFFER	4,000 SHARES/PAR VALUE OF	41.81	0.00	41 81	0.00
7/15/2016	SOLD 6,000 PAR VALUE OF	BANK OF AMERICA MTN 4.450% 3/03/26	6,381 66	(6,000 00)	0.00	381 66
7/15/2016	SOLD 12,000 PAR VALUE OF	COMCAST CORP 3 375% 2/15/25	13,004.52	(12,007.32)	997 20	0 00
7/18/2016	SOLD 4,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	4,058.59	(4,058.40)	0.00	0.19
7/18/2016	SOLD 6,000 PAR VALUE OF	BANK OF AMER CRP V-Q 6.300% 12/29/49	6,525 00	(6,000 00)	0.00	525.00
7/18/2016	SOLD 3,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 5/15/26	3,043.59	(3,042 65)	0 00	0 94
7/19/2016	SOLD 15,006.12 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	15,006.12	(15,006.12)	0.00	0.00
7/21/2016	SOLD 29,000 PAR VALUE OF	U S TREASURY NOTES 1.625% 5/15/26	29,103 09	(28,870 59)	0.00	232 50
7/21/2016	SOLD 731.31 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	731.31	(731 31)	0 00	0 00
7/22/2016	SOLD 2,000 PAR VALUE OF	EXXON MOBIL CORP 1.912% 3/06/20	2,038 08	(2,000.00)	38.08	0.00
7/22/2016	SOLD 5,000 PAR VALUE OF	SHELL INTL FIN 1.875% 5/10/21	5,047 05	(4,972 75)	0 00	74.30
7/22/2016	SOLD 7,000 PAR VALUE OF	EXXON MOBIL CORP 3 043% 3/01/26	7,463.68	(7,000 00)	0.00	463.68
7/22/2016	SOLD 6,000 PAR VALUE OF	SHELL INTERNATIONAL 3 250% 5/11/25	6,335 46	(5,981.70)	353.76	0 00
7/22/2016	SOLD 5,000 PAR VALUE OF	SHELL INTL FIN 2.875% 5/10/26	5,132 60	(4,983 60)	0 00	149 00
7/22/2016	SOLD 1,152.75 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,152.75	(1,152 75)	0.00	0.00
7/25/2016	SOLD 11,000 PAR VALUE OF	CONOCOPHILLIPS CO 4 950% 3/15/26	12,541.87	(11,008 44)	0.00	1,533 43
7/27/2016	SOLD 3,000 PAR VALUE OF	DELPHI AUTOMOTIVE 4 250% 1/15/26	3,253 77	(2,998 26)	0 00	255.51
7/27/2016	SOLD 2,000 PAR VALUE OF	DELPHI AUTOMOTIVE 4.250% 1/15/26	2,171 50	(1,998.84)	0 00	172 66
7/28/2016	SOLD 5,000 PAR VALUE OF	BHP BILLITON FIN USA 3.850% 9/30/23	5,494 70	(5,165 15)	329 55	0 00
7/29/2016	SOLD 40,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	40,000 00	(40,000 00)	0 00	0.00
7/29/2016	SOLD 2,000 PAR VALUE OF	U.S. TREASURY NOTES 1.625% 5/15/26	2,008.05	(2,013.75)	0 00	(5 70)
7/29/2016	SOLD 9,000 PAR VALUE OF	U S TREASURY NOTES 1.375% 2/29/20	9,123.05	(9,164 88)	0 00	(41 83)
7/29/2016	SOLD 5,000 PAR VALUE OF	KEYCORP MTN 2.900% 9/15/20	5,206 45	(4,999 10)	0.00	207.35
7/29/2016	SOLD 14,266.97 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	14,266 97	(14,266.97)	0 00	0.00
8/1/2016	SOLD 5,000 PAR VALUE OF	VERIZON COMMUNICATIO 3.500% 11/01/24	5,368 00	(5,312 85)	0.00	55.15
8/1/2016	SOLD 2,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	2,022.03	(2,013 75)	0 00	8 28
8/2/2016	SOLD 6,982.24 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	6,982.24	(6,982.24)	0 00	0 00

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					Gains/Losses	
Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
8/5/2016	SOLD 4,000 PAR VALUE OF	SOUTHWEST AIRLINES 2 650% 11/05/20	4,118.80	(3,996 28)	0.00	122.52
8/5/2016	SOLD 6,000 PAR VALUE OF	MAGNA INTL INC 4.150% 10/01/25	6,551.94	(5,990.94)	0.00	561.00
8/5/2016	SOLD 4,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 2/29/20	4,066.25	(3,983.75)	82.50	0 00
8/5/2016	SOLD 3,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 2/29/20	3,048.87	(2,987 81)	61.06	0.00
8/5/2016	SOLD 6,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 5/15/26	6,043.83	(6,046.72)	0.00	(2 89)
8/8/2016	SOLD 5,000 PAR VALUE OF	EOG RESOURCES INC 4.150% 1/15/26	5,396.60	(4,992.70)	0.00	403.90
8/11/2016	SOLD 5,977.44 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	5,977.44	(5,977.44)	0.00	0.00
8/12/2016	SOLD 16,000 PAR VALUE OF	U.S TREASURY NOTES 1.625% 5/15/26	16,124.38	(16,110.01)	0.00	14.37
8/12/2016	SOLD 802.2 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	802.20	(802.20)	0 00	0 00
8/17/2016	SOLD 192,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 5/15/26	192,570.00	(190,187.30)	0.00	2,382.70
8/25/2016	PAID DOWN 28.16 PAR VALUE OF	FNMA PL #AN2301 2 562% 7/01/26	28.21	(28 67)	0.00	(0.46)
9/1/2016	SOLD 45,000 PAR VALUE OF	U S. TREASURY NOTES 0 875% 7/15/17	45,091.41	(45,110 74)	0.00	(19.33)
9/1/2016	SOLD 14,685.12 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	14,685.12	(14,685.12)	0.00	0.00
9/12/2016	SOLD 5,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 2/29/20	5,070.12	(4,979.69)	90 43	0.00
9/12/2016	SOLD 14,000 PAR VALUE OF	U.S. TREASURY NOTES 1 500% 8/15/26	13,955.16	(13,899.39)	0.00	55.77
9/13/2016	SOLD 12,000 PAR VALUE OF	U.S TREASURY NOTES 1.500% 8/15/26	11,874.84	(11,913.76)	0.00	(38.92)
9/14/2016	SOLD 7,000 PAR VALUE OF	AIR LEASE CORP 2.625% 9/04/18	7,035.00	(6,976.55)	58 45	0 00
9/14/2016	SOLD 6,000 PAR VALUE OF	U.S TREASURY NOTES 1 500% 8/15/26	5,908.13	(5,956.88)	0.00	(48.75)
9/15/2016	SOLD 13,721.58 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	13,721.58	(13,721.58)	0 00	0.00
9/16/2016	SOLD 5,000 PAR VALUE OF	BP CAPITAL PLC 2 248% 11/01/16	5,007.40	(5,000 00)	7.40	0 00
9/16/2016	SOLD 4,000 PAR VALUE OF	U.S TREASURY NOTES 1.500% 8/15/26	3,917 50	(3,971.26)	0.00	(53.76)
9/16/2016	SOLD 291,000 PAR VALUE OF	U.S TREASURY NOTES 1 500% 10/31/19	296,092.50	(290,663 79)	5,423.71	5 00
9/16/2016	SOLD 85,000 PAR VALUE OF	U S TREASURY NOTES 1.500% 8/15/26	83,353.13	(84,389.17)	0.00	(1,036.04)
9/16/2016	SOLD 205,000 PAR VALUE OF	U S TREASURY NOTES 0.625% 9/30/17	204,863.87	(204,531.92)	331.95	0 00
9/19/2016	SOLD 4,000 PAR VALUE OF	EOG RESOURCES INC 4.150% 1/15/26	4,336.16	(3,994.16)	0.00	342.00
9/19/2016	SOLD 12,000 PAR VALUE OF	U.S. TREASURY NOTES 1.500% 8/15/26	11,790 47	(11,913 76)	0.00	(123.29)
9/19/2016	SOLD 1,813 24 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,813.24	(1,813.24)	0.00	0.00
9/20/2016	SOLD 6,000 PAR VALUE OF	U.S TREASURY NOTES 1.500% 8/15/26	5,886.80	(5,956.88)	0.00	(70 08)
9/20/2016	SOLD 19,943.59 PAR VALUE OF	FNMA PL #AN2301 2.562% 7/01/26	20,418.03	(20,305.07)	0.00	112.96
9/22/2016	SOLD 2,000 PAR VALUE OF	U.S TREASURY NOTES 1.500% 8/15/26	1,964.69	(1,985.63)	0.00	(20.94)
9/22/2016	SOLD 11,000 PAR VALUE OF	ACTIVISION BLIZZARD 3 400% 9/15/26	10,957.54	(10,991 75)	0.00	(34.21)
9/22/2016	SOLD 4,000 PAR VALUE OF	U.S TREASURY NOTES 1.500% 8/15/26	3,949 19	(3,971 26)	0 00	(22.07)
9/23/2016	SOLD 3,995 24 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	3,995.24	(3,995.24)	0.00	0.00
9/28/2016	SOLD 10,976.9 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	10,976 90	(10,976 90)	0.00	0.00
10/3/2016	SOLD 59,000 PAR VALUE OF	U.S TREASURY NOTES 0.625% 9/30/17	58,979 26	(58,789.46)	189 80	0.00
10/3/2016	MATURED 4,000 PAR VALUE OF	INTEL CORP 1.950% 10/01/16	4,000.00	(3,993 88)	6.12	

