EXTENDED TO NOVEMBER 15, 2017

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
THALIA & MICHAEL C CARLOS
FOUNDATION, INC

A Employer identification number
58-1410420

Number and street (or P O box number if mail is not delivered to street address): FIVE CONCOURSE PKWY,
Room/suite: 1000

B Telephone number
404-898-8209

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30328

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)* ▶$ 28,824,365.

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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	692,216.	692,216.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	286,910.			
	b	Gross sales price for all assets on line 6a 5,714,745.				
	7	Capital gain net income (from Part IV, line 2)		286,910.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	<200.>	<200.>		STATEMENT 2
	12	**Total.** Add lines 1 through 11	978,926.	978,926.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 3	14,006.	14,006.		0.
	b	Accounting fees STMT 4	10,000.	5,000.		5,000.
	c	Other professional fees				
	17	Interest	34.	34.		0.
	18	Taxes STMT 5	13,164.	3,099.		60.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	228,673.	227,374.		1,299.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	265,877.	249,513.		6,359.
	25	Contributions, gifts, grants paid	1,420,000.			1,420,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,685,877.	249,513.		1,426,359.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<706,951.>			
	b	**Net investment income** (if negative, enter -0-)		729,413.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2016)

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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			
	2	Savings and temporary cash investments	260,912.	529,426.	529,426.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	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			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 7	404,018.	167,167.	176,332.
	b	Investments - corporate stock STMT 8	8,693,531.	8,081,368.	12,005,167.
	c	Investments - corporate bonds STMT 9	10,650,079.	10,638,163.	10,086,670.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	3,511,183.	3,397,179.	6,025,668.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 11)	1,633.	1,102.	1,102.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	23,521,356.	22,814,405.	28,824,365.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	23,521,356.	22,814,405.	
	25	Temporarily restricted			
	26	Permanently restricted			
		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**	23,521,356.	22,814,405.	
	31	**Total liabilities and net assets/fund balances**	23,521,356.	22,814,405.	

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	23,521,356.
2	Enter amount from Part I, line 27a	2	<706,951.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	22,814,405.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,814,405.

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 STATEMENT			
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	5,714,745.		5,392,435.	286,910.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(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				
b				
c				
d				
e				286,910.

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	286,910.
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	1,397,482.	29,449,065.	.047454
2014	1,253,361.	28,876,012.	.043405
2013	1,021,762.	26,001,860.	.039296
2012	40,000.	19,691,230.	.002031
2011	690,004.	19,364,307.	.035633

2	Total of line 1, column (d)	2	.167819
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	.033564
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	28,518,616.
5	Multiply line 4 by line 3	5	957,199.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,294.
7	Add lines 5 and 6	7	964,493.
8	Enter qualifying distributions from Part XII, line 4	8	1,426,359.

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	7,294.
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	7,294.
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	7,294.
6	Credits/Payments:				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	13,495.		
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	13,495.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	24.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,177.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 6,177. **Refunded** ▶			11	0.

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?	2		X
	If "Yes," attach a detailed description of the activities.			
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?	5		X
	If "Yes," attach the statement required by General Instruction T			
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 ▶ N/A

14 The books are in care of ▶ ROBERT AROGETI, TRUSTEE Telephone no. ▶404-898-8209

Located at ▶FIVE CONCOURSE PARKWAY, SUITE 1000, ATLANTA, GA ZIP+4 ▶30328

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)?	N/A	1b		
	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)*

			Yes	No
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)?	N/A	5b		
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 12		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

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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 N/A	
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 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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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	27,794,231.
b	Average of monthly cash balances			1b	1,158,679.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	28,952,910.
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	28,952,910.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	434,294.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	28,518,616.
6	**Minimum investment return.** Enter 5% of line 5			6	1,425,931.

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	1,425,931.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	7,294.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,294.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,418,637.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,418,637.
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	1,418,637.

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	1,426,359.
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	1,426,359.
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	7,294.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,419,065.

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				1,418,637.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			1,419,744.	
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: ▶ $ 1,426,359.				
a Applied to 2015, but not more than line 2a			1,419,744.	
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				6,615.
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				1,412,022.
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:

ROBERT AROGETI, TRUSTEE, 404-898-8209
FIVE CONCOURSE PARKWAY, ATLANTA, GA 30328

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

LETTER DESCRIBING NEED

c Any submission deadlines:

N/A

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

N/A

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*				
SEE ATTACHED SCHEDULE OF CHARITABLE CONTRIBUTIONS, GA 00000	NONE	PC	GENERAL FUND	1,420,000.
Total			▶ 3a	1,420,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities			14	692,216.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	<200.>	
8 Gain or (loss) from sales of assets other than inventory			18	286,910.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		978,926.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 978,926.

(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).

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

Trustee 8/12/17 ▶ TRUSTEE

Signature of officer or trustee | Date | Title

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
RICHARD K. BABUSH	Richard K Babush CPA	8/3/17		P00014912

Firm's name ▶ CARR, RIGGS & INGRAM, LLC

Firm's EIN ▶ 72-1396621

Firm's address ▶ 5909 PEACHTREE DUNWOODY RD. SUITE 800
ATLANTA, GA 30328

Phone no. 770-261-1900

THALIA & MICHAEL C CARLOS
FOUNDATION, INC

CONTINUATION FOR 990-PF, PART IV
58-1410420 PAGE 1 OF 1

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	CHARTER WNT LP K-1 - PASSTHROUGH			
b	CHARTER ASPECT LP K-1 - PASSTHROUGH			
c	MANAGED FUTURES PREMIER K-1 - PASSTHROUGH			
d	PUBLICLY TRADED SECURITIES - FIDELITY			
e	PUBLICLY TRADED SECURITIES - FIDELITY			
f	PUBLICLY TRADED SECURITIES - MS #7314			
g	PUBLICLY TRADED SECURITIES - MS #1314			
h	PUBLICLY TRADED SECURITIES - MS #1314			
i	CAPITAL GAINS DIVIDENDS			
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				9,416.
b				<14,965.>
c				<29,851.>
d	1,543,260.		1,479,558.	63,702.
e	1,557,389.		1,436,449.	120,940.
f	737,384.		737,384.	0.
g	650,123.		801,154.	<151,031.>
h	1,223,930.		937,890.	286,040.
i	2,659.			2,659.
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				9,416.
b				<14,965.>
c				<29,851.>
d				63,702.
e				120,940.
f				0.
g				<151,031.>
h				286,040.
i				2,659.
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	286,910.
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

STATEMENT A-1

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
3M COMPANY (MMM)	6/15/09	1,300.000	$59.000	$178 570	$76,699.87	$232,141 00	$155,441.13 LT		
	12/10/12	10.000	91.870	178.570	918.70	1,785.70	.867.00 LT		
	Total	1,310 000			77,618.57	233,926.70	156,308.13 LT	5,816.00	2 48
Next Dividend Payable 03/2017; Asset Class: Equities									
ALPHABET INC CL A (GOOGL)	4/4/13	100.000	398.016	792.450	39,801.58	79,245 00	39,443.42 LT		
	10/28/13	10.000	509.233	792 450	5,092.33	7,924.50	2,832 17 LT		
	4/23/15	20.000	552.565	792.450	11,051.30	15,849 00	4,797 70 LT		
	5/22/15	20.000	555 141	792.450	11 102.81	15,849.00	4,746 19 LT		
	3/15/16	15.000	749.447	792 450	11,241.70	11,886.75	645 05 ST		

STATEMENT A-1

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	12/8/16	25.000	793.758	792.450	19,843.96	19,811.25	(32.71) ST		
	Total	190.000			98,133.68	**150,565.50**	51,819.48 LT 612.34 ST	—	—
Asset Class: Equities									
ALPHABET INC CL C (GOOG)	4/4/13	100.000	395.550	771.820	39,554.95	77,182 00	37,627.05 LT		
	10/28/13	10.000	507.607	771.820	5,076 07	7,718.20	2,642.13 LT		
	Total	110.000			44,631 02	**84,900.20**	40,269.18 LT	—	—
Asset Class: Equities									
AMAZON COM INC (AMZN)	11/28/16	210.000	767.734	749.870	161,224.06	**157,472.70**	(3,751.36) ST	—	—
Asset Class: Equities									
AMERICAN TOWER REIT COM (AMT)	1/23/12	1,500.000	61.838	105 680	92,756.25	158,520.00	65,763.75 LT		
	11/27/12	400.000	73.967	105 680	29,586 72	42,272 00	12,685.28 LT		
	Total	1,900.000			122,342.97	**200,792.00**	78,449.03 LT	4,408 00	2.19
Next Dividend Payable 01/13/17; Asset Class: Alt									
APPLE INC (AAPL)	5/29/09	4,060.000	19 308	115 820	78,388.57	470,229 20	391,840.63 LT		
	12/10/12	35 000	75 689	115.820	2,649.10	4,053.70	1,404.60 LT		
	Total	4,095.000			81,037.67	**474,282.90**	393,245.23 LT	9,337.00	1.96
Next Dividend Payable 02/2017; Asset Class: Equities									
AT&T INC (T)	7/26/07	650.000	40.941	42.530	26,611.91	27,644.50	1,032.59 LT		
	9/12/07	50.000	39.900	42.530	1,995.00	2,126.50	131.50 LT		
	11/16/07	150.000	40.300	42.530	6,045.00	6,379.50	334.50 LT		
	12/18/07	50 000	40.630	42.530	2,031 50	2,126.50	95.00 LT		
	1/8/08	50.000	41.680	42.530	2,084.00	2,126 50	42.50 LT		
	1/22/08	150.000	35.160	42.530	5,274.00	6,379.50	1,105 50 LT		
	2/1/08	200.000	38.600	42 530	7,720.00	8,506.00	786.00 LT		
	4/2/08	150.000	39.258	42 530	5,888 70	6,379.50	490.80 LT		
	4/28/08	150.000	38.578	42.530	5,786.70	6,379.50	592.80 LT		
	10/28/08	100 000	26.811	42.530	2,681.07	4,253.00	1,571.93 LT		
	10/31/08	1,300.000	27.817	42.530	36,161.84	55,289.00	19,127.16 LT		
	6/15/09	1,770 000	24.439	42.530	43,256.15	75,278 10	32,021.95 LT		
	12/10/12	60.000	33.730	42.530	2,023.80	2,551.80	528 00 LT		
	6/30/15	300.000	35.770	42.530	10,731 00	12,759.00	2,028.00 LT		
	Total	5,130.000			158,290.67	**218,178.90**	59,888.23 LT	10,055.00	4 60
Next Dividend Payable 02/2017; Asset Class: Equities									