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10/4/2016	SOLD 5,000 PAR VALUE OF	U.S. TREASURY NOTES 1 500% 8/15/26	4,971.68	(4,964.07)	0.00	7.61
10/6/2016	SOLD 4,000 PAR VALUE OF	U S. TREASURY NOTES 1 500% 8/15/26	3,955.00	(3,971 25)	0.00	(16.25)
10/11/2016	SOLD 6,000 PAR VALUE OF	WOODSIDE FINANCE LTD 3.650% 3/05/25	6,022.32	(5,996.52)	25 80	0.00
10/11/2016	SOLD 3,773.57 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	3,773.57	(3,773.57)	0.00	0.00
10/13/2016	SOLD 102,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	102,000 00	(102,000 00)	0.00	0.00
10/13/2016	SOLD 44,000 PAR VALUE OF	U.S. TREASURY NOTES 1.375% 2/29/20	44,372.97	(44,442.35)	200 63	(270.01)
10/13/2016	SOLD 18,000 PAR VALUE OF	U.S TREASURY NOTES 0.750% 8/15/19	17,865.00	(17,947.27)	0.00	(82.27)
10/13/2016	SOLD 22,000 PAR VALUE OF	U S. TREASURY NOTES 1.500% 8/15/26	21,453 44	(21,841 90)	0.00	(388.46)
10/13/2016	SOLD 20,000 PAR VALUE OF	U.S TREASURY NOTES 0.625% 9/30/17	19,985.94	(19,976.54)	9.40	0.00
10/19/2016	SOLD 3,000 PAR VALUE OF	PHILLIPS 66 PTNRS LP 3.605% 2/15/25	3,039.27	(2,999.01)	40.26	0.00
10/21/2016	SOLD 7,000 PAR VALUE OF	CITIGROUP INC 2.350% 8/02/21	7,003.99	(6,995 10)	0.00	8 89
10/21/2016	SOLD 1,010.98 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,010.98	(1,010.98)	0.00	0.00
10/25/2016	SOLD 115,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	115,000.00	(115,000 00)	0.00	0.00
10/25/2016	SOLD 23,000 PAR VALUE OF	U.S. TREASURY NOTES 1.500% 8/15/26	22,504.96	(22,694.63)	0.00	(189 67)
10/25/2016	SOLD 7,000 PAR VALUE OF	U.S TREASURY NOTES 1.500% 8/15/26	6,844.14	(6,860.55)	0.00	(16.41)
10/25/2016	SOLD 12,000 PAR VALUE OF	U S. TREASURY NOTES 1.625% 7/31/20	12,215.16	(12,269 06)	0.00	(53.90)
10/25/2016	SOLD 135,000 PAR VALUE OF	U S. TREASURY NOTES 1.375% 2/29/20	136,318.36	(136,100 50)	0.00	217 86
10/27/2016	SOLD 6,000 PAR VALUE OF	US BANCORP MTN 3 600% 9/11/24	6,496.59	(5,987.52)	506.07	0.00
10/28/2016	SOLD 2,000 PAR VALUE OF	AT&T INC 3 950% 1/15/25	2,100.82	(2,049 28)	3 00	51.54
10/31/2016	SOLD 4,375 75 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	4,375.75	(4,375 75)	0.00	0 00
11/1/2016	SOLD 1,000 PAR VALUE OF	REINSURANCE GRP MTN 4.700% 9/15/23	1,089 08	(1,029.96)	59 12	0.00
11/1/2016	SOLD 35,000 PAR VALUE OF	U.S TREASURY NOTES 0 625% 9/30/17	34,983.59	(34,961.82)	21.77	0.00
11/1/2016	SOLD 17,643.5 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	17,643 50	(17,643.50)	0.00	0.00
11/3/2016	SOLD 2,000 PAR VALUE OF	TORONTO DOM BK V-S 3.625% 9/15/31	1,998.62	(1,996.50)	0 00	2.12
11/8/2016	SOLD 4,000 PAR VALUE OF	LEAR CORP 4.750% 1/15/23	4,160 00	(4,000.00)	160.00	0 00
11/9/2016	SOLD 6,000 PAR VALUE OF	VERIZON COMM INC 2 625% 8/15/26	5,763.18	(5,984 70)	0 00	(221.52)
11/9/2016	SOLD 7,000 PAR VALUE OF	CELGENE CORP 3 875% 8/15/25	7,319 97	(6,932.38)	387.59	0.00
11/9/2016	SOLD 10,000 PAR VALUE OF	DIAMOND 1 FIN 6.020% 6/15/26	10,796.20	(10,253 80)	0.00	542.40
11/9/2016	SOLD 16,000 PAR VALUE OF	ANHEUSER-BUSCH 3 650% 2/01/26	16,864.64	(15,973.28)	0.00	891.36
11/9/2016	SOLD 7,000 PAR VALUE OF	AT&T INC 3.400% 5/15/25	6,979.42	(7,010 24)	0.10	(30 92)
11/9/2016	SOLD 5,000 PAR VALUE OF	CVS HEALTH CORP 3.875% 7/20/25	5,346.25	(4,960.30)	385.95	0.00
11/9/2016	SOLD 8,000 PAR VALUE OF	FORTIVE CORP 3.150% 6/15/26	8,128.00	(7,971 52)	0.00	156.48
11/9/2016	SOLD 6,000 PAR VALUE OF	U S. TREASURY NOTES 0.750% 8/15/19	5,971 41	(5,980.43)	0.00	(9.02)
11/10/2016	SOLD 11,555 75 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	11,555.75	(11,555 75)	0.00	0 00
11/17/2016	SOLD 43,440.2 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	43,440 20	(43,440.20)	0 00	0.00
11/18/2016	SOLD 7,000 PAR VALUE OF	U.S TREASURY NOTES 1.500% 8/15/26	6,544.45	(6,829 22)	0.00	(284.77)

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11/18/2016	SOLD 39,000 PAR VALUE OF	U.S. TREASURY NOTES 1.500% 8/15/26	36,405.59	(38,043.29)	0.00	(1,637.70)
11/21/2016	SOLD 10,000 PAR VALUE OF	U.S. TREASURY NOTES 1.500% 8/15/26	9,337.11	(9,738 24)	0.00	(401.13)
11/21/2016	SOLD 2,732 62 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	2,732.62	(2,732.62)	0.00	0.00
11/23/2016	SOLD 7,000 PAR VALUE OF	WOODSIDE FINANCE LTD 3.700% 9/15/26	6,730.43	(7,000.72)	0 00	(270.29)
11/23/2016	SOLD 2,000 PAR VALUE OF	CC HOLDINGS GS V 3.849% 4/15/23	2,042 62	(1,932.24)	110.38	0.00
11/23/2016	SOLD 4,000 PAR VALUE OF	RIO TINTO FIN LTD 3.750% 6/15/25	4,130 24	(4,283 50)	0.00	(153.26)
11/23/2016	SOLD 2,000 PAR VALUE OF	AMERICAN TOWER CORP 5.000% 2/15/24	2,149.02	(1,997.76)	151 26	0.00
11/23/2016	SOLD 1,000 PAR VALUE OF	DIGITAL REALTY TRST 4.750% 10/01/25	1,047.39	(1,012 34)	0.00	35 05
11/23/2016	SOLD 3,000 PAR VALUE OF	ENSCO PLC 5 200% 3/15/25	2,417.25	(2,610.00)	(192 75)	0.00
11/23/2016	SOLD 3,000 PAR VALUE OF	GENERAL MOTORS CO 4 000% 4/01/25	2,920.20	(2,978.19)	(57.99)	0.00
11/23/2016	SOLD 2,000 PAR VALUE OF	ANADARKO PETROLEUM 3.450% 7/15/24	1,920 56	(1,952 30)	0.00	(31.74)
11/23/2016	SOLD 2,000 PAR VALUE OF	LAZARD GROUP LLC 3.750% 2/13/25	1,978.18	(1,958.45)	19 73	0.00
11/23/2016	SOLD 2,000 PAR VALUE OF	ENLINK MIDSTREAM 4 150% 6/01/25	1,895.16	(1,924.24)	0.00	(29.08)
11/23/2016	SOLD 2,000 PAR VALUE OF	HOWARD HUGHES MEDICL 3.500% 9/01/23	2,088.66	(1,995.86)	92.80	0.00
11/23/2016	SOLD 5,000 PAR VALUE OF	NUSTAR LOGISTICS 4.800% 9/01/20	5,006.25	(5,100.00)	(93.75)	0.00
11/23/2016	SOLD 2,000 PAR VALUE OF	ACE INA HOLDINGS 2.875% 11/03/22	2,021.40	(1,997.48)	23.92	0.00
11/23/2016	SOLD 2,000 PAR VALUE OF	APACHE CORP 3 250% 4/15/22	2,007 74	(1,819 91)	0.00	187 83
11/23/2016	SOLD 1,000 PAR VALUE OF	BP CAPITAL MARKETS 2 112% 9/16/21	981.46	(1,000.00)	0.00	(18 54)
11/23/2016	SOLD 1,000 PAR VALUE OF	DIGITAL REALTY TR LP 3 950% 7/01/22	1,033 63	(997 99)	35 64	0.00
11/23/2016	SOLD 2,000 PAR VALUE OF	GEN ELECTRIC CO 2 700% 10/09/22	2,018 44	(1,995 30)	23.14	0 00
11/23/2016	SOLD 1,000 PAR VALUE OF	JPMORGAN CHASE MTN 2.295% 8/15/21	983.60	(1,001.73)	0 00	(18.13)
11/23/2016	SOLD 2,000 PAR VALUE OF	MORGAN STANLEY 2 650% 1/27/20	2,014.50	(1,998.24)	16.26	0 00
11/23/2016	SOLD 2,000 PAR VALUE OF	SCHLUMBERGER HLDGS 3.000% 12/21/20	2,033.98	(1,995 48)	0 00	38.50
11/23/2016	SOLD 3,000 PAR VALUE OF	NEWMONT MINING CORP 3.500% 3/15/22	3,086.73	(2,705.39)	381.34	0.00
11/23/2016	SOLD 1,000 PAR VALUE OF	SHELL INTL FIN 1.750% 9/12/21	967.44	(996 53)	0.00	(29.09)
11/23/2016	SOLD 2,000 PAR VALUE OF	MATTEL INC 2.350% 8/15/21	1,967.24	(2,002.98)	0.00	(35 74)
11/23/2016	SOLD 1,698 06 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,698 06	(1,698 06)	0.00	0 00
11/23/2016	SOLD 2,000 PAR VALUE OF	ABBVIE INC 3.600% 5/14/25	1,982.38	(1,996.50)	(14 12)	0.00
11/23/2016	SOLD 2,000 PAR VALUE OF	INTEL CORP 3.700% 7/29/25	2,110.80	(1,997 02)	113.78	0 00
11/23/2016	SOLD 5,000 PAR VALUE OF	AETNA INC 3 200% 6/15/26	4,882 90	(5,004.65)	0 00	(121.75)
11/23/2016	SOLD 2,000 PAR VALUE OF	HESS CORP 4.300% 4/01/27	1,888 24	(1,995 80)	0.00	(107 56)
11/23/2016	SOLD 2,000 PAR VALUE OF	ACTIVISION BLIZZARD 3.400% 9/15/26	1,904.58	(1,998.50)	0.00	(93.92)
11/23/2016	SOLD 3,000 PAR VALUE OF	MORGAN STANLEY MTN 3.950% 4/23/27	2,971.62	(2,989 20)	(17.58)	0.00
11/23/2016	SOLD 3,000 PAR VALUE OF	MOLSON COORS BREWING 3.000% 7/15/26	2,804 61	(2,995.35)	0 00	(190.74)
11/23/2016	SOLD 6,000 PAR VALUE OF	BOSTON PROPERTIES LP 3.650% 2/01/26	5,987.70	(6,032 52)	0 00	(44.82)
11/23/2016	SOLD 7,000 PAR VALUE OF	TEVA PHARMACEUTICALS 3.150% 10/01/26	6,471.99	(6,981.38)	0 00	(509 39)

Fuller E. Callaway Foundation
Account: SunTrust Fixed Income
Dates: 01/01/2016 to 12/31/2016
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

					Gains/Losses	
Date	**Description**	**Description 2**	**Cash Proceeds**	**Tax Cost**	**Long Term**	**Short Term**
11/23/2016	SOLD 2,000 PAR VALUE OF	XYLEM INC 3 250% 11/01/26	1,935.02	(1,995.88)	0.00	(60.86)
11/23/2016	SOLD 2,000 PAR VALUE OF	SHIRE ACQ INV IRELAN 3.200% 9/23/26	1,882.12	(1,997 62)	0.00	(115.50)
11/23/2016	SOLD 1,000 PAR VALUE OF	SHELL INTL FIN 2 500% 9/12/26	933.60	(989 85)	0.00	(56.25)
11/23/2016	SOLD 4,000 PAR VALUE OF	COMCAST CORP 2.350% 1/15/27	4,051.96	(4,019.32)	0.00	32.64
11/23/2016	SOLD 3,000 PAR VALUE OF	ORACLE CORP 2.650% 7/15/26	2,855 52	(2,988.72)	0.00	(133 20)
12/1/2016	SOLD 56,000 PAR VALUE OF	U S. TREASURY NOTES 0 625% 9/30/17	55,914.69	(55,914.69)	0.00	0.00
12/1/2016	SOLD 13,536.71 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	13,536.71	(13,536.71)	0.00	0.00
12/2/2016	SOLD 3,000 PAR VALUE OF	U.S TREASURY NOTES 2.000% 11/15/26	2,920 31	(2,935.55)	0.00	(15 24)
12/2/2016	SOLD 8,000 PAR VALUE OF	U S. TREASURY NOTES 2 000% 11/15/26	7,786.25	(7,828 12)	0.00	(41.87)
12/5/2016	SOLD 7,000 PAR VALUE OF	U S. TREASURY NOTES 2.000% 11/15/26	6,764.02	(6,849.61)	0 00	(85 59)
12/5/2016	SOLD 15,000 PAR VALUE OF	U.S TREASURY NOTES 2.000% 11/15/26	14,501 37	(14,677.74)	0 00	(176.37)
12/5/2016	SOLD 3,000 PAR VALUE OF	MATTEL INC 2.350% 8/15/21	2,939 76	(2,996 46)	0.00	(56.70)
12/5/2016	SOLD 5,559.13 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	5,559.13	(5,559 13)	0.00	0.00
12/6/2016	SOLD 19,000 PAR VALUE OF	AETNA INC 3 200% 6/15/26	18,496.50	(19,017 67)	0.00	(521.17)
12/6/2016	SOLD 10,000 PAR VALUE OF	U.S. TREASURY NOTES 2.000% 11/15/26	9,610.94	(9,737 58)	0 00	(126 64)
12/7/2016	SOLD 2,000 PAR VALUE OF	ERAC USA FINANCE LLC 3.850% 11/15/24	2,036.98	(1,996.60)	40.38	0.00
12/7/2016	SOLD 3,000 PAR VALUE OF	GEN ELEC CAP CRP MTN 3.450% 5/15/24	3,092.37	(3,097.35)	0 00	(4.98)
12/7/2016	SOLD 4,000 PAR VALUE OF	U.S TREASURY NOTES 2.000% 11/15/26	3,864.84	(3,882 34)	0.00	(17 50)
12/7/2016	SOLD 4,000 PAR VALUE OF	U.S TREASURY NOTES 1 625% 7/31/20	4,001.56	(4,089 69)	0.00	(88.13)
12/8/2016	SOLD 8,000 PAR VALUE OF	U.S TREASURY NOTES 2.000% 11/15/26	7,776.56	(7,766.54)	0.00	10 02
12/8/2016	SOLD 10,178.62 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	10,178.62	(10,178 62)	0 00	0 00
12/9/2016	SOLD 5,000 PAR VALUE OF	ACTIVISION BLIZZARD 3 400% 9/15/26	4,869.86	(4,996 25)	0.00	(126 39)
12/9/2016	SOLD 7,109.29 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	7,109 29	(7,109.29)	0.00	0 00