STATEMENT A-1

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
BAXTER INTL INC (BAX)	5/13/10	120.000	24.639	44 340	2.956.72	5,320.80	2,364.08 LT		
	2/9/11	800 000	27.521	44.340	22,017 07	35,472.00	13,454.93 LT		
	11/16/11	550.000	30 170	44.340	16,593.68	24,387.00	7,793.32 LT		
	7/12/12	50.000	29 648	44.340	1,482.40	2.217.00	734.60 LT		
	12/10/12	20.000	36.151	44.340	723.01	886.80	163.79 LT		
	10/28/13	140.000	37.048	44.340	5 186.76	6,207.60	1,020.84 LT		
	4/23/15	170.000	39.430	44.340	6,703 10	7.537.80	834.70 LT		
	5/22/15	150.000	37.212	44 340	5.581 81	6,651.00	1.069.19 LT		
	3/15/16	100.000	40.105	44.340	4,010.51	4.434.00	423.49 ST		
	Total	2.100.000			65.255.06	93,114.00	27,435 45 LT 423.49 ST	1.092 00	1.17
Next Dividend Payable 01/03/17, Asset Class- Equities									
BLACKROCK INC (BLK)	4/2/12	580 000	206.340	380.540	119,677.37	220,713.20	101,035.83 LT		
	11/27/12	150.000	193.130	380.540	28.969 49	57,081.00	28,111.51 LT		
	9/4/14	161.000	334.155	380 540	53.798 99	61,266.94	7.467.95 LT		
	Total	891 000			202,445.85	339,061.14	136,615.29 LT	8,162 00	2 40
Next Dividend Payable 03/2017; Asset Class: Equities									
BRISTOL MYERS SQUIBB CO (BMY)	8/16/11	1,950 000	28 259	58.440	55,105.44	113.958.00	58.852 56 LT		
	7/12/12	50 000	34 910	58.440	1.745 50	2,922 00	1.176.50 LT		
	6/30/15	40 000	66.187	58 440	2,647.49	2.337.60	(309 89) LT		
	Total	2 040.000			59,498 43	119,217.60	59,719 17 LT	3.182 00	2 66
Next Dividend Payable 02/2017, Asset Class. Equities									
CHARLES SCHWAB NEW (SCHW)	10/24/16	3.000.000	32 255	39.470	96.764 40	118,410.00	21,645.60 ST	840 00	0.70
Next Dividend Payable 02/2017; Asset Class: Equities									
CHEVRON CORP (CVX)	3/26/13	750.000	120.807	117 700	90,605.10	88,275 00	(2.330.10) LT		
	10/28/13	150 000	120.280	117.700	18,041.99	17,655.00	(386 99) LT		
	4/23/15	300.000	110.423	117 700	33,126 99	35,310.00	2.183.01 LT		
	5/22/15	100.000	105 020	117.700	10.501.99	11,770 00	1,268 01 LT		
	6/30/15	100.000	96.899	117.700	9,689 89	11,770 00	2,080.11 LT		
	8/3/15	90.000	85.630	117.700	7,706.68	10,593 00	2,886.32 LT		
	9/9/15	160 000	75 890	117 700	12 142 40	18 832 00	6,689.60 LT		
	7/29/16	100 000	101.373	117.700	10.137.27	11 770.00	1,632 73 ST		
	Total	1,750.000			191.952.31	205,975.00	12.389 96 LT 1,632.73 ST	7,560.00	3 67
Next Dividend Payable 03/2017, Asset Class: Equities									

STATEMENT A-1

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
COCA COLA CO (KO)	5/4/07	620.000	26.640	41.460	16,516 80	25,705.20	9,188.40 LT		
	6/8/07	380.000	25.595	41.460	9,726.10	15,754.80	6,028.70 LT		
	7/11/07	200.000	26.025	41.460	5,205.00	8,292.00	3,087.00 LT		
	1/22/08	200.000	29.625	41.460	5,925.00	8,292.00	2,367.00 LT		
	2/1/08	400.000	29.920	41.460	11,968.00	16,584 00	4,616.00 LT		
	4/2/08	200.000	30.349	41.460	6,069.80	8,292.00	2,222.20 LT		
	10/31/08	400 000	22.549	41.460	9,019.60	16,584.00	7,564.40 LT		
	6/15/09	1,400 000	24.165	41.460	33,830.93	58,044.00	24,213.07 LT		
	Total	3,800.000			98,261.23	**157,548.00**	59,286.77 LT	5,320 00	3.37
Next Dividend Payable 03/2017; Asset Class: Equities									
COLGATE PALMOLIVE CO (CL)	11/22/11	2,400 000	44.211	65.440	106,106.16	**157,056.00**	50,949.84 LT	3,744.00	2.38
Next Dividend Payable 02/2017; Asset Class: Equities									
COMCAST CORP (NEW) CLASS A (CMCSA)	6/29/15	3,300.000	60 140	69 050	198,462.66	**227,865.00**	29,402.34 LT	3,630 00	1.59
Next Dividend Payable 01/25/17; Asset Class: Equities									
COSTCO WHOLESALE CORP NEW (COST)	7/18/14	1,680.000	117.439	160.110	197,297.69	**268,984.80**	71,687.11 LT	3,024.00	1.12
Next Dividend Payable 02/2017; Asset Class: Equities									
FACEBOOK INC CL-A (FB)	8/5/15	690.000	96.462	115.050	66,558 71	79,384.50	12,825.79 LT		
	9/9/15	210 000	91.617	115.050	19,239.53	24,160.50	4,920.97 LT		
	3/15/16	30.000	110.518	115.050	3,315.54	3,451.50	135.96 ST		
	7/29/16	50 000	125.534	115 050	6,276 69	5,752.50	(524.19) ST		
	Total	980 000			95,390.47	**112,749.00**	17,746.76 LT (388.23) ST	—	—
Asset Class: Equities									
FIDELITY NATL INFORMATION SE (FIS)	10/24/16	1,280.000	75 890	75.640	97,139 33	96,819 20	(320.13) ST		
	12/8/16	120.000	74.830	75 640	8,979 55	9,076.80	97 25 ST		
	Total	1,400.000			106,118.88	**105,896.00**	(222.88) ST	1,456.00	1.37
Next Dividend Payable 03/2017; Asset Class: Equities									
GENERAL ELECTRIC CO (GE)	9/30/16	3,120.000	29.681	31.600	92,604.10	98,592.00	5,987.90 ST		
	12/8/16	380 000	31.627	31 600	12,018 11	12,008 00	(10.11) ST		
	Total	3,500.000			104,622 21	**110,600.00**	5,977.79 ST	3,360.00	3 03
Next Dividend Payable 01/25/17; Asset Class: Equities									
GOLDMAN SACHS GRP INC (GS)	8/26/15	1,030.000	179.851	239 450	185,246 74	246,633 50	61,386.76 LT		
	7/29/16	40.000	159.560	239.450	6,382 40	9,578.00	3,195.60 ST		
	Total	1,070.000			191,629.14	**256,211.50**	61,386.76 LT 3,195 60 ST	2,782 00	1 08
Next Dividend Payable 03/2017; Asset Class: Equities									

STATEMENT A-1

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)		Est Ann Income	Current Yield %
HOME DEPOT INC (HD)	8/29/13	1,730.000	75.423	134.080	130,481.44	**231,958.40**	101,476.96 LT		4,775.00	2.05
Next Dividend Payable 03/2017; Asset Class: Equities										
HONEYWELL INTERNATIONAL INC (HON)	9/23/10	1,650.000	43.440	115.850	71,675.97	191,152.50	119,476.53 LT			
	7/12/12	200.000	52.950	115 850	10,589.96	23,170.00	12,580.04 LT			
	9/26/12	980.000	58.481	115.850	57,311.08	113,533 00	56,221.92 LT			
	12/10/12	20.000	61.533	115.850	1,230.66	2,317.00	1,086.34 LT			
	Total	2,850.000			140,807.67	**330,172.50**	189,364.83 LT		7,581.00	2.29
Next Dividend Payable 03/2017; Asset Class: Equities										
INTL BUSINESS MACHINES CORP (IBM)	8/18/16	1,000 000	161.469	165.990	161,468 50	**165,990.00**	4,521.50 ST		5,600.00	3.37
Next Dividend Payable 03/2017; Asset Class: Equities										
JPMORGAN CHASE & CO (JPM)	12/6/04	75 000	38.150	86.290	2,861.25	6,471.75	3,610 50 LT			
	12/28/04	35.000	39.220	86.290	1 372.70	3,020.15	1,647 45 LT			
	1/12/05	20.000	37.720	86.290	754 40	1,725.80	971.40 LT			
	2/9/05	65 000	37.550	86.290	2,440.75	5,608.85	3,168.10 LT			
	8/16/05	175.000	34.770	86 290	6,084.75	15,100.75	9,016.00 LT			
	2/26/07	80.000	50 920	86 290	4,073 60	6,903.20	2,829.60 LT			
	3/26/07	60.000	48.530	86.290	2,911.80	5,177.40	2,265.60 LT			
	6/8/07	40.000	49 850	86 290	1,994.00	3,451 60	1,457.60 LT			
	7/11/07	100.000	48.190	86.290	4,819.00	8,629.00	3,810.00 LT			
	7/24/07	50.000	45.310	86.290	2,265.50	4,314 50	2,049.00 LT			
	9/12/07	50.000	44 690	86 290	2,234.50	4,314 50	2,080 00 LT			
	12/18/07	100.000	43.520	86.290	4,352.00	8,629 00	4,277.00 LT			
	1/8/08	100.000	41 190	86 290	4,119.00	8,629.00	4,510.00 LT			
	4/2/08	150 000	46 768	86.290	7,015.20	12,943.50	5,928.30 LT			
	4/28/08	200.000	47.766	86.290	9,553.20	17,258 00	7,704.80 LT			
	6/15/09	1,000.000	34.238	86.290	34,238 00	86,290 00	52,052.00 LT			
	7/12/12	550.000	34 098	86 290	18,754 07	47,459.50	28,705 43 LT			
	11/27/12	490 000	40.932	86 290	20,056 68	42,282.10	22,225 42 LT			
	12/10/12	30.000	42 310	86.290	1,269.30	2,588.70	1,319.40 LT			
	Total	3,370.000			131,169.70	**290,797.30**	159,627 60 LT		6,470 00	2 22
Next Dividend Payable 01/2017; Asset Class. Equities										
KRAFT HEINZ CO (KHC)	1/25/16	2,010.000	74.066	87.320	148,873.26	**175,513.20**	26 639 94 ST		4,824.00	2 74
Next Dividend Payable 03/2017; Asset Class: Equities										
LOCKHEED MARTIN CORP (LMT)	1/14/16	760 000	215.405	249.940	163,707.72	**189,954.40**	26,246.68 ST		5,533 00	2.91
Next Dividend Payable 03/2017; Asset Class· Equities										
MEDTRONIC PLC SHS (MDT)	1/27/15	2,346 000	76 211	71.230	178,790.11	**167,105.58**	(11,684 53) LT	R	4,035 00	2 41