Total Gains/Losses for SunTrust Fixed Income Account - Part IV, Form 990 PF $28,621 93

Fuller E. Callaway Foundation
Account: SunTrust Core Equities
Dates: 01/01/16 to 12/31/16
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

Date	Description	Cash Proceeds	Tax Cost	Gain/Losses	
				Long Term	Short Term
2/29/2016	LITIGATION PROCEEDS	45.10	0.00	45.10	0.00

Total Gains/Losses for SunTrust Core Equities Account - Part IV, Form 990 PF $45.10

Fuller E. Callaway Foundation
Account: SunTrust Miscellaneous Funds
Dates: 01/01/16 to 12/31/16
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

Date	Description	Description 2	Cash Proceeds	Tax Cost	Gains/Losses Long Term	Short Term
1/11/2016	SOLD 1,707 3 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,707 30	(1,707 30)	0 00	0 00
2/8/2016	SOLD 1,655 81 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,655 81	(1,655 81)	0 00	0 00
2/22/2016	SOLD 7,880 SHARES OF	ISHARES RUSSELL 2000 VALUE ETF	664,938 51	(566,853 42)	98,085 09	0 00
3/8/2016	SOLD 1,650 23 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,650 23	(1,650 23)	0 00	0 00
3/23/2016	SOLD 100,906 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	100,906 00	(100,906 00)	0 00	0 00
3/31/2016	BASIS ADJUSTMENT		0 00	(100 00)	(100 00)	0 00
4/1/2016	SOLD 100,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	100,000 00	(100,000 00)	0 00	0 00
4/8/2016	SOLD 1,711 51 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,711 51	(1,711 51)	0 00	0 00
4/20/2016	SOLD 1,135 593 SHARES OF	JOHN HANCOCK III-DISCPLN V-I	20,100 00	(19,804 74)	0 00	295 26
4/20/2016	SOLD 1,440 985 SHARES OF	T ROWE PRICE INST L/C GRWTH	39,800 00	(43,517 75)	0 00	(3,717 75)
4/20/2016	SOLD 1,091 019 SHARES OF	VULCAN VALUE PART SM CAP	17,738 00	(16,474 39)	0 00	1,263 61
4/20/2016	SOLD 520 034 SHARES OF	INVESCO SMALL CAP GROWTH-R5	18,300 00	(19,097 39)	(830 64)	33 25
4/21/2016	SOLD 553 59 SHARES OF	VANGUARD INST INDEX-INST	106,400 00	(85,498 79)	18,812 95	2,088 26
4/22/2016	SOLD 374,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	374,000 00	(374,000 00)	0 00	0 00
4/22/2016	SOLD 680 SHARES OF	ISHARES RUSSELL 1000 VALUE ETF	69,017 54	(69,675 82)	(658 28)	0 00
4/22/2016	SOLD 230 SHARES OF	ISHARES RUSSELL MIDCAP GRWTH ETF	21,461 82	(15,264 95)	6,196 87	0 00
4/22/2016	SOLD 280 SHARES OF	ISHARES RUSSELL MIDCAP VALUE ETF	20,321 14	(13,507 98)	6,813 16	0 00
4/22/2016	SOLD 575 SHARES OF	ISHARES RUSSELL 1000 GROWTH ETF	58,267 84	(35,102 95)	23,164 89	0 00
4/22/2016	SOLD 20 SHARES OF	ISHARES RUSSELL 2000 GROWTH ETF	2,721 74	(1,856 66)	865 08	0 00
5/9/2016	SOLD 1,720 62 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,720 62	(1,720 62)	0 00	0 00
6/8/2016	SOLD 1,733 61 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,733 61	(1,733 61)	0 00	0 00
6/24/2016	SOLD 44,738 465 SHARES OF	JOHN HANCOCK III-DISCPLN V-I	791,870 83	(754,785 20)	36,835 86	249 77
6/28/2016	SOLD 395,329 03 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	395,329 03	(395,329 03)	0 00	0 00
6/29/2016	SOLD 806 365 SHARES OF	VANGUARD INST INDEX-INST	150,000 00	(110,826 34)	39,573 48	(399 82)
6/29/2016	SOLD 1,168 95 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,168 95	(1,168 95)	0 00	0 00
7/11/2016	SOLD 1,716 28 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,716 28	(1,716 28)	0 00	0 00
7/28/2016	SOLD 50,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	50,000 00	(50,000 00)	0 00	0 00
7/29/2016	SOLD 162 791 SHARES OF	RIDGEWORTH SEIX FLT HIGH INCOME-I	1,400 00	(1,470 00)	(70 00)	0 00
7/29/2016	SOLD 207 128 SHARES OF	DFA US L/C VALUE PORTFOLIO	6,800 00	(6,696 45)	0 00	103 55
7/29/2016	SOLD 343 072 SHARES OF	INVESCO SMALL CAP GROWTH-R5	12,800 00	(12,017 82)	0 00	782 18
7/29/2016	SOLD 943 462 SHARES OF	T ROWE PRICE INST L/C GRWTH	27,200 00	(28,492 55)	0 00	(1,292 55)
7/29/2016	SOLD 722 679 SHARES OF	VULCAN VALUE PART SM CAP	12,300 00	(10,912 45)	0 00	1,387 55
8/1/2016	SOLD 354 054 SHARES OF	VANGUARD INST INDEX-INST	70,400 00	(45,853 54)	24,546 46	0 00
8/2/2016	SOLD 209,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	209,000 00	(209,000 00)	0 00	0 00
8/2/2016	SOLD 15 SHARES OF	ISHARES RUSSELL 2000 GROWTH ETF	2,182 90	(1,392 49)	790 41	0 00
8/2/2016	SOLD 155 SHARES OF	ISHARES RUSSELL MIDCAP GRWTH ETF	15,161 76	(10,233 94)	4,927 82	0 00
8/2/2016	SOLD 380 SHARES OF	ISHARES RUSSELL 1000 GROWTH ETF	39,724 33	(23,198 47)	16,525 86	0 00
8/2/2016	SOLD 185 SHARES OF	ISHARES RUSSELL MIDCAP VALUE ETF	14,176 24	(8,924 92)	5,251 32	0 00
8/2/2016	SOLD 510 SHARES OF	ISHARES RUSSELL 1000 VALUE ETF	53,737 52	(52,918 06)	0 00	819 46
8/2/2016	SOLD 45 SHARES OF	ISHARES IBOXX USD HIGH YIELD	3,839 76	(4,117 95)	(278 19)	0 00
8/8/2016	SOLD 1,749 91 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,749 91	(1,749 91)	0 00	0 00
9/9/2016	SOLD 1,750 4 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,750 40	(1,750 40)	0 00	0 00
10/11/2016	SOLD 1,965 85 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,965 85	(1,965 85)	0 00	0 00
10/13/2016	SOLD 364,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	364,000 00	(364,000 00)	0 00	0 00
10/13/2016	SOLD 532 4 SHARES OF	DFA US L/C VALUE PORTFOLIO	17,500 00	(17,242 96)	0 00	257 04

Fuller E. Callaway Foundation
Account: SunTrust Miscellaneous Funds
Dates: 01/01/16 to 12/31/16
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

Date	Description	Description 2	Cash Proceeds	Tax Cost	Gains/Losses Long Term	Gains/Losses Short Term
10/13/2016	SOLD 415 704 SHARES OF	RIDGEWORTH SEIX FLT HIGH INCOME-I	3,600 00	(3,748 77)	(148.77)	0.00
10/13/2016	SOLD 916 202 SHARES OF	VANGUARD INST INDEX-INST	179,200 00	(125,900 61)	53,274 07	25 32
10/13/2016	SOLD 2,451 456 SHARES OF	T ROWE PRICE INST L/C GRWTH	70,700 00	(74,033 97)	0 00	(3,333.97)
10/13/2016	SOLD 1,864 896 SHARES OF	VULCAN VALUE PART SM CAP	32,300 00	(28,159 93)	0 00	4,140 07
10/13/2016	SOLD 886 11 SHARES OF	INVESCO SMALL CAP GROWTH-R5	33,300 00	(31,040 44)	0 00	2,259 56
10/17/2016	SOLD 300,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	300,000 00	(300,000 00)	0 00	0 00
10/17/2016	SOLD 395 SHARES OF	ISHARES RUSSELL MIDCAP GRWTH ETF	37,441 94	(26,080 03)	11,361 91	0 00
10/17/2016	SOLD 980 SHARES OF	ISHARES RUSSELL 1000 GROWTH ETF	100,569 13	(59,827 63)	40,741 50	0 00
10/17/2016	SOLD 120 SHARES OF	ISHARES IBOXX USD HIGH YIELD	10,418 93	(10,981 19)	(562 26)	0 00
10/17/2016	SOLD 35 SHARES OF	ISHARES RUSSELL 2000 GROWTH ETF	5,107 78	(3,249 15)	1,858 63	0 00
10/17/2016	SOLD 475 SHARES OF	ISHARES RUSSELL MIDCAP VALUE ETF	35,695 14	(22,915 33)	12,779 81	0 00
10/17/2016	SOLD 1,320 SHARES OF	ISHARES RUSSELL 1000 VALUE ETF	137,844 33	(136,964 39)	0 00	879 94
10/25/2016	SOLD 1,011 384 SHARES OF	VANGUARD INST INDEX-INST	199,000 00	(130,984 35)	68,015 65	0 00
10/25/2016	SOLD 2,685 248 SHARES OF	T ROWE PRICE INST L/C GRWTH	79,000 00	(81,094 49)	0 00	(2,094 49)
10/25/2016	SOLD 971 185 SHARES OF	INVESCO SMALL CAP GROWTH-R5	36,400 00	(25,916 07)	9,691 75	792 18
10/25/2016	SOLD 2,057 803 SHARES OF	VULCAN VALUE PART SM CAP	35,600 00	(31,072 83)	0 00	4,527 17
10/25/2016	SOLD 460 299 SHARES OF	RIDGEWORTH SEIX FLT HIGH INCOME-I	4,000 00	(4,143 31)	(143 31)	0 00
10/25/2016	SOLD 583 587 SHARES OF	DFA US L/C VALUE PORTFOLIO	19,200 00	(18,867 37)	0 00	332 63
10/27/2016	SOLD 735,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	735,000 00	(735,000 00)	0 00	0 00
10/27/2016	SOLD 130 SHARES OF	ISHARES IBOXX USD HIGH YIELD	11,358 96	(11,896 28)	(537 32)	0 00
10/27/2016	SOLD 435 SHARES OF	ISHARES RUSSELL MIDCAP GRWTH ETF	41,415 45	(28,721 05)	12,694 40	0 00
10/27/2016	SOLD 40 SHARES OF	ISHARES RUSSELL 2000 GROWTH ETF	5,788 67	(3,713 32)	2,075 35	0 00
10/27/2016	SOLD 525 SHARES OF	ISHARES RUSSELL MIDCAP VALUE ETF	39,652 38	(25,327 47)	14,324 91	0 00
10/27/2016	SOLD 1,080 SHARES OF	ISHARES RUSSELL 1000 GROWTH ETF	112,067 53	(65,932 49)	46,135 04	0 00
10/27/2016	SOLD 1,460 SHARES OF	ISHARES RUSSELL 1000 VALUE ETF	152,340 82	(151,490 91)	0 00	849 91
10/27/2016	PURCHASED 362,623 81 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	(362,623 81)	362,623 81	0 00	0 00
11/8/2016	SOLD 1,655 91 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,655 91	(1,655 91)	0 00	0 00
12/8/2016	SOLD 1,668 45 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	1,668 45	(1,668 45)	0 00	0 00

Total Gains/Losses for SunTrust Miscellaneous Funds Account - Part IV, Form 990 PF $562,261 63

Fuller E. Callaway Foundation
Account: SunTrust International Equities
Dates: 01/01/2016 to 12/31/2016
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

Date	Description	Description 2	Cash Proceeds	Tax Cost	Gains/Losses Long Term	Gains/Losses Short Term
1/5/2016	SOLD 4,049.68 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	4,049.68	(4,049 68)	0.00	0.00
2/5/2016	SOLD 0 04 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	0 04	(0.04)	0.00	0 00
4/5/2016	SOLD 3,784 68 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	3,784 68	(3,784.68)	0.00	0 00
4/20/2016	SOLD 1,866.438 SHARES OF	DFA INTERNATIONAL CORE EQTY	21,800.00	(23,946.40)	(2,146.40)	0.00
4/20/2016	SOLD 409 524 SHARES OF	OPPENHEIMER DEVELOPING MKT-Y	12,900 00	(13,239.91)	(339.91)	0 00
4/20/2016	SOLD 924 679 SHARES OF	ARTISAN INTL VALUE FUND-INV	30,200.00	(32,739.30)	(2,539.30)	0 00
4/20/2016	SOLD 686.567 SHARES OF	BRANDES INTL S/C EQUITY-I	9,200.00	(9,907.16)	(707.16)	0.00
4/20/2016	PURCHASED 74,100 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	(74,100.00)	74,100 00	0.00	0.00
4/22/2016	SOLD 76,067.86 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	76,067.86	(76,067.86)	0.00	0.00
4/22/2016	SOLD 55 SHARES OF	VANGUARD FTSE EMERGING MARKETS ETF	1,967.86	(2,402.95)	(435 09)	0.00
5/5/2016	SOLD 0.75 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	0.75	(0 75)	0.00	0 00
7/5/2016	SOLD 12,155.31 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	12,155.31	(12,155.31)	0.00	0.00
7/29/2016	SOLD 461.073 SHARES OF	BRANDES INTL S/C EQUITY-I	6,100.00	(6,653.28)	(553.28)	0.00
7/29/2016	SOLD 1,255.487 SHARES OF	DFA INTERNATIONAL CORE EQTY	14,300.00	(16,107 90)	(1,807.90)	0.00
7/29/2016	SOLD 275.797 SHARES OF	OPPENHEIMER DEVELOPING MKT-I	8,900.00	(8,922.43)	(22.43)	0.00
7/29/2016	SOLD 629.067 SHARES OF	ARTISAN INTL VALUE FUND-INV	20,300.00	(21,690.23)	(1,390.23)	0.00
8/2/2016	SOLD 51,072.83 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	51,072.83	(51,072 83)	0.00	0.00
8/2/2016	SOLD 40 SHARES OF	VANGUARD FTSE EMERGING MARKETS ETF	1,471 76	(1,747.60)	(275.84)	0.00
9/6/2016	SOLD 0.26 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	0.26	(0.26)	0.00	0.00
10/5/2016	SOLD 4,087.93 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	4,087.93	(4,087 93)	0.00	0 00
10/13/2016	SOLD 1,621 457 SHARES OF	ARTISAN INTL VALUE FUND-ADV	53,200.00	(55,154.56)	(2,026.71)	72 15
10/13/2016	SOLD 1,201 201 SHARES OF	BRANDES INTL S/C EQUITY-I	16,000.00	(17,333.33)	(1,333.33)	0 00
10/13/2016	SOLD 3,284 229 SHARES OF	DFA INTERNATIONAL CORE EQTY	37,900.00	(42,136 66)	(4,236.66)	0 00
10/13/2016	SOLD 712.192 SHARES OF	OPPENHEIMER DEVELOPING MKT-I	24,300.00	(23,040.43)	1,259.57	0.00
10/17/2016	SOLD 134,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	134,000.00	(134,000 00)	0.00	0 00
10/17/2016	SOLD 95 SHARES OF	VANGUARD FTSE EMERGING MARKETS ETF	3,539.63	(4,150.55)	(610.92)	0.00
10/25/2016	SOLD 1,784.094 SHARES OF	ARTISAN INTL VALUE FUND-ADV	59,000.00	(57,550.34)	825.52	624.14
10/25/2016	SOLD 1,324.503 SHARES OF	BRANDES INTL S/C EQUITY-I	18,000.00	(19,112.58)	(1,112 58)	0 00
10/25/2016	SOLD 781.75 SHARES OF	OPPENHEIMER DEVELOPING MKT-I	26,900.00	(25,290.73)	1,609.27	0.00
10/25/2016	SOLD 3,610.634 SHARES OF	DFA INTERNATIONAL CORE EQTY	42,100 00	(46,324.43)	(4,224.43)	0 00
10/27/2016	SOLD 150,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	150,000.00	(150,000.00)	0.00	0.00
10/27/2016	SOLD 105 SHARES OF	VANGUARD FTSE EMERGING MARKETS ETF	4,009.86	(4,587.45)	(577.59)	0.00
11/7/2016	SOLD 4 37 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	4.37	(4.37)	0 00	0.00
12/5/2016	SOLD 10,355.42 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	10,355.42	(10,355.42)	0.00	0 00