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
Next Dividend Payable 01/13/17; Asset Class: Equities									
MERCK & CO INC NEW COM (MRK)	5/10/16	2,940.000	54.514	58.870	160,272.34	173,077.80	12,805.46 ST	5,527 00	3.19
Next Dividend Payable 01/09/17; Asset Class: Equities									
MICROSOFT CORP (MSFT)	5/1/12	3,000.000	32.214	62.140	96,640 80	186,420.00	89,779.20 LT		
	7/12/12	350 000	28.859	62.140	10,100.51	21,749 00	11,648.49 LT		
	11/27/12	1,100.000	27.287	62.140	30,015.15	68,354.00	38,338.85 LT		
	Total	4,450.000			136,756.46	276,523.00	139,766.54 LT	6,942 00	2.51
Next Dividend Payable 03/2017; Asset Class: Equities									
NEXTERA ENERGY INC (NEE)	2/18/14	2,140.000	93.477	119.460	200,040.57	255,644.40	55,603.83 LT	7,447.00	2.91
Next Dividend Payable 03/2017; Asset Class: Equities									
OCCIDENTAL PETROLEUM CORP DE (OXY)	10/29/15	1,550.000	74.392	71.230	115,307 34	110,406.50	(4,900.84) LT		
	3/15/16	70.000	68.011	71.230	4,760.78	4,986.10	225.32 ST		
	7/29/16	230.000	74.090	71.230	17,040.70	16,382.90	(657.80) ST		
	12/8/16	170.000	68.920	71.230	11,716.32	12,109.10	392.78 ST		
	Total	2,020.000			148,825.14	143,884.60	(4,900.84) LT (39.70) ST	6,141.00	4.26
Next Dividend Payable 01/13/17; Asset Class: Equities									
ORACLE CORP (ORCL)	8/12/08	2,500.000	22.879	38.450	57,196.75	96,125.00	38,928.25 LT		
	10/31/08	500.000	18.210	38.450	9,104.90	19,225.00	10,120.10 LT		
	6/15/09	900.000	20.068	38 450	18,061.20	34,605.00	16,543.80 LT		
	11/11/09	250.000	21 888	38.450	5,472.00	9,612.50	4,140.50 LT		
	12/10/12	45.000	32.070	38 450	1,443.15	1,730.25	287.10 LT		
	12/20/12	1,850.000	34.152	38.450	63,180.28	71,132 50	7,952 22 LT		
	Total	6,045 000			154,458.28	232,430.25	77,971.97 LT	3,627.00	1.56
Next Dividend Payable 01/2017; Asset Class: Equities									
PAYPAL HLDGS INC COM (PYPL)	6/25/13	2,220.000	31.362	39 470	69,622.64	87,623.40	18,000.76 LT		
	5/22/15	80.000	36.320	39.470	2,905.63	3,157 60	251.97 LT		
	3/15/16	100.000	39 267	39 470	3,926.70	3,947.00	20.30 ST		
	Total	2,400 000			76,454.97	94,728.00	18,252.73 LT 20.30 ST	—	—
Asset Class: Equities									
PEPSICO INC NC (PEP)	1/8/08	30 000	77.890	104.630	2,336.70	3,138.90	802.20 LT		
	1/22/08	150.000	69.670	104.630	10,450.50	15,694.50	5,244.00 LT		
	2/1/08	200.000	68 740	104.630	13,748.00	20,926.00	7,178.00 LT		
	4/2/08	100.000	71.728	104 630	7,172.80	10,463 00	3,290.20 LT		
	4/28/08	100.000	68.578	104.630	6,857.80	10,463.00	3,605 20 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	6/15/09	900.000	53.108	104.630	47,797.20	94,167.00	46,369.80 LT		
	12/10/12	20.000	70.210	104 630	1,404.20	2,092.60	688.40 LT		
	7/29/16	100.000	108.893	104 630	10,889.25	10,463.00	(426.25) ST		
	12/8/16	100.000	102.321	104.630	10,232.09	10,463.00	230.91 ST		
	Total	1,700.000			110,888.54	177,871.00	67,177.80 LT (195.34) ST	5,117 00	2 87
Next Dividend Payable 01/06/17, Asset Class: Equities									
PHILIP MORRIS INTL INC (PM)	4/22/03	700.000	17 458	91.490	12,220.40	64,043.00	51,822.60 LT		
	12/6/04	50 000	30.957	91.490	1,547.85	4,574 50	3,026.65 LT		
	12/28/04	20.000	32.549	91.490	650.98	1,829.80	1,178.82 LT		
	1/12/05	10.000	32.533	91 490	325 33	914.90	589.57 LT		
	2/9/05	30.000	35.022	91 490	1,050.65	2,744.70	1,694 05 LT		
	8/16/05	80.000	35.563	91.490	2,845.02	7,319 20	4,474 18 LT		
	6/20/06	210.000	38.158	91.490	8,013.09	19,212.90	11,199.81 LT		
	4/3/07	170.000	48.048	91.490	8,168.20	15,553.30	7,385.10 LT		
	6/8/07	30.000	48.653	91.490	1,459.58	2,744.70	1,285.12 LT		
	7/11/07	50.000	49.447	91.490	2,472.35	4,574.50	2,102.15 LT		
	7/24/07	50.000	47.371	91 490	2,368.53	4,574.50	2,205.97 LT		
	4/1/08	400.000	49.748	91.490	19,899 28	36,596 00	16,696.72 LT		
	4/2/08	200.000	51.498	91.490	10,299.60	18,298.00	7,998.40 LT		
	4/28/08	200.000	51.020	91.490	10,204.00	18,298.00	8,094.00 LT		
	10/31/08	200 000	43 248	91.490	8,649.60	18,298 00	9,648.40 LT		
	11/11/09	50 000	49 430	91.490	2,471.50	4,574.50	2,103.00 LT		
	Total	2,450.000			92,645.96	224,150.50	131,504.54 LT	10,192.00	4.54
Next Dividend Payable 01/10/17; Asset Class: Equities									
PNC FINL SVCS GP (PNC)	1/23/12	1,550.000	59.835	116.960	92,743.79	181,288.00	88,544.21 LT		
	7/12/12	50.000	60 290	116.960	3,014.50	5,848 00	2,833.50 LT		
	11/27/12	360.000	55.408	116.960	19,946.95	42,105.60	22,158.65 LT		
	Total	1,960.000			115,705.24	229,241.60	113,536.36 LT	4,312.00	1.88
Next Dividend Payable 02/2017; Asset Class: Equities									
SCHLUMBERGER LTD (SLB)	12/21/09	1,500.000	63.829	83.950	95,744.10	125,925 00	30,180.90 LT		
	12/10/12	20.000	72.000	83.950	1,440.00	1,679.00	239.00 LT		
	6/30/15	50.000	85.397	83.950	4,269.84	4,197.50	(72.34) LT		
	9/9/15	80.000	75.250	83 950	6,020.00	6,716 00	696 00 LT		
	7/29/16	70 000	79.630	83.950	5,574.10	5,876 50	302.40 ST		
	12/8/16	80.000	84.712	83 950	6,776.93	6,716 00	(60 93) ST		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	1,800.000			119,824.97	**151,110.00**	31,043.56 LT 241.47 ST	3,600 00	2.38
Next Dividend Payable 01/13/17; Asset Class: Equities									
STARBUCKS CORP WASHINGTON (SBUX)	1/27/14	3,540.000	37.471	55.520	132,648.58	196,540.80	63,892.22 LT		
	7/29/16	210.000	58.080	55.520	12,196.76	11,659.20	(537.56) ST		
	Total	3,750.000			144,845.34	**208,200.00**	63,892.22 LT (537.56) ST	3,750.00	1 80
Next Dividend Payable 03/2017; Asset Class: Equities									
SYSCO CORP (SYY)	12/7/15	1,850 000	40.974	55.370	75,800.98	102,434.50	26,633 52 LT		
	3/15/16	200 000	45.857	55.370	9,171.38	11,074.00	1,902 62 ST		
	7/29/16	200.000	51.636	55 370	10,327.18	11,074.00	746.82 ST		
	12/8/16	300.000	54.290	55.370	16,287 00	16,611.00	324.00 ST		
	Total	2,550 000			111,586.54	**141,193.50**	26,633 52 LT 2,973.44 ST	3,366.00	2.38
Next Dividend Payable 01/2017; Asset Class: Equities									
THERMO FISHER SCIENTIFIC (TMO)	3/14/12	2,000 000	57.658	141.100	115,316.60	**282,200.00**	166,883 40 LT	1,200 00	0 42
Next Dividend Payable 01/16/17; Asset Class: Equities									
UNITED TECHNOLOGIES CORP (UTX)	3/24/06	200.000	59.728	109.620	11,945.64	21,924.00	9,978.36 LT		
	2/26/07	20.000	67.100	109.620	1,342.00	2,192 40	850.40 LT		
	3/26/07	240.000	66.280	109.620	15,907.20	26,308.80	10,401.60 LT		
	4/27/07	150.000	67.517	109.620	10,127 54	16,443.00	6,315.46 LT		
	7/11/07	40.000	72.290	109.620	2,891.60	4,384.80	1,493.20 LT		
	12/18/07	100.000	75.520	109.620	7,552.00	10,962.00	3,410.00 LT		
	1/8/08	50.000	74 160	109.620	3,708.00	5,481.00	1,773.00 LT		
	2/1/08	100.000	74 180	109.620	7,418.00	10,962.00	3,544.00 LT		
	4/2/08	150.000	71.500	109.620	10,725.00	16,443.00	5,718.00 LT		
	4/28/08	250.000	72.868	109.620	18,217.00	27,405.00	9,188.00 LT		
	10/31/08	200.000	54.168	109.620	10,833.60	21,924.00	11,090.40 LT		
	6/15/09	700.000	54.558	109.620	38,190.60	76,734.00	38,543 40 LT		
	12/10/12	20.000	81.010	109.620	1,620.20	2,192.40	572.20 LT		
	Total	2,220.000			140,478.38	**243,356.40**	102,878 02 LT	5,861.00	2.40
Next Dividend Payable 03/2017; Asset Class: Equities									
UNITEDHEALTH GP INC (UNH)	3/13/14	1,530 000	77.156	160 040	118,048.99	**244,861.20**	126,812.21 LT	3,825.00	1.56
Next Dividend Payable 03/2017; Asset Class Equities									
VISA INC CL A (V)	4/16/10	1,970.000	23.339	78.020	45,978.52	153,699.40	107,720.88 LT		
	12/10/12	60 000	37.165	78.020	2,229 90	4,681.20	2,451.30 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	2,030.000			48,208.42	158,380.60	110,172.18 LT	1,340 00	0 84
Next Dividend Payable 03/2017; Asset Class: Equities									
WALT DISNEY CO HLDG CO (DIS)	10/8/09	3,200 000	28.816	104.220	92,211.20	333,504.00	241,292.80 LT		
	12/10/12	30.000	49.300	104.220	1,479.00	3,126 60	1,647.60 LT		
	Total	3,230.000			93,690.20	336,630.60	242,940.40 LT	5,039.00	1.49
Next Dividend Payable 01/11/17; Asset Class: Equities									

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
STOCKS	64.05%	$5,600,428.47	$8,917,781.77	$3,215,552.03 LT $101,801.27 ST	$189,872.00	2.13%