Total Gains/Losses for SunTrust International Account - Part IV, Form 990 PF $ (19,949 11)

Fuller E. Callaway Foundation
Account: SunTrust Alternative Funds
Dates: 01/01/2016 to 12/31/2016
Schedule for Part IV - Capital Gains and Losses

Form 990-PF
58-0566148

					Gains/Losses	
Date	Description	Description 2	Cash Proceeds	Tax Cost	Long Term	Short Term
3/24/2016	SOLD 14,656 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	14,656 00	(14,656.00)	0 00	0.00
3/24/2016	SOLD 6,594 SHARES OF	SPRINGHARBOUR2013 PRIV EQTY FD LP	6,594.00	(6,594.00)	0.00	0.00
5/6/2016	FED BASIS OF HARBOURVEST 2015 GLOBAL FUND L.P.	ADJUSTED BY $108.00-	0.00	(108.00)	(108.00)	0.00
6/20/2016	SOLD 10,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	10,000.00	(10,000.00)	0.00	0.00
6/23/2016	SOLD 2,501.02 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	2,501.02	(2,501.02)	0.00	0.00
8/11/2016	SOLD 20,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	20,000.00	(20,000.00)	0.00	0.00
9/23/2016	SOLD 5,605 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	5,605.00	(5,605.00)	0.00	0.00
9/23/2016	SOLD 4,395 SHARES OF	SPRINGHARBOUR2013 PRIV EQTY FD LP	4,395.00	(4,395.00)	0 00	0.00
10/20/2016	SOLD 7,500 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	7,500.00	(7,500.00)	0.00	0 00
10/31/2016	SOLD 15,131 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	15,131.00	(15,131.00)	0.00	0 00
11/21/2016	SOLD 10,000 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	10,000.00	(10,000.00)	0.00	0 00
12/15/2016	SOLD 7,348 SHARES OF	HARBOURVEST 2015 GLOBAL FUND L.P.	7,348.00	(7,348.00)	0 00	0 00
12/15/2016	SOLD -REV -7,348 SHARES OF	HARBOURVEST 2015 GLOBAL FUND L P	(7,348.00)	7,348.00	0 00	0.00
12/19/2016	SOLD 7,692 SHARES OF	SPRINGHARBOUR2013 PRIV EQTY FD LP	7,692.00	(7,692.00)	0.00	0 00
12/19/2016	PURCHASED 6,250 SHARES OF	SPRINGHARBOUR2013 PRIV EQTY FD LP	(6,250.00)	6,250 00	0 00	0 00
12/22/2016	SOLD 7,348 UNITS OF	FEDERATED TRSY OBLIG MM-I #68 FFS	7,348.00	(7,348.00)	0.00	0.00

Total Gains/Losses for SunTrust Alternative Funds Account - Part IV, Form 990 PF ($108.00)

HATTON LOVEJOY SCHOLARSHIP PLAN & APPLICATION

sponsored by Fuller E. Callaway Foundation - LaGrange, Georgia

PURPOSE

The purpose of the Scholarship Plan is to encourage and assist worthy young men and women to prepare themselves through college training for positions of community leadership and service.

SCHOLARSHIP AWARDS

A maximum of ten scholarships may be awarded each year under the Hatton Lovejoy Scholarship Plan. Not more than six awards may be made to any one sex.

The maximum amount of a scholarship award shall be $2,250.00 per semester of college attendance for 8 semesters, or a total maximum value per scholarship award of $18,000.00.

Students receiving scholarship awards may attend any college or university of their choice approved by the Hatton Lovejoy Scholarship Plan Committee. They will be expected to pursue a full course of study each quarter or semester during the period of the award.

The amount of any scholarship award shall not exceed the actual expenses of tuition, room, board, books and lab fees of the student as approved by the Hatton Lovejoy Scholarship Plan Committee. A recipient of a Lovejoy Scholarship award will not be permitted, without specific approval of the Hatton Lovejoy Scholarship Plan Committee, to accept any other scholarship funds or loans except from parents or legal guardian Such approval is routinely given, unless the total scholarships received would exceed the actual allowed school expenses.

Additional scholarship awards to substitute for vacancies in scholarships previously awarded may be made in the discretion of the Hatton Lovejoy Scholarship Plan Committee.

ELIGIBILITY REQUIREMENTS

Applicants for scholarship awards shall have been residents of Troup County, Georgia, for at least two years. Applicants for scholarship awards must be graduates of (or scheduled for graduation within six months) an accredited high school with a scholastic standing in the upper 25% of their class. Applicants for scholarship awards, while in college, must maintain a cumulative scholastic standing in the upper one-half of their college class.

WITHDRAWAL OF AWARDS

A scholarship award may be withdrawn if the original eligibility status of the student changes during the period of the award, except that the award may be continued through the school year during which such change in status occurs.
A scholarship award will be withdrawn if a cumulative scholastic standing in the upper one-half of the student's class is not

maintained, except that the award may be continued through the freshman year. A scholarship award will be withdrawn if the personal conduct of the student, in the opinion of the Scholarship Committee, becomes unsatisfactory

❦ APPLICATION

All applications must be returned to the Hatton Lovejoy Scholarship Plan Committee not later than the closing date shown on the application form. The official transcript of an applicant's high school record and other information requested on the application form must accompany the application.

Letters of reference are not desired as the Committee will make its own investigation.

❦ SELECTION OF SCHOLARSHIP AWARD STUDENTS

Responsibility for the selection of the applicants to receive scholarship awards will be vested in the Hatton Lovejoy Scholarship Plan Committee. The Committee will give consideration to the following factors when selecting a student for a scholarship award:

- College Board and intelligence test
- Scholastic record
- Financial needs
- Planned course of study
- Character
- Qualities of leadership
- Participation in student and community activities
- Cooperation with school authorities
- Personal interview by Scholarship Plan Committee or by designated representatives
- Other information obtained through investigation by the Committee
- Purpose in life

❦ ADMINISTRATION

The Hatton Lovejoy Scholarship Plan is sponsored by Fuller E. Callaway Foundation. The Plan is administered by the *Hatton Lovejoy Scholarship Plan Committee appointed by the Board of Trustees of Fuller E. Callaway Foundation.*

The decision of the Scholarship Plan Committee will be final in the administration of the Scholarship Plan.

Students receiving scholarship awards will be required to make periodic reports to the Scholarship Plan Committee. The Committee also requires that a transcript of the student's grades be received from the college after each quarter or semester Until quarterly or semester reports and transcripts are received, no further payment will be made.

The right is reserved by Fuller E. Callaway Foundation to modify or discontinue this Hatton Lovejoy Scholarship Plan at any time except that scholarships previously awarded will be fulfilled.

Applications and correspondence should be addressed to

Fuller E. Callaway Foundation | P.O. Box 790
Hatton Lovejoy Scholarship Plan Committee | LaGrange, Georgia 30241

Hatton Lovejoy Scholarship Plan

Sponsored By Fuller E. Callaway Foundation

APPLICATION

Read Carefully Before Filling Out Application

1. Study the requirements in Hatton Lovejoy Scholarship Plan pamphlet.
2. Do not submit an application unless you are reasonably sure that your high school scholastic record places you in the top 25% of your class.
3. Read the application blank before attempting to fill it out.
4. Answer all questions. Do not answer with a check mark. If the answer is "none," please write "none."
5. Give special care and thought to answering question 17.
6. Do not submit letters of reference as the Scholarship Committee will make its own investigation.
7. Attach a recent individual portrait/passport photograph and high school transcript.
8. Attach additional pages to answer any questions for which sufficient space has not been provided.
9. Incomplete applications will not be considered.
10. Late applications will not be considered.

CLOSING DATE

For submitting Application

February 15, 2017

FORWARD THIS APPLICATION TO:
(together with photograph and transcripts)

Fuller E. Callaway Foundation
Hatton Lovejoy Scholarship Committee
P.O. Box 790
LaGrange, Georgia 30241

NAME ______________________________

ADDRESS ______________________________

CITY ____________________ STATE ________ ZIP ____________

1. Full Name ______________________________ Telephone ______________

2. Email Address ______________________________

3. Current Home Address ______________________________

____
City State County Zip

4. Have you been a resident of Troup County for at least two years? ______________

5. Date of Birth ______________ Place of Birth ______________
Month Day Year

6. Father's name in full ______________________________

Address ______________________________

Where is Father employed? ______________________________

Mother's name in full ______________________________

Address ______________________________

Where is Mother employed? ______________________________

7. List schools attended and attach transcripts as applicable.

	Name of School	**Location**	**From**	**To**
Junior High School				
High School				
Other				

8. List extra-curricular activities, honors received, and offices held in:

School ______________________________

____

____

____

Church ______________________________

____

____

____

Community ______________________________

____

9. Name of college or university you desire to attend ____________________

10. Address of Financial Aid Office of college or university you desire to attend ____________________

____

____

11. Itemize the cost of attending this school on a quarter (or semester) basis, according to the school's policy.

Tuition or matriculation fees $____________________

Room $____________________

Meals $____________________

Textbooks $____________________

Laboratory or other special fees $____________________

Others (Specify) $____________________

Total Cost $____________________

12. From what source do you propose to pay expenses over and above a scholarship award?____________________

____

____

13. What course of study do you propose to take?____________________

For what occupation or profession are you preparing?____________________

14. Have you had any previous experience in this field? Yes_____ No _____ If yes, explain____________________

____

____

15. Have you been offered a scholarship of any other nature? Yes_____ No _____ If yes, explain ____________________

____

____

16. Supply additional information that might be helpful to the Hatton Lovejoy Scholarship Plan Committee. (Please type your answer on a separate sheet of paper.)

17. Explain your desire to go to college, your need for a scholarship, and your plans beyond college. (Please type your answer on a separate sheet of paper.)

Date _____/_____/_____ Signature ____________________

Hatton Lovejoy Graduate Studies Fund
Information & Application

sponsored by Fuller E. Callaway Foundation - LaGrange, Georgia

PURPOSE

The purpose of the graduate studies scholarship program is to encourage and assist worthy young men and women to advance themselves through postgraduate education to assume roles in community leadership and service. Funds for the graduate studies scholarships were provided in a bequest in the will of Fuller E. Callaway, III, who died in 1971.

ELIGIBILITY REQUIREMENTS

The graduate studies scholarship grants are open to any person enrolled or accepted in any accredited postgraduate program of study.

- First preference is given to children of former employees of Callaway Mills who graduated from high school in Troup County, Georgia and who currently live in Troup County, Georgia.
- Second preference is given to those who currently live in Troup County, Georgia who graduated from high school in Troup County, Georgia
- Third preference is given to those who have been employed or lived in Troup County, Georgia for the last five years or more and can demonstrate a likelihood of employment in Troup County after completion of the graduate degree.
- For those students who within two years of completing their undergraduate degree or graduate degree, if consecutive, residency within Troup County is based on the residency of their parent or guardian.

WITHDRAWAL OF AWARDS

A scholarship award may be withdrawn if the original eligibility status of the student changes during the period of the award. A scholarship award will be withdrawn if the recipient fails to maintain at least the minimum average required to remain in good standing at the institution attended. A scholarship award will be withdrawn if the personal conduct of the student, in the opinion of the Graduate Studies Fund Committee, becomes unsatisfactory.

APPLICATION

All applications must be returned to the Hatton Lovejoy Graduate Studies Fund Committee not later than the closing date shown on the application form

Official transcripts of scholastic records and other information requested on the application form must accompany the application.

SELECTION OF SCHOLARSHIP PROGRAM STUDENTS

Responsibility for the selection of the applicants to receive scholarship awards will be vested in the Hatton Lovejoy Graduate Studies Fund Committee. The Committee will give consideration to the following factors when selecting a student for a scholarship award:

- Scholastic record
- Graduate program entrance tests
- Financial needs
- Recommendations from instructors and others with personal knowledge of applicants character and ability
- Personal interview by Graduate Studies Fund Committee
- Other information obtained through investigation by the Committee

Minimum Requirements of Applicants for Consideration:

- Completion of undergraduate degree from an accredited institution or completion of four years of a five or six year program which results in a master's level degree or equivalent upon completion.
- Graduate work must be working toward an advanced degree which is progressive (i e. at least one level beyond existing degree currently held) For example, an applicant might be working toward a master's degree After completion, the applicant might reapply for a scholarship for a doctorate degree which is in normal progression. If applicant decided to work toward a second master's degree, applicant would not be eligible for scholarship assistance

ADMINISTRATION

The Hatton Lovejoy Graduate Studies Fund is sponsored by Fuller E. Callaway Foundation The Fund is administered by the Hatton Lovejoy Graduate Studies Fund Committee appointed by the Board of Trustees of Fuller E. Callaway Foundation.

The decision of the Graduate Studies Fund Committee will be final in the administration of the Scholarship Fund.

Students receiving scholarship awards will be required to make periodic reports to the Graduate Studies Fund Committee. The Committee also requires that a transcript of the student's grades be received from the college after each quarter or semester. Until quarterly or semester reports and transcripts are received, no further payment will be made.

The right is reserved by Fuller E. Callaway Foundation to modify or discontinue this Hatton Lovejoy Graduate Studies Fund at any time except that scholarships previously awarded will be fulfilled.

Applications and correspondence should be addressed to:

Fuller E. Callaway Foundation
Hatton Lovejoy Graduate Studies Fund Committee
P.O. Box 790
LaGrange, Georgia 30241

Hatton Lovejoy Graduate Studies Fund

Sponsored By Fuller E. Callaway Foundation

APPLICATION

Read Carefully Before Filling Out Application

1. Answer all questions. Do not answer with a check mark. If the answer is "none," please write "none."
2. Give special care and thought to answering question 23.
3. Submit two letters of reference from instructors or others with knowledge of your character and ability.
4. Attach a recent individual portrait/passport photograph, high school transcript, and college transcript(s).
5. Attach copies of results of all graduate school entrance tests taken, showing dates of such tests.
6. Attach additional pages to answer any questions for which sufficient space has not been provided.
7. Incomplete applications will not be considered.
8. Late applications will not be considered.

CLOSING DATE

For submitting Application

May 15, 2017

FORWARD THIS APPLICATION TO:

Fuller E. Callaway Foundation
Hatton Lovejoy Graduate Studies Committee
P.O. Box 790
LaGrange, Georgia 30241

NAME ______________________________

ADDRESS ______________________________

CITY______________________ STATE ________ ZIP__________

1. Full Name ______________________________

2. Current Home Address ______________________________

______________________________ Telephone ______________
City State County Zip

3. Your Temporary Address at School (*If Applicable*) ______________________________

______________________________ Telephone ______________
City State County Zip

4. Email Address ______________________________

5. Date of Birth ______________ Place of Birth ______________

6. List work experience ______________________________

____

____

7. Are you married? ______________ Wife or husband's name ______________

Is wife/husband employed? ______________ Where? ______________

8. If you did not graduate from high school in Troup County, have you been employed or lived in Troup County for the last 5 years or more? Yes ________ No ________ If yes, explain the likelihood of employment in Troup County after completion of your graduate degree ______________

____

____

9. Have you served in Armed Services? If so, give date of entrance, branch, highest rank held, and date of discharge ______________________________

____

10. Father's name in full ______________________________

Address ______________________________

Where is Father employed? ______________ How long? ______________

Mother's name in full (include Maiden Name) ______________________________

Address ______________________________

Where is Mother employed? ______________ How long? ______________

11. Was your father or mother ever employed by Callaway Mills Company? ______________________

If so, when? ______________________

____

12. List schools attended:

	Name of School	Location	From	To
High School				
College (s)				
Degrees Awarded				

Gradepoint average achieved for the most recent advanced degree currently held (ex. 3.5 out of a 4.0 scale):

____

13. List extracurricular activities, honors received, and offices held in:

College ______________________

____

____

Church ______________________

____

____

Community ______________________

____

____

14. Name and address of graduate school wherein you are now enrolled or now accepted as a candidate for a graduate degree: Name: ______________________

Address: ______________________

____

15. Degree you are seeking: ______________________

16. Is the degree you are seeking a more advanced degree than the highest level degree you currently hold?

Yes________ No ________

17. How many semesters will it take to earn your degree? ________________________________

18. Will you be attending graduate school during the summers? ________________________________

19. Itemize the cost of attending this school on a semester basis, according to the school's policy.

	Semester	Tuition	Fees	Books	Total
Ex.	*Fall 2016*	*3,400.00*	*575.00*	*350.00*	*4,325.00*
	Summer 2017				
	Fall 2017				
	Spring 2018				
	Summer 2018				
	Fall 2018				
	Spring 2019				
	Summer 2019				
	Fall 2019				
	Spring 2020				
	Summer 2020				
	Fall 2020				
	Spring 2021				
	Summer 2021				
	TOTALS				

20. From what source do you propose to pay expenses over and above a scholarship award? ________________

____

21. Have you been offered any other scholarships or other type of aid? Yes _____ No _____

If yes, explain ____

____

____

22. Supply on a separate sheet additional information that might be helpful to the Hatton Lovejoy Graduate Studies Fund Committee.