EXCHANGE-TRADED & CLOSED-END FUNDS

Global Investment Manager Analysis (GIMA) status codes (FL, AL or NL), may be shown for certain exchange-traded funds and are not guarantees of performance Refer to "GIMA Status in Investment Advisory Programs" in the June or December statement for a description of these status codes.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ISHARES INC MSCI JAPAN ETF (EWJ)	3/15/16	3,852 000	$45.700	$48.860	$176,036 40	$188,208.72	$12,172.32 ST	$3,663.00	1.94
GIMA Status: AL, Next Dividend Payable 06/2017; Asset Class. Equities									
ISHARES MSCI EAFE ETF (EFA)	2/1/08	100 000	73 330	57.730	7,333 00	5,773.00	(1,560 00) LT		
	4/2/08	200.000	74.258	57.730	14,851.60	11,546.00	(3,305 60) LT		
	4/28/08	200 000	76.188	57 730	15,237.60	11.546.00	(3 691.60) LT		
	10/31/08	500.000	44.030	57.730	22,015.00	28,865.00	6,850 00 LT		
	6/15/09	1,150.000	46 478	57.730	53,449 70	66,389 50	12,939 80 LT		
	12/21/09	350.000	55.084	57.730	19,279 51	20,205.50	925.99 LT		
	12/10/12	35.000	55 549	57 730	1,944 22	2,020.55	76.33 LT		
	7/29/16	65.000	57.998	57.730	3,769 85	3,752.45	(17.40) ST		
	Total	2,600 000			137,880.48	150,098.00	12 234.92 LT (17.40) ST	4,605.00	3 06
GIMA Status: AL; Next Dividend Payable 06/2017; Asset Class: Equities									
ISHARES MSCI PAC EX-JPN ETF (EPP)	10/31/08	300.000	26 040	39.570	7,812.00	11,871.00	4,059.00 LT		
	4/15/09	2,500.000	27.331	39 570	68,328 50	98,925.00	30,596 50 LT		
	12/21/09	500.000	40.390	39 570	20,194 90	19,785 00	(409.90) LT		
	12/10/12	50.000	47 280	39.570	2,364 00	1,978 50	(385.50) LT		
	5/22/15	80.000	46.802	39 570	3,744.14	3,165.60	(578.54) LT		
	7/29/16	70.000	41.597	39.570	2,911 78	2,769.90	(141.88) ST		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	3.500.000			105,355.32	**138,495.00**	33,281.56 LT (141.88) ST	5,485.00	3.96
GIMA Status: AL; Next Dividend Payable 06/2017; Asset Class: Equities									
ISHARES NASDAQ BIOTECH ETF (IBB)	9/14/10	485.000	85.063	265.380	41,255 74	**128,709.30**	87,453.56 LT	239.00	0.18
GIMA Status: AL; Next Dividend Payable 03/2017; Asset Class: Equities									
ISHARES S&P MID-CAP 400 G ETF (IJK)	12/6/04	30.000	65.360	182 200	1,960.80	5,466.00	3,505.20 LT		
	12/28/04	110.000	66.905	182.200	7,359.55	20,042.00	12,682.45 LT		
	1/12/05	130.000	64.225	182.200	8,349.25	23,686.00	15,336.75 LT		
	2/9/05	210 000	66.955	182.200	14,060.55	38,262.00	24,201.45 LT		
	8/16/05	440.000	71.470	182 200	31,446.80	80,168.00	48,721.20 LT		
	2/8/07	140.000	84.280	182.200	11.799.20	25,508.00	13,708.80 LT		
	2/26/07	160.000	85.700	182.200	13,712.00	29,152.00	15,440.00 LT		
	3/26/07	110.000	84.210	182.200	9,263.10	20,042.00	10,778.90 LT		
	6/8/07	70.000	89.390	182.200	6,257.30	12,754.00	6,496.70 LT		
	7/11/07	100.000	91.410	182.200	9,141.00	18,220.00	9,079.00 LT		
	7/24/07	120 000	89.510	182.200	10,741.20	21,864.00	11,122.80 LT		
	9/12/07	80.000	87.850	182.200	7,028.00	14,576.00	7,548.00 LT		
	11/16/07	50.000	88.230	182.200	4,411.50	9,110.00	4,698.50 LT		
	12/18/07	150.000	87.800	182.200	13,170 00	27,330.00	14,160.00 LT		
	1/8/08	150.000	86.083	182.200	12,912.50	27,330.00	14,417.50 LT		
	2/1/08	250.000	84.910	182.200	21,227.50	45,550.00	24,322.50 LT		
	4/2/08	400.000	84.930	182.200	33,972.00	72,880.00	38,908.00 LT		
	4/28/08	300.000	89.110	182.200	26,733.00	54,660.00	27,927.00 LT		
	10/31/08	500.000	58.154	182.200	29,077.00	91,100.00	62,023.00 LT		
	6/15/09	2,140.000	62.730	182.200	134,242.20	389,908.00	255,665.80 LT		
	12/10/12	60.000	114 090	182 200	6,845.40	10,932 00	4,086.60 LT		
	Total	5,700 000			413,709 85	**1,038,540.00**	624,830.15 LT	11,942.00	1.14
GIMA Status: AL; Next Dividend Payable 03/2017; Asset Class: Equities									
ISHARES S&P MID-CAP 400 V ETF (IJJ)	12/6/04	10.000	62.410	145.210	624.10	1,452.10	828.00 LT		
	12/28/04	130.000	63.825	145.210	8.297.25	18,877.30	10,580.05 LT		
	1/12/05	130.000	61.195	145.210	7,955 35	18,877.30	10,921.95 LT		
	2/9/05	220 000	64 080	145.210	14,097.60	31,946.20	17,848.60 LT		
	8/16/05	450.000	68 920	145 210	31,014.00	65,344.50	34,330.50 LT		
	2/8/07	120 000	84.010	145.210	10,081.20	17,425 20	7,344 00 LT		
	2/26/07	170 000	85.220	145 210	14,487.40	24,685 70	10,198.30 LT		
	3/26/07	110 000	83 850	145.210	9,223.50	15,973 10	6,749.60 LT		
	6/8/07	60 000	86.970	145.210	5,218.20	8,712.60	3,494.40 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	7/11/07	150.000	87.700	145.210	13,155.00	21,781.50	8,626.50 LT		
	7/24/07	140.000	85.950	145.210	12,033.00	20,329.40	8,296.40 LT		
	9/12/07	110.000	82.060	145.210	9,026.60	15,973 10	6,946.50 LT		
	11/16/07	100.000	79.940	145.210	7,994 00	14,521 00	6,527.00 LT		
	12/18/07	250.000	78.030	145.210	19,507 50	36,302.50	16,795.00 LT		
	1/8/08	150 000	76.310	145.210	11,446 50	21,781 50	10,335.00 LT		
	2/1/08	300.000	76.900	145.210	23,070.00	43,563.00	20,493.00 LT		
	4/2/08	400.000	75 808	145.210	30,323.00	58,084 00	27,761.00 LT		
	4/28/08	500.000	78.570	145.210	39,285.00	72,605.00	33,320.00 LT		
	10/31/08	500 000	52.790	145.210	26,395 00	72,605.00	46,210.00 LT		
	6/15/09	2,750 000	52.368	145 210	144,010.90	399,327 50	255,316 60 LT		
	12/10/12	75.000	87.190	145.210	6,539 25	10,890 75	4,351.50 LT		
	Total	6,825.000			443,784.35	991,058.25	547,273 90 LT	16,551.00	1 67
GIMA Status: AL; Next Dividend Payable 03/2017, Asset Class: Equities									
ISHARES S&P SMLL-CAP 600 V ETF (US)	12/28/04	120 000	60 880	140.010	7,305 60	16,801 20	9,495.60 LT		
	1/12/05	150 000	56 935	140 010	8,540 25	21,001.50	12,461.25 LT		
	2/9/05	230.000	60.395	140 010	13,890.85	32,202 30	18,311.45 LT		
	8/16/05	500.000	63 470	140.010	31,735.00	70,005.00	38,270.00 LT		
	2/8/07	140.000	78.210	140.010	10,949.40	19,601.40	8,652.00 LT		
	2/26/07	190.000	78.910	140.010	14,992.90	26,601 90	11,609.00 LT		
	3/26/07	130.000	77.170	140.010	10,032.10	18,201.30	8,169.20 LT		
	6/8/07	140.000	79.760	140.010	11,166 40	19,601 40	8,435 00 LT		
	7/11/07	100.000	80.070	140.010	8,007.00	14,001.00	5,994.00 LT		
	7/24/07	160.000	78 180	140.010	12,508.80	22,401.60	9,892 80 LT		
	9/12/07	140 000	74.030	140 010	10,364.20	19,601.40	9,237.20 LT		
	11/16/07	100 000	70.970	140.010	7,097.00	14,001.00	6,904.00 LT		
	12/18/07	400.000	67.750	140.010	27,100.00	56,004.00	28,904.00 LT		
	1/8/08	150.000	66 980	140 010	10,047.00	21,001.50	10,954.50 LT		
	2/1/08	250.000	68.690	140.010	17,172.50	35,002.50	17,830.00 LT		
	4/2/08	500.000	68.420	140.010	34,210.00	70,005 00	35,795.00 LT		
	4/28/08	600.000	68.133	140.010	40,879.98	84,006.00	43,126.02 LT		
	10/31/08	500 000	51.120	140.010	25,560.00	70,005 00	44,445 00 LT		
	6/15/09	3,000.000	47.159	140.010	141,475.50	420,030 00	278,554.50 LT		
	12/10/12	80 000	79.290	140.010	6,343 20	11,200.80	4,857.60 LT		
	Total	7,580 000			449,377.68	1,061,275.80	611,898 12 LT	12,916.00	1 21
GIMA Status. AL; Next Dividend Payable 03/2017, Asset Class: Equities									

STATEMENT A-1

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ISHARES SMALL CAP 600 G ETF (IJT)	12/6/04	10.000	52.640	150.000	526.40	1,500.00	973.60 LT		
	12/28/04	150.000	53.525	150.000	8,028.75	22,500.00	14,471.25 LT		
	1/12/05	160.000	50.800	150.000	8,128.00	24,000.00	15,872.00 LT		
	2/9/05	250.000	54.465	150.000	13,616.25	37,500.00	23,883.75 LT		
	8/16/05	570.000	56.680	150.000	32,307 60	85,500.00	53,192.40 LT		
	2/8/07	200.000	66.610	150.000	13,322.00	30,000 00	16,678.00 LT		
	2/26/07	220.000	67.575	150.000	14,866.50	33,000.00	18,133.50 LT		
	3/26/07	120.000	67.110	150.000	8,053.20	18,000.00	9,946 80 LT		
	6/8/07	120.000	69.860	150.000	8,383.20	18,000.00	9,616.80 LT		
	7/11/07	100 000	71.660	150 000	7,166.00	15,000.00	7,834.00 LT		
	7/24/07	160.000	70.015	150.000	11,202.40	24,000.00	12,797.60 LT		
	9/12/07	40.000	69.975	150.000	2,799.00	6,000.00	3,201.00 LT		
	11/16/07	100 000	67.675	150.000	6,767.50	15,000.00	8,232.50 LT		
	12/18/07	400.000	65.345	150.000	26,138 00	60,000.00	33,862.00 LT		
	1/8/08	100.000	64.995	150.000	6,499.50	15,000.00	8,500.50 LT		
	2/1/08	300.000	64.685	150.000	19,405.50	45,000.00	25,594.50 LT		
	4/2/08	600.000	63.860	150 000	38,316.00	90,000.00	51,684.00 LT		
	4/28/08	600.000	65.480	150.000	39,288.00	90,000 00	50,712.00 LT		
	10/31/08	800.000	47.439	150 000	37,951 04	120,000.00	82,048.96 LT		
	6/15/09	2,670.000	46.126	150 000	123,156 15	400,500 00	277,343.85 LT		
	12/10/12	80.000	82.180	150.000	6,574.40	12,000.00	5,425.60 LT		
	Total	7,750.000			432,495.39	1,162,500.00	730,004.61 LT	11,982.00	1.03

GIMA Status: AL; Next Dividend Payable 03/2017; Asset Class: Equities

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
EXCHANGE-TRADED & CLOSED-END FUNDS	34.90%	$2,199,895.21	$4,858,885.07	$2,646,976.82 LT 12,013.04 ST	$67,383.00	1.39%

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
TOTAL MARKET VALUE		$7,800,323.68	$13,923,840.20	$5,862,528.85 LT $113,814.31 ST	$257,270.00 $0.00	1.85%

Security Mark at Right

STATEMENT A-2

CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Trade Date	Face Value	Orig Unit Cost Adj Unit Cost	Unit Price	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
BANK OF AMERICA 8.0% FIXED DIV TO 1/2018 FLOATS	1/28/08	100,000.000	$106.503	$102 750	$106,502.63			$8,000.00	7.78
THEREAFTER			$106.503		$106,502.63	$102,750.00	$(3,752.63) LT	$3,333.33	
Coupon Rate 8.000%, Perpetual Maturity, CUSIP 060505DR2									
Int. Semi-Annually Jan/Jul 30; Callable $100.00 on 01/30/18, Yield to Call 5.340%; Floater; Moody BA2 S&P BB+; Issued 01/30/08; Asset Class: FI & Pref									
BEAR STEARNS CO INC	9/21/12	100,000.000	115.356	100.196	115,356.00			2,775 00	2.76
Coupon Rate 5 550%, Matures 01/22/2017, CUSIP 073902PN2			100 215		100.214.54	100,196.00	(18.54) LT	2,451.25	
Int. Semi-Annually Jan/Jul 22; Yield to Maturity 2.134%; Moody BAA1 S&P BBB+; Issued 11/22/06; Asset Class: FI & Pref									
PNC FUNDING CORP	2/14/13	145,000.000	116.276	100.303	168,600.20			4,078.00	2 80
Coupon Rate 5 625% Matures 02/01/2017; CUSIP 693476BB8			100.352		145.510 07	145,439.35	(70.72) LT	3,398 43	
Int. Semi-Annually Feb/Aug 01; Yield to Maturity 1 938%; Moody A3 S&P BBB+, Issued 02/08/07, Asset Class: FI & Pref									

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Security Description	Trade Date	Face Value	Orig Unit Cost Adj Unit Cost	Unit Price	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
MERRILL LYNCH & CO	5/16/13	250,000 000	112.974	101.363	282,434 48			7 125 00	2 81
Coupon Rate 5.700%, Matures 05/02/2017, CUSIP 59022CCS0			101.148		252,869.19	253,407.50	538.31 LT	2,335.41	
Int. Semi-Annually May/Nov 02; Yield to Maturity 1.608%; Moody BAA3 S&P BBB; Issued 05/02/07; Asset Class: FI & Pref									
WELLS FARGO	10/18/12	230,000.000	104.697	100.283	240,803.10			2,415.00	1 04
Coupon Rate 2.100%; Matures 05/08/2017; CUSIP 94974BFD7			100.373		230,856.79	230,650.90	(205 89) LT	711.08	
Int. Semi-Annually May/Nov 08; Yield to Maturity 1.290%: Moody A2 S&P A; Issued 05/07/12; Asset Class· FI & Pref									
KELLOGG CO	1/9/13	100,000 000	103.102	100.235	103,102.00			875.00	0.87
Coupon Rate 1.750%, Matures 05/17/2017: CUSIP 487836BH0			100.275		100,275.19	100,235.00	(40 19) LT	213.88	
Int. Semi-Annually May/Nov 17; Yield to Maturity 1.123%; Moody BAA2 S&P BBB; Issued 05/17/12; Asset Class FI & Pref									
DISCOVER FINL SVCS	8/29/13	55,000.000	115.095	102 050	63,302.15			1,774.00	3 16
Coupon Rate 6 450%, Matures 06/12/2017, CUSIP 254709AD0			101.856		56,020.56	56,127.50	106.94 LT	187.22	
Int. Semi-Annually Jun/Dec 12; Yield to Maturity 1.823%; Moody BA1 S&P BBB-, Issued 12/12/07, Asset Class: FI & Pref									
MS FIXED TO FLOATING RATE NOTE BASED ON 3-MONTH LIBOR	5/16/13	220,000.000	108 630	100.873	238,986 00			4 672.00	2.10
Coupon Rate 4.247%; Matures 06/20/2017, CUSIP 61760QBP8			108.936		239,659.86	221,920 60	(17,739 26) LT	285 51	
Interest Paid Quarterly Sep 20, Yield to Maturity 2.364%: Floater, Moody A3 S&P BBB+; Issued 06/20/12; Asset Class. FI & Pref									
JP MORGAN CHASE & CO	5/9/12	150,000 000	115.900	102 190	173,850.00			4,594 00	2 99
Coupon Rate 6 125%, Matures 06/27/2017; CUSIP 46625HGN4			101.617		152,424.88	153,285 00	860 12 LT	102 08	
Int. Semi-Annually Jun/Dec 27; Yield to Maturity 1.609%. Moody BAA1 S&P BBB+; Issued 06/27/07; Asset Class: FI & Pref									
CITIGROUP INC	1/10/13	200,000 000	120.032	102.744	240,064.00			12,000.00	5 83
Coupon Rate 6.000%; Matures 08/15/2017, CUSIP 172967EH0			102.797		205,594.21	205,488.00	(105.21) LT	4,533.33	
Int. Semi-Annually Feb/Aug 15; Yield to Maturity 1.548%; Moody BAA1 S&P BBB+; Issued 08/15/07; Asset Class· FI & Pref									
GENERAL ELEC CAP CORP	1/28/13	250,000 000	119 064	103 075	297,660 00			14,063 00	5 45
Coupon Rate 5.625%, Matures 09/15/2017, CUSIP 36962G3H5			102 986		257,464 19	257,687.50	223 31 LT	4 140.62	
Int. Semi-Annually Mar/Sep 15; Yield to Maturity 1.231%; Moody A1 S&P AA-; Issued 09/24/07; Asset Class: FI & Pref									
PITNEY BOWES INC	8/12/14	30,000 000	113 306	102.567	33,991.69			1,725.00	5.60
Coupon Rate 5 750%; Matures 09/15/2017; CUSIP 72447XAC1			103.091		30,927.28	30,770.10	(157.18) LT	507.91	
Int. Semi-Annually Mar/Sep 15; Yield to Maturity 2.061%; Moody BAA3 S&P BBB-; Issued 09/11/07; Asset Class: FI & Pref									
VIACOM INC	2/26/13	100,000.000	120.864	102.861	120,864 00			6 125 00	5.95
Coupon Rate 6.125%; Matures 10/05/2017: CUSIP 92553PAB8			103.548		103,548 37	102,861.00	(687.37) LT	1 463 19	
Int. Semi-Annually Apr/Oct 05; Yield to Maturity 2.306%; Moody BAA3 S&P BBB-; Issued 10/05/07; Asset Class: FI & Pref									
UBS AG STAMFORD CT	11/1/12	150,000 000	120.290	104.100	180,434.93			8,813.00	5.64
Coupon Rate 5.875%; Matures 12/20/2017; CUSIP 90261XEM0			103.977		155,965.69	156,150.00	184.31 LT	269.27	
Int. Semi-Annually Jun/Dec 20; Yield to Maturity 1.595%; Moody A1 S&P A+; Issued 12/20/07; Asset Class: FI & Pref									
AMERICAN TOWER CORP	8/12/14	150,000.000	109 399	102.639	164,099.00			6 750.00	4 38
Coupon Rate 4.500%; Matures 01/15/2018, CUSIP 029912BD3			102.914		154,370.56	153,958.50	(412.06) LT	3,112.49	
Int Semi-Annually Jan/Jul 15; Yield to Maturity 1.921%; Moody BAA3 S&P BBB-, Issued 12/07/10; Asset Class· FI & Pref									

STATEMENT A-2

Security Description	Trade Date	Face Value	Orig Unit Cost Adj Unit Cost	Unit Price	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
CNA FINANCIAL CORP NOTES	8/5/13	35,000.000	118.531	105.051	41,485.70			2,433.00	6.61
Coupon Rate 6.950%; Matures 01/15/2018; CUSIP 126117AH3			104.524		36,583 40	36,767.85	184.45 LT	1,121.65	
Int. Semi-Annually Jan/Jul 15; Yield to Maturity 2.012%; Moody BAA2 S&P BBB; Issued 01/13/98; Asset Class: FI & Pref									
FORD MOTOR CREDIT CO LL	8/5/13	200,000.000	99.998	100.447	199,995.64			4,750.00	2.36
Coupon Rate 2.375%, Matures 01/16/2018; CUSIP 34540UAA7			99.998		199,995.64	200,894.00	898.36 LT	2,177.08	
Int. Semi-Annually Jan/Jul 16; Yield to Maturity 1.939%; Moody BAA2 S&P BBB; Issued 01/11/13; Asset Class: FI & Pref									
GOLDMAN SACHS GROUP INC	1/10/13	200,000.000	119.113	104.174	238,226 00				
Coupon Rate 5.950%; Matures 01/18/2018; CUSIP 38141GFG4			104.149		208,297.81	208,348.00	50.19 LT		
	8/5/13	150,000.000	114.629	104.174	171,943.01				
			103.590		155,385.03	156,261.00	875.97 LT		
	Total	350,000.000			410,169 01			20,825.00	5.71
					363,682.84	364,609.00	926.16 LT	9,429.09	
Int. Semi-Annually Jan/Jul 18; Yield to Maturity 1.904%; Moody A3 S&P BBB+; Issued 01/18/08; Asset Class: FI & Pref									
AT&T INC	2/11/14	150,000.000	115.322	103.899	172,983.00			8,250.00	5.29
Coupon Rate 5.500%; Matures 02/01/2018; CUSIP 00206RAJ1			104.277		156,415.69	155,848.50	(567.19) LT	3,437.50	
Int. Semi-Annually Feb/Aug 01; Yield to Maturity 1.847%; Moody BAA1 (-) S&P BBB+ (-); Issued 02/01/08; Asset Class: FI & Pref									
KINDER MORGAN ENER PART	2/24/14	150,000.000	116.364	104.312	174,546.00			8,925.00	5 70
Coupon Rate 5 950%; Matures 02/15/2018; CUSIP 494550AY2			104.738		157,106.73	156,468.00	(638.73) LT	3,371.66	
Int. Semi-Annually Feb/Aug 15; Yield to Maturity 2.041%; Moody BAA3 S&P BBB-; Issued 02/12/08; Asset Class: FI & Pref									
VENTAS REALTY LP/CAP CRP	2/24/14	60,000.000	101.692	100.206	61,015 10			1,200.00	1.99
Coupon Rate 2.000%; Matures 02/15/2018; CUSIP 92276MBA2			100.489		60,293.45	60,123.60	(169.85) LT	453.33	
Int. Semi-Annually Feb/Aug 15; Callable $100 00 on 01/15/18; Yield to Call 1.799%; Moody BAA1 S&P BBB+; Issued 12/13/12; Asset Class: FI & Pref									
VERIZON COMMUNICATIONS	1/10/13	100,000.000	121.233	104.344	121,233 00			5,500 00	5.27
Coupon Rate 5.500%; Matures 02/15/2018, CUSIP 92343VAL8			104.796		104,796.35	104,344.00	(452.35) LT	2,077.77	
Int. Semi-Annually Feb/Aug 15; Yield to Maturity 1.578%; Moody BAA1 S&P BBB+; Issued 02/12/08; Asset Class: FI & Pref									
DISCOVER BANK	2/24/14	40,000.000	101.650	99.982	40,660.10			800.00	2.00
Coupon Rate 2 000%; Matures 02/21/2018; CUSIP 25466AAC5			100 482		40,192.88	39,992.80	(200.08) LT	288.88	
Int. Semi-Annually Feb/Aug 21; Yield to Maturity 2.015%; Moody BAA3 S&P BBB; Issued 02/21/13; Asset Class: FI & Pref									
WYNDHAM WORLDWIDE	3/25/14	150,000.000	102.191	100.842	153,286.50			3,750.00	2.47
Coupon Rate 2 500%; Matures 03/01/2018, CUSIP 98310WAK4			100 668		151,002.20	151,263.00	260.80 LT	1,249 99	
Int. Semi-Annually Mar/Sep 01; Callable $100.00 on 02/01/18; Yield to Call 1.712%; Moody BAA3 S&P BBB-; Issued 02/22/13; Asset Class: FI & Pref									
PITNEY BOWES INC	8/12/14	40,000.000	112.027	103.925	44,810.80			2,240.00	5.38
Coupon Rate 5.600%; Matures 03/15/2018; CUSIP 72447XAD9			104.145		41,657 83	41,570.00	(87.83) LT	659 55	
Int. Semi-Annually Mar/Sep 15; Yield to Maturity 2.278%; Moody BAA3 S&P BBB-; Issued 03/07/08; Asset Class: FI & Pref									
YUM! BRANDS INC	2/24/14	150,000.000	117.437	104.500	176,156.10			9,375.00	5.98
Coupon Rate 6.250%, Matures 03/15/2018; CUSIP 988498AC5			105.319		157,977.97	156,750.00	(1,227.97) LT	2,760.41	
Int. Semi-Annually Mar/Sep 15; Yield to Maturity 2.436%; Moody B2 S&P B+; Issued 10/19/07; Asset Class: FI & Pref									