23. Explain on a separate sheet your desire to go to graduate school, your need for a scholarship and your plans beyond graduate school.

Date ______________________________ Signature ____

Control Number A004113

STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF AMENDMENT

NAME CHANGE

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

FULLER E. CALLAWAY FOUNDATION
a Domestic Nonprofit Corporation

has filed articles/certificate of amendment in the Office of the Secretary of State on 01/28/2016 changing its name to

FULLER E. CALLAWAY FOUNDATION, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles/ certificate of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on 04/22/2016

Brian P. Kemp
Secretary of State

ARTICLES OF AMENDMENT
OF
FULLER E. CALLAWAY FOUNDATION, INC.

Pursuant to O.C.G.A. §14-3-1005, Fuller E. Callaway Foundation, Inc. ,a Georgia nonprofit corporation, hereby submits the following Articles of Amendment:

1.

The name of the corporation is Fuller E. Callaway Foundation, Inc. (the "Corporation") and the Charter/Control Number of the Corporation is A004113.

2.

Article 4 of the Articles of Incorporation is hereby amended by striking the current Article 4 in its entirety and inserting in lieu thereof a new Article 4 to read as follows:

"4.

The said corporation shall be governed, managed and operated by a Board of Trustees, which shall perform the duties and have all of the rights and the authority of a Board of Directors under the law, as well as such rights as are herein granted. The number of members of the Board of Trustees shall not be less than three nor more than twelve as may be fixed from time to time by the Board of Trustees. The Board of Trustees shall be divided into two classes, Class I and Class II.

The composition of trustees in Class I and Class II shall be as follows:

(a) Class I (Senior Trustees): Each of the present members of the Board of Trustees shall serve as a member of the trustees in Class I (a "Class I Trustee') for the term expiring on the date set opposite his or her name below:

Jane Alice Craig	12/31/16
Ellen H. Harris	12/31/17
Charles D. Hudson, Jr.	12/31/17
Ida H. Russell	12/31/18

On the re-election of any of said Class I Trustees or the election of any successor or additional Class I Trustees, the Class I Trustees shall fix the term of each member so elected, provided that the term so fixed shall expire on December 31st of some year, shall not exceed three years, and shall be so fixed that as nearly as possible the terms of one-third of all of the Class I Trustees shall expire on December 31st of each year. On the expiration of the term of any Class I Trustee, such member shall continue to serve until his or her successor is elected and qualified, unless the Class I Trustees, by the affirmative vote of a majority of all of the then qualified members of the Class I Trustees, shall abolish such member's office in writing by reducing the number of members of the Board of Trustees. It shall require only the affirmative vote of a majority of all of the then qualified members of the Class I Trustees to elect or re-elect any member of the Board of Trustees and to fix the term of office thereof or to increase or decrease the number of members of the Board of Trustees. Any Class I Trustee whose term is expiring or who is holding over after the expiration of his or her term may vote on his or her successor, including voting for himself or herself, and on all other matters, including the question of increasing or reducing the number of members of the Board of Trustees, but a Class I Trustee who has tendered his or her resignation may not vote upon the election of any member of the Board of Trustees.

(b) Class II (4th Generation Trustees): Up to 3 of the great-grandchildren of Fuller and Alice Callaway as may be elected by the Class I Trustees shall serve as a member of the trustees in Class II (a "Class II Trustee"). The Class II Trustees shall be elected at the January meeting of the Board of Trustees of the said corporation, and the term of each Class II Trustee shall be 2 years, beginning with the immediately succeeding April meeting of the Board of Trustees of said corporation. On the expiration of the term of any Class II Trustee, such member shall cease to serve regardless of whether a successor is elected and qualified, and such member shall not be eligible for re-election until all interested descendants have been given the opportunity to serve. To be eligible to serve as a Class II Trustee, an individual must have attained 25 years of age and submitted an Indication of Intent, as set forth in the policies and procedures applicable to Class II Trustees. Preference shall be given first to those individuals residing in Troup County, Georgia, with priority given to those of more advanced age; second to those individuals residing in Georgia, with priority given to those of more advanced age; and third to all other individuals, with priority given to those of more advanced age. Notwithstanding anything herein to the contrary, Class II Trustees shall not have any vote with regard to the election or removal of any member of the Board of Trustees, the surrender or amendment of this charter or the by-laws, or the application of the assets of the corporation in the event of the surrender of this charter; and any reference herein to an affirmative vote of the Board of Trustees with regard to these items shall be deemed to refer only to the Class I members.

Any member of the Board of Trustees may resign by filing a written resignation with the Board of Trustees or with the Secretary of the corporation, and he or she shall thereupon cease to be a member of the Board of Trustees effective as of the time stated therein and acceptance shall not be necessary to make it effective. Any member of the Board of Trustees may be removed, with or without cause, by the affirmative vote of three-fourths of the then qualified Class I Trustees at a special meeting of the Board of Trustees called for that purpose."

3.

Article 6 of the Articles of Incorporation is hereby amended by striking the current Article 6 in its entirety and inserting in lieu thereof a new Article 6 to read as follows:

"6.

The said corporation shall have all the rights and powers customary or proper for charitable corporations, as well also as those herein specifically set forth; may receive donations and agree upon the conditions thereof with donors for purposes within this charter; may from time to time invest the funds of the corporation in such property, real and personal, as the Board of Trustees may in its discretion determine; may buy, own, hold, manage, lease and sell, real and personal property, stocks, bonds, evidences of indebtedness and other choses in action; may act through and by agents and act as agents for others; and may act as trustees for gifts in trust for purposes included within those of this corporation; all of the above as may be determined by the Board of Trustees in its discretion by the affirmative vote of a majority of all of the then qualified members of the Board of Trustees. The said corporation also may apply for and accept amendments to this charter, whether material or immaterial, and may adopt, rescind, and amend by-laws, as may be determined by the Board of Trustees in its discretion by the affirmative vote of a majority of all of the then qualified members of Class I of the Board of Trustees "

4.

Article 7 of the Articles of Incorporation is hereby amended by striking the current Article 7 in its entirety and inserting in lieu thereof a new Article 7 to read as follows:

"7.

By unanimous vote of the members of Class I of the Board of Trustees, this charter may be surrendered. In such event the assets of the corporation shall be applied by the action resulting from the affirmative vote of a majority of all the then qualified members of Class I of the Board of Trustees, or if not by the Board of Trustees, by an order of the proper court, to purposes within those for which the corporation is chartered; but in no event, for the benefit of the incorporators or either of them, nor for the benefit of any member of the Board of Trustees."

5.

Article 8 of the Articles of Incorporation is hereby amended by striking the current Article 8 in its entirety and inserting in lieu thereof a new Article 8 to read as follows:

"8.

Unless otherwise provided in this charter, no action may be taken by the Board of Trustees without the affirmative vote of a majority of all the then qualified members of the class of members of the Board of Trustees authorized to vote on such action, and any action which the corporation or the Board of Trustees may be now or hereinafter authorized to take under the law or under this charter, with exception of surrender of this charter or removal of a member of the Board, may be taken on the affirmative vote of a majority of all of the then qualified members of the class of members of the Board of Trustees authorized to vote on such action. No member of the Board of Trustees may act for or bind the corporation except by the affirmative vote of a majority of all the then qualified members of the class of members of the Board of Trustees authorized to vote in a meeting duly assembled, or as authorized by the by-laws or by resolution duly passed by such affirmative vote of a majority of all the then qualified members of Class I of the Board of Trustees in a meeting duly assembled."

6.

This Amendment was duly adopted on January 20, 2016.

7.

The foregoing Amendment was adopted by the Board of Trustees, unanimously, and no member approval was required pursuant to O.C.G.A. §14-3-1002.

IN WITNESS WHEREOF, Fuller E. Callaway Foundation, Inc. has caused these Articles of Amendment to be executed by its duly authorized officer on this 20th day of January, 2016.

Fuller E. Callaway Foundation, Inc.
By: D. Ray McKenzie
D. Ray McKenzie, Jr.
Its: Vice-President

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