STATEMENT A-2

Security Description	Trade Date	Face Value	Orig Unit Cost Adj Unit Cost	Unit Price	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
MORGAN STANLEY	8/12/14	150,000 000	117.499	105.753	176,249.20			9,938.00	6 26
Coupon Rate 6.625%; Matures 04/01/2018, CUSIP 617446607			106.144		159,215.71	158,629.50	(586.21) LT	2,484.37	
Int. Semi-Annually Apr/Oct 01: Yield to Maturity 1.941%; Moody A3 S&P BBB+; Issued 04/01/08; Asset Class: FI & Pref									
DELL INC	8/30/12	100,000 000	118.961	103.850	118,961.00			5,650.00	5 44
Coupon Rate 5.650%; Matures 04/15/2018; CUSIP 24702RAE1			104.547		104,547.29	103,850.00	(697.29) LT	1,192.77	
Int Semi-Annually Apr/Oct 15; Yield to Maturity 2 590%; Moody BA2 S&P BB-: Issued 10/15/08; Asset Class: FI & Pref									
FIFTH THIRD BANCORP	6/23/14	250,000 000	110.446	103 155	276,114.00			11,250.00	4 36
Coupon Rate 4.500%; Matures 06/01/2018; CUSIP 316773AD2			103.846		259,614.98	257,887.50	(1,727.48) LT	937 49	
Int. Semi-Annually Jun/Dec 01; Yield to Maturity 2.224%; Moody BAA1 S&P BBB; Issued 05/23/03, Asset Class: FI & Pref									
HUMANA INC	6/23/14	100,000 000	120.743	107.493	120,743.00			7,200.00	6 69
Coupon Rate 7.200%; Matures 06/15/2018; CUSIP 444859AY8			107.774		107,773.69	107,493.00	(280.69) LT	319.99	
Int Semi-Annually Jun/Dec 15; Yield to Maturity 1.953%; Moody BAA3 (+) S&P A- (-); Issued 06/05/08; Asset Class: FI & Pref									
FORD MOTOR CO BOND	5/16/12	55,000 000	116.547	106.655	64,100.75			3,575 00	6 09
Coupon Rate 6.500%: Matures 08/01/2018, CUSIP 345370BX7			104.572		57,514.40	58,660.25	1,145 85 LT	1,489.58	
Int. Semi-Annually Feb/Aug 01; Yield to Maturity 2.199%; Moody BAA2 S&P BBB; Issued 07/27/98; Asset Class: FI & Pref									
HUMANA INC	4/3/14	50,000 000	117.864	107.071	58,932.00			3,150.00	5 88
Coupon Rate 6.300%; Matures 08/01/2018, CUSIP 444859AU6			106.730		53,364.87	53,535.50	170.63 LT	1,312.50	
Int Semi-Annually Feb/Aug 01; Yield to Maturity 1.751%; Moody BAA3 (+) S&P A- (-); Issued 08/05/03; Asset Class: FI & Pref									
SUNTRUST BANKS INC	4/3/14	200,000 000	101.521	100.886	203,041.28			4,700.00	2.32
Coupon Rate 2.350%; Matures 11/01/2018; CUSIP 867914BF9			100.627		201,254.53	201,772.00	517 47 LT	783.33	
Int. Semi-Annually May/Nov 01; Callable $100.00 on 10/01/18; Yield to Call 1.832%; Moody BAA1 S&P BBB+; Issued 10/25/13; Asset Class: FI & Pref									
BANK OF NEW YORK MELLON	4/3/14	100,000 000	100.665	100.442	100,664.64			2,100.00	2.09
Coupon Rate 2.100%; Matures 01/15/2019, CUSIP 06406HCP2			100.292		100,291.62	100,442.00	150.38 LT	968.33	
Int Semi-Annually Jan/Jul 15; Callable $100.00 on 12/15/18; Yield to Call 1.869%; Moody A1 S&P A; Issued 11/18/13; Asset Class: FI & Pref									
BB&T CORPORATION	12/3/15	125,000 000	101.906	100.779	127,382.75			2,813.00	2 23
Coupon Rate 2.250%; Matures 02/01/2019, CUSIP 05531FAQ6			101.272		126,590 42	125,973.75	(616.67) LT	1,171.87	
Int. Semi-Annually Feb/Aug 01, Callable $100 00 on 01/02/19; Yield to Maturity 1.867%; Moody A2 S&P A-; Issued 02/04/14; Asset Class: FI & Pref									
FPL GROUP CAPITAL INC	5/19/14	100,000 000	118.715	108.140	118,714.50			6,000 00	5 54
Coupon Rate 6 000%; Matures 03/01/2019: CUSIP 302570BD7			108.697		108,696.60	108,140.00	(556.60) LT	1,999 99	
Int. Semi-Annually Mar/Sep 01; Yield to Maturity 2.134%, Moody BAA1 S&P BBB+; Issued 03/09/09, Asset Class· FI & Pref									
VIACOM INC	4/3/14	100,000 000	100 610	99.173	100,609.70			2,200.00	2 21
Coupon Rate 2 200%, Matures 04/01/2019, CUSIP 92553PAV4			100.283		100,283.11	99,173.00	(1 110.11) LT	550 00	
Int. Semi-Annually Apr/Oct 01; Yield to Maturity 2.580%; Moody BAA3 S&P BBB-; Issued 03/11/14; Asset Class FI & Pref									
BB&T CORPORATION	6/23/14	100,000 000	123 123	110.832	123 122 50			6,850 00	6 18
Coupon Rate 6 850%; Matures 04/30/2019, CUSIP 05531FAB9			111.376		111,376.33	110,832.00	(544.33) LT	1,141 66	
Int. Semi-Annually Apr/Oct 30: Yield to Maturity 2.064%, Moody A2 S&P A- Issued 05/04/09: Asset Class: FI & Pref									

STATEMENT A-2

Security Description	Trade Date	Face Value	Orig Unit Cost Adj Unit Cost	Unit Price	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
NATIONAL CITY CORP SUB NOTE Coupon Rate 6.875%; Matures 05/15/2019; CUSIP 635405AM5 *Int. Semi-Annually May/Nov 15; Yield to Maturity 2.477%; Moody A3 S&P BBB+; Issued 05/04/99; Asset Class: FI & Pref*	5/15/13	55,000.000	126.439 110.881	110.069	69,541.35 60,984.32	60,537.95	(446.37) LT	3,781.00 483.15	6.24
AT&T INC Coupon Rate 2.450%; Matures 06/30/2020; CUSIP 00206RCL4 *Int. Semi-Annually Jun/Dec 30; Callable $100.00 on 05/30/20; Yield to Maturity 2.660%; Moody BAA1 (-) S&P BBB+ (-); Issued 05/04/15; Asset Class: FI & Pref*	5/15/15	150,000 000	101.460 101.016	99.303	152,190.23 151,524.49	148,954.50	(2,569.99) LT	3,675.00	2.46
BANK OF AMERICA CORP Coupon Rate 5.625%, Matures 07/01/2020; CUSIP 06051GEC9 *Int. Semi-Annually Jan/Jul 01; Yield to Maturity 2.629%; Moody BAA1 S&P BBB+; Issued 06/22/10; Asset Class: FI & Pref*	5/15/15	80,000.000	116.564 116.564	109.955	93,251.02 93,251.02	87,964.00	(5,287.02) LT	4,500.00 2,250.00	5.11
AUTOZONE INC Coupon Rate 4.000%; Matures 11/15/2020; CUSIP 053332AL6 *Int. Semi-Annually May/Nov 15; Callable $100.00 on 08/15/20; Yield to Call 2.560%; Moody BAA1 S&P BBB; Issued 11/15/10; Asset Class: FI & Pref*	12/3/15	50,000.000	107.932 106.296	104.950	53,966.00 53,147.89	52,475.00	(672.89) LT	2,000.00 255.55	3.81
HEWLETT-PACKARD CO Coupon Rate 3.750%, Matures 12/01/2020; CUSIP 428236BF9 *Int. Semi-Annually Jun/Dec 01; Yield to Maturity 2.789%; Moody BAA2 S&P BBB; Issued 12/02/10; Asset Class: FI & Pref*	8/20/12	50,000.000	100.889 100.454	103 539	50,444.50 50,226 88	51,769.50	1,542.62 LT	1,875.00 156.24	3.62
BANK OF AMERICA CORP Coupon Rate 5.000%; Matures 05/13/2021, CUSIP 06051GEH8 *Int. Semi-Annually May/Nov 13; Yield to Maturity 2.818%; Moody BAA1 S&P BBB+; Issued 05/13/11; Asset Class: FI & Pref*	5/15/15	120,000 000	113.848 113.848	108.904	136,617.81 136,617.81	130,684.80	(5,933.01) LT	6,000.00 799.99	4.59
VERIZON COMMUNICATIONS Coupon Rate 3.500%, Matures 11/01/2021, CUSIP 92343VBC7 *Int. Semi-Annually May/Nov 01; Yield to Maturity 2.783%; Moody BAA1 S&P BBB+; Issued 11/03/11; Asset Class: FI & Pref*	2/10/16	100,000.000	105.840 104.994	103.217	105,839.50 104,993.93	103,217.00	(1,776.93) ST	3,500.00 583.33	3 39
PRUDENTIAL FINANCIAL INC Coupon Rate 4.500%, Matures 11/16/2021; CUSIP 74432QBT1 *Int. Semi-Annually May/Nov 16; Yield to Maturity 2.706%; Moody BAA1 S&P A; Issued 11/16/11; Asset Class: FI & Pref*	12/3/15	150,000.000	110.130 108.428	108.139	165,195.50 162,642.62	162,208.50	(434.12) LT	6,750.00 843.75	4 16
JP MORGAN CHASE & CO Coupon Rate 4.500%, Matures 01/24/2022; CUSIP 46625HJD3 *Int. Semi-Annually Jan/Jul 24; Yield to Maturity 2.826%; Moody A3 S&P A-; Issued 01/23/12; Asset Class: FI & Pref*	7/11/16	100,000 000	113.715 112.616	107.843	113,714.50 112,616.35	107,843.00	(4,773.35) ST	4,500 00 1,962.49	4.17
AUTOZONE INC Coupon Rate 3.700%; Matures 04/15/2022, CUSIP 053332AM4 *Int. Semi-Annually Apr/Oct 15; Callable $100.00 on 01/15/22; Yield to Call 2.981%; Moody BAA1 S&P BBB; Issued 04/24/12; Asset Class: FI & Pref*	12/3/15	45,000.000	104.625 103 908	103.339	47,081 45 46,758.39	46,502.55	(255.84) LT	1,665.00 351.49	3 58
VODAFONE GROUP PLC Coupon Rate 2.950%; Matures 02/19/2023, CUSIP 92857WBC3 *Int. Semi-Annually Feb/Aug 19; Yield to Maturity 3.504%; Moody BAA1 S&P BBB+; Issued 02/19/13; Asset Class: FI & Pref*	7/29/16	200,000.000	105.047 104.750	96.962	210,094 50 209,499 52	193,924.00	(15,575.52) ST	5,900.00 2,163.33	3.04
PRUDENTIAL FINL 8.875% FIXED TO 6/15/18 FLOATS THEREAFTER Coupon Rate 8.875%; Matures 06/15/2038; CUSIP 744320AK8 *Int. Semi-Annually Jun/Dec 15; Callable $100.00 on 06/15/18; Yield to Call 3.204%; Floater; Moody BAA2 S&P BBB+; Issued 06/17/08; Asset Class· FI & Pref*	1/10/13	150,000.000	124.440 124.274	108.000	186,660.00 186,410.57	162,000.00	(24,410.57) LT	13,313.00 591 66	8 21

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	Percentage of Holdings	Face Value	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
CORPORATE FIXED INCOME		6,335,000.000	$7,099,622.81			$276,717.00	4.23%
			$6,621,106.33	$6,534,027 00	$(64,953.53) LT $(22,125.80) ST	$78,864.77	
TOTAL CORPORATE FIXED INCOME (includes accrued interest)	81.76%			$6,612,891.77			

Watchlist and CreditWatch Indicators: (*) = developing/uncertain (+) = On Watchlist/CreditWatch Upgrade (-) = On Watchlist/CreditWatch Downgrade

GOVERNMENT SECURITIES

TREASURY SECURITIES

Security Description	Trade Date	Face Value	Orig Unit Cost Adj Unit Cost	Unit Price	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
UNITED STATES TREASURY NOTE-INFLATION INDEXED	11/5/10	150,000 000	$110.375	$105.171	$167,166 80			$2,305.00	1.30
Coupon Rate 1.375%, Matures 01/15/2020; CUSIP 912828MF4			$115.274		$172,910.89	$176,332.32	$3,421.43 LT	$1,058.71	

Int. Semi-Annually Jan/Jul 15; Factor 1.11775000; Moody AAA; Issued 01/15/10; Current Face 167,662.500; Asset Class: FI & Pref

	Percentage of Holdings	Face Value	Orig Total Cost Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
GOVERNMENT SECURITIES		150,000.000	$167,166.80			$2,305.00	1.31%
			$172,910.89	$176,332.32	$3,421.43 LT	$1,058.71	
TOTAL GOVERNMENT SECURITIES (includes accrued interest)	2.19%			$177,391.03			

STATEMENT A-2

HEDGE FUNDS - SHARES

For Hedge Funds - Shares 1)"Trade Date" may reflect the date on which the positions were transferred into the current account; 2) "Total Purchases vs. Estimated Value" is provided to assist you in comparing your "Total Purchases," excluding reinvested distributions, with the current value of the position; 3) "Net Value Increase/(Decrease)," which reflects the difference between your total purchases and the estimated value of the fund's shares, is for informational purposes and does not reflect your total unrealized gain or loss nor should it be used for tax purposes.

Security Description	Trade Date	Quantity	Unit Cost	Estimated NAV	Total Cost	Estimated Value	Unrealized Gain/(Loss)		Valuation Date
SKYBRIDGE MUL-AD SER G	6/1/13	327.535	$1.221 240	$1.129.82	$400,000.00	$370 055.92	$(29.944.08)	F	11/30/16
	Purchases	327 535			400,000.00	370,055.92	(29.944.08)	F	
Reinvestment	12/31/15	6 967	1.151.280	1.129.82	8.020.88	7,871.46	(149 42)	F	
	Total	334.502			408.020.88	377,927.38	(29.944.08) (149.42)		
Total Purchases vs Estimated Value					400,000.00	377,927.38			
Net Value Increase/(Decrease)						(22.072.62)			

Asset Class: Alt

	Percentage of Holdings	Estimated Value
ALTERNATIVE INVESTMENTS	13.29%	$1,075,318 43

STATEMENT A-3

Holdings

Core Account

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est.Yield (EY)
FIDELITY TREASURY MMKT FD DAILY MONEY. (FDUXX) -- 7-day yield: 0.01%	168,554.880	$1.0000	$168,554.88	not applicable	not applicable	$16.90	0.010%
Total Core Account (2% of account holdings)			**$168,554.88**			**$16.90**	

Exchange Traded Products

Includes exchange-traded funds (ETFs), exchange-traded notes (ETNs), and other exchange-traded vehicles.

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss
Equity ETPs					
ISHARES CORE S&P SMALL-CAP ETF (IJR)	1,000.000	$137.5200	$137,520.00	$140,704.30	-$3,184.30
M **SECTOR SPDR TR SHS BEN INT FINANCIAL** (XLF)	6,000.000	23.2500	139,500.00	130,953.10	8,546 90
M **VANGUARD FTSE DEVELOPED MARKET** ETF (VEA)	5,000.000	36.5400	182,700.00	192,099.90	-9,399.90
Total Equity ETPs (7% of account holdings)			459,720.00	463,757.30	-4,037.30
Total Exchange Traded Products (7% of account holdings)			**$459,720.00**	**$463,757.30**	**-$4,037.30**

Stocks

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est.Yield (EY)
Common Stock							
M **CHUBB LIMITED COM NPV** ISIN #CH0044328745 (CB)	750.000	$132.1200	$99,090.00	$95,037.95	$4,052.05	$2,070.00	2.090%
M **NXP SEMICONDUCTORS N V** (NXPI)	1,000.000	98.0100	98,010.00	76,094.65	21,915.35	-	-
M **ALPHABET INC CAP STK CL C** (GOOG)	90.000	771.8200	69,463.80	42,616.18	26,847.62	-	-
M **ALPHABET INC CAP STK CL A** (GOOGL)	50.000	792.4500	39,622.50	20,840.83	18,781.67	-	-
M **AMAZON.COM INC** (AMZN)	100.000	749.8700	74,987.00	28,885.86	46,101.14	-	-
M **AMERISOURCEBERGEN CORP** (ABC)	1,100.000	78.1900	86,009.00	82,572.35	3,436.65	1,606.00	1.870
M **APPLE INC** (AAPL)	800.000	115.8200	92,656 00	59,707.83	32,948.17	1,824.00	1.970

STATEMENT A-3

Holdings

Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock (continued)							
M **CVS HEALTH CORP COM** (CVS)	600.000	78.9100	47,348.00	35,331.35	12,014.65	1,200.00	2.530
M **CHEVRON CORP NEW COM** (CVX)	1,000.000	117.7000	117,700.00	88,719.15	28,980.85	4,320.00	3.670
M **CORNING INC** (GLW)	4,500.000	24.2700	109,215.00	86,126.95	23,088.05	2,430.00	2.220
M **HOME DEPOT INC COM** (HD)	500.000	134.0800	67,040.00	37,473.75	29,566.25	1,380.00	2.060
M **JPMORGAN CHASE & CO** (JPM)	1,400.000	86.2900	120,806.00	85,484.83	35,321.17	2,688.00	2.230
M **JOHNSON & JOHNSON** (JNJ)	750.000	115.2100	86,407.50	78,014.75	8,392.75	2,400.00	2.780
M **LKQ CORP COM** (LKQ)	2,500.000	30.6500	76,625.00	61,028.54	15,596.46	-	-
M **LILLY ELI &CO COM NPV** (LLY)	1,200.000	73.5500	88,260.00	75,906.68	12,353.32	2,496.00	2.830
M **MARKEL CORP HLDG CO** (MKL)	120.000	904.5000	108,540.00	69,167.94	39,372.06	-	-
M **MASCO CORP** (MAS)	3,000.000	31.6200	94,860.00	61,898.03	32,961.97	1,200.00	1.270
M **MERCK & CO INC NEW COM** (MRK)	1,500.000	58.8700	88,305.00	95,967.20	-7,662.20	2,820.00	3.190
M **MORGAN STANLEY** (MS)	3,000.000	42 2500	126,750.00	97,005.05	29,744.95	2,400.00	1.890
M **NIKE INC CLASS B** (NKE)	1,400.000	50.8300	71,162.00	44,303.33	26,858.67	1,008.00	1.420
M **PROCTER AND GAMBLE CO COM** (PG)	1,000.000	84.0800	84,080.00	75,716 85	8,363 15	2,678.00	3.190
M **SCHLUMBERGER LIMITED COM USD0.01** (SLB)	1,150.000	83.9500	96,542.50	94,595 76	1,946.74	2,300.00	2 380
M **SIEMENS A G SPONSORED ADR**(SIEGY)	750.000	123.1950	92,396.25	78,565 85	13,830.40	-	-
M **SOUTHWEST AIRLNS CO** (LUV)	1,600.000	49.8400	79,744.00	63,382.68	16,361.32	640 00	0.800
M **SPECTRUM BRANDS HLDGS INC COM** (SPB)	800.000	122.3300	97,864.00	44,903.18	52,960.82	1,216.00	1.240
M **UNDER ARMOUR INC COM STK USD0.000333** CLASS A (UAA)	2,500.000	29.0500	72,625.00	100,391.55	-27,766 55	-	-
M **UNITED PARCEL SVC INC CL B** (UPS)	750.000	114.6400	85,980.00	71,419.09	14,560 91	2,340 00	2.720
M **UNITED RENTALS INC** (URI)	800.000	105.5800	84,464.00	61,372 71	23,091.29	-	-
M **UNITEDHEALTH GROUP** (UNH)	600.000	160.0400	96,024.00	68,717.27	27,306.73	1,500.00	1.560
M **VULCAN MATERIALS CO** (VMC)	600.000	125.1500	75,090.00	35,934.95	39,155.05	480.00	0.640
Total Common Stock (38% of account holdings)			$2,627,664.55	$2,017,183.09	$610,481.46	$40,996 00	
Total Stocks (38% of account holdings)			**$2,627,664.55**	**$2,017,183.09**	**$610,481.46**	**$40,996.00**	

STATEMENT A-3

Holdings

Bonds

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Corporate Bonds								
VODAFONE GROUP NOTE CALL MAKE WHOLE	02/19/18	100,000.000	$99.5730	$99,573.00 -	$95,893.00	$3,680.00	-	1.500%
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP. 92857WBE9								
MCDONALDS CORP MED TERM NT BE MTN	03/01/18	100,000.000	104.2130	104,213.00 *1,783.33*	103,770.43 B	442.57	5,350 000	5.350
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP· 58013MEE0								
JPMORGAN CHASE &CO NOTE	05/15/18	100,000.000	99.8720	99,872 00 *207.64*	99,848.00 B	24.00	1,625.000	1.625
FIXED COUPON MOODYS A3. S&P A- SEMIANNUALLY CUSIP: 46625HJL5								
VERIZON COMMUNICATIONS INC	09/14/18	60,000.000	103.3020	61,981.20 *650.92*	60,002.75 B	1,978.45	2,190.000	3.650
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 92343VBP8								
CVS HEALTH CORP NOTE CALL MAKE WHOLE	12/05/18	75,000.000	100.8770	75,657.75 *121.88*	75,222.13 B	435.62	1,687.500	2.250
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 11/05/2018 CONT CALL 11/05/2018 MAKE WHOLE CALL CUSIP: 126650CB4								
MARRIOTT INTL INC NEW	03/01/19	100,000.000	101.7500	101,750.00 *1,000.00*	100,523.78 B	1,226.22	3,000.000	3.000
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY NEXT CALL DATE 12/01/2018 CONT CALL 12/01/2018 MAKE WHOLE CALL CUSIP: 571903AJ2								
UNITED PARCEL SERVICE INC	04/01/19	100,000.000	107.3900	107,390.00 *1,281.25*	106,409.79 B	980.21	5,125.000	5.125
FIXED COUPON MOODYS A1 S&P A+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 911312AK2								
APPLE INC NOTE CALL MAKE WHOLE	05/06/20	100,000.000	100.1860	100,186.00 *266.67*	100,170.63 B	15.37	2,000.000	2.000
FIXED COUPON MOODYS Aa1 S&P AA+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 037833BD1								
ANTHEM INC NOTE CALL MAKE WHOLE	08/15/20	100,000.000	105.5380	105,538.00 *1,643.33*	104,620.96 B	917.04	4,350.000	4.350
FIXED COUPON MOODYS Baa2 S&P A SEMIANNUALLY MAKE WHOLE CALL CUSIP: 94973VAS6								
CSX CORP NOTE CALL MAKE WHOLE	10/30/20	100,000.000	103.8810	103,881.00 *626.94*	103,925.14 B	-44.14	3,700.000	3.700
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 07/30/2020 CONT CALL 07/30/2020 MAKE WHOLE CALL CUSIP: 126408GT4								
CAMPBELL SOUP CO NOTE CALL MAKE WHOLE	04/15/21	75,000.000	106 5950	79,946.25 *672.92*	79,997 94 B	-51.69	3,187.500	4.250
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP· 134429AW9								

STATEMENT A-3

Holdings

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Corporate Bonds (continued)								
APPLE INC NOTE CALL MAKE WHOLE	05/06/21	100,000.000	102.0750	102,075.00 *435.42*	100,555.36^{B}	1,519.64	2,850.000	2.850
FIXED COUPON MOODYS Aa1 S&P AA+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 037833AR1								
JPMORGAN CHASE &CO NOTE	05/10/21	100,000.000	107.6730	107,673.00 *655.21*	106,848.30^{B}	824.70	4,625.000	4.625
FIXED COUPON MOODYS A3 S&P A- SEMIANNUALLY CUSIP: 46625HHZ6								
FLORIDA POWER CORP BOND CALL MAKE WHOLE	08/15/21	100,000.000	102.5480	102,548.00 *1,171.11*	101,947.50^{B}	600.50	3,100.000	3.100
FIXED COUPON MOODYS A1 S&P A SEMIANNUALLY NEXT CALL DATE 05/15/2021 CONT CALL 05/15/2021 MAKE WHOLE CALL CUSIP: 341099CP2								
COCA COLA CO NOTE CALL MAKE WHOLE	09/01/21	100,000.000	104.3500	104,350.00 *1,100.00*	103,571.56^{B}	778.44	3,300.000	3.300
FIXED COUPON MOODYS Aa3 S&P AA- SEMIANNUALLY MAKE WHOLE CALL CUSIP: 191216AV2								
VERIZON COMMUNICATIONS INC	11/01/21	100,000.000	103.2170	103,217 00 *583.33*	101,740.57^{B}	1,476.43	3,500.000	3.500
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 92343VBC7								
VERIZON COMMUNICATIONS INC	11/01/21	100,000.000	100.7290	100,729.00 *500.00*	99,421.00^{B}	1,308.00	3,000.000	3.000
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 09/01/2021 CONT CALL 09/01/2021 MAKE WHOLE CALL CUSIP: 92343VCN2								
BECTON DICKINSON &CO NOTE CALL MAKE WHOLE	11/08/21	100,000.000	102.5230	102,523.00 *460.07*	100,790.64^{B}	1,732.36	3,125.000	3.125
FIXED COUPON MOODYS Baa2 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 075887BA6								
EXPRESS SCRIPTS HLDG CO NOTE	02/15/22	50,000.000	104.0140	52,007.00 *736.67*	52,067.72^{B}	-60.72	1,950.000	3.900
FIXED COUPON MOODYS Baa2 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 30219GAF5								
ABBOTT LABS NOTE CALL MAKE WHOLE	03/15/22	75,000.000	97.7350	73,301.25 *563.12*	75,134.80^{B}	-1,833.55	1,912.500	2.550
FIXED COUPON MOODYS A2 S&P A+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 002824BA7								
MOLSON COORS BREWING CO BOND	05/01/22	100,000.000	102.9370	102,937.00 *583.33*	101,317.29^{B}	1,619.71	3,500.000	3.500
FIXED COUPON MOODYS Baa3 S&P BBB- SEMIANNUALLY MAKE WHOLE CALL CUSIP: 60871RAC4								
WALGREEN CO NOTE CALL MAKE WHOLE	09/15/22	100,000.000	99.9850	99,985 00 *912.78*	98,792.00^{B}	1,193.00	3,100.000	3.100
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY MAKE WHOLE CALL CUSIP: 931422AH2								

STATEMENT A-3

Holdings

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Corporate Bonds (continued)								
AMERICAN EXPRESS CO NOTE	12/02/22	100,000.000	98.4620	98,462.00 *213.47*	97,331.73^{B}	1,130.27	2,650.000	2.650
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY CUSIP: 025816BD0								
RAYTHEON CO NOTE CALL MAKE WHOLE	12/15/22	100,000.000	99.5000	99,500.00 *111.11*	96,010.00^{B}	3,490.00	2,500.000	2.500
FIXED COUPON MOODYS A3 S&P A SEMIANNUALLY NEXT CALL DATE 09/15/2022 CONT CALL 09/15/2022 MAKE WHOLE CALL CUSIP: 755111BX8								
ANHEUSER BUSCH INBEV FIN INC NOTE	01/17/23	100,000.000	98.0210	98,021.00 *1,195.83*	95,920.00^{B}	2,101.00	2,625.000	2.625
FIXED COUPON MOODYS A3 S&P A- SEMIANNUALLY MAKE WHOLE CALL CUSIP: 035242AA4								
TOTAL SYS SVCS INC NOTE CALL MAKE WHOLE	06/01/23	100,000.000	99.3200	99,320.00 *312.50*	99,307.00^{B}	13.00	3,750.000	3.750
FIXED COUPON MOODYS Baa3 S&P BBB- SEMIANNUALLY NEXT CALL DATE 03/01/2023 CONT CALL 03/01/2023 MAKE WHOLE CALL CUSIP: 891906AB5								
AFLAC INC NOTE CALL MAKE WHOLE	06/15/23	100,000.000	103.5180	103,518.00 *161.11*	103,549.89^{B}	-31.89	3,625.000	3.625
FIXED COUPON MOODYS A3 S&P A- SEMIANNUALLY MAKE WHOLE CALL CUSIP: 001055AL6								
CVS HEALTH CORP NOTE CALL MAKE WHOLE	12/05/23	100,000.000	105.3650	105,365.00 *288.89*	106,513.19^{B}	-1,148.19	4,000.000	4.000
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 09/05/2023 CONT CALL 09/05/2023 MAKE WHOLE CALL CUSIP: 126650CC2								
MORGAN STANLEY CALL MAKE WHOLE	04/29/24	75,000.000	102.5570	76,917 75 *500.52*	77,497 51^{B}	-579.76	2,906 240	3.875
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY MAKE WHOLE CALL CUSIP: 61746BDQ6								
AMGEN INC NOTE CALL MAKE WHOLE	05/22/24	100,000.000	101.7240	101,724.00 *392.71*	105,016.44^{B}	-3,292.44	3,625.000	3.625
FIXED COUPON MOODYS Baa1 S&P A SEMIANNUALLY NEXT CALL DATE 02/22/2024 CONT CALL 02/22/2024 MAKE WHOLE CALL CUSIP: 031162BV1								
WALGREENS BOOTS ALLIANCE INC	11/18/24	100,000 000	101.7780	101,778.00 *453.89*	104,193.17^{B}	-2,415.17	3,800.000	3.800
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY NEXT CALL DATE 08/18/2024 CONT CALL 08/18/2024 MAKE WHOLE CALL CUSIP: 931427AH1								
AMAZON COM INC BOND CALL MAKE WHOLE	12/05/24	100,000.000	105 0830	105,083.00 *274.44*	103,736.40^{B}	1,346.60	3,800.000	3.800
FIXED COUPON MOODYS Baa1 S&P AA- SEMIANNUALLY NEXT CALL DATE 09/05/2024 CONT CALL 09/05/2024 MAKE WHOLE CALL CUSIP: 023135AN6								
AMERICAN EXPRESS CO BOND	12/05/24	75,000 000	100.4150	75,311.25 *196.35*	78,609.17^{B}	-3,297.92	2,718 740	3.625
FIXED COUPON MOODYS A3 S&P BBB SEMIANNUALLY NEXT CALL DATE 11/04/2024 CONT CALL 11/04/2024 CUSIP: 025816BK4								

STATEMENT A-3

Holdings

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Corporate Bonds (continued)								
BECTON DICKINSON &CO NOTE CALL MAKE WHOLE	12/15/24	47,000.000	102 2620	48,063.14 *78.00*	48,658.32 B	-595.18	1,754.980	3.734
FIXED COUPON MOODYS Baa2 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 09/15/2024 CONT CALL 09/15/2024 MAKE WHOLE CALL CUSIP· 075887BF5								
ADOBE SYS INC NOTE CALL MAKE WHOLE	02/01/25	100,000.000	100.0490	100,049.00 *1,354.17*	99,098.00 B	951.00	3,250.000	3.250
FIXED COUPON MOODYS Baa1 S&P A- SEMIANNUALLY NEXT CALL DATE 11/01/2024 CONT CALL 11/01/2024 MAKE WHOLE CALL CUSIP· 00724FAC5								
CONOCOPHILLIPS CO NOTE CALL MAKE WHOLE	05/15/25	75,000 000	98.6770	74,007.75 *321.04*	76,920.27 B	-2,912.52	2,512.500	3.350
FIXED COUPON MOODYS Baa2 S&P A- SEMIANNUALLY NEXT CALL DATE 02/15/2025 CONT CALL 02/15/2025 MAKE WHOLE CALL CUSIP: 20826FAG1								
PEPSICO INC NOTE CALL MAKE WHOLE	07/17/25	100,000.000	103 3570	103,357 00 *1,594.44*	101,592.37 B	1,764.63	3,500.000	3.500
FIXED COUPON MOODYS A1 S&P A SEMIANNUALLY NEXT CALL DATE 04/17/2025 CONT CALL 04/17/2025 MAKE WHOLE CALL CUSIP: 713448CY2								
UNDER ARMOUR INC NOTE CALL MAKE WHOLE	06/15/26	75,000.000	94.4430	70,832.25 *108.33*	72,015.08 B	-1,182.83	2,437 500	3.250
FIXED COUPON MOODYS Baa2 S&P BBB- SEMIANNUALLY NEXT CALL DATE 03/15/2026 CONT CALL 03/15/2026 MAKE WHOLE CALL CUSIP· 904311AA5								
Total Corporate Bonds (52% of account holdings)				$3,552,642.59	$3,538,539.83	$14,102.76	$115,632 460	
Total Bonds (52% of account holdings)				**$3,552,642.59**	**$3,538,539.83**	**$14,102.76**	**$115,632.460**	

Other

Description	Quantity	Price Per Unit	Total Market Value *Accrued Interest (AI)*	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est.Yield (EY)
M **WEYERHAEUSER CO COM (WY)**	2,144 000	$30.0900	$64,512.96	$64,919.93	-$406.97	$2,658.56	4.120%
Total Other (1% of account holdings)			**$64,512.96**	**$64,919.93**	**-$406.97**	**$2,658.56**	

2016 GRANTS

Charity	Amount
Alliance Theatre 1280 Peachtree Street NE, Atlanta, GA 30309	$10,000
American Jewish Committee Atlanta Regional Office, 6 Piedmont Center, Suite 510, Atlanta, GA 30305	$10,000
Anti-Defamation League (No Place for Hate) 3490 Piedmont Road NE, Suite 610, Atlanta, GA 30305	$10,000
Anti-Defamation League (World of Difference) 3490 Piedmont Road NE, Suite 610, Atlanta, GA 30305	$10,000
Aris, Inc. (for the Aris Theatre) 6337 Hawthorne Terrace, Norcross GA 30092	$5,000
Arts ATL P.O. Box 8983, Atlanta, GA 31106	$10,000
ArtsNow, Inc. 100 Edgewood Avenue NE, Suite 100, Atlanta, GA 30303	$10,000
Atlanta Ballet Michael C. Carlos Dance Centre 1695 Marietta Boulevard NW, Atlanta, GA 30318	$100,000
Atlanta Beltline Partnership 250 Williams Street, Suite 2115, Atlanta, GA 30303	$25,000
Atlanta Bicycle Coalition 889 Wylie Street SE, Atlanta, GA 30316	$10,000
Atlanta Contemporary Arts Center 535 Means Street NW, Atlanta, GA 30318	$10,000
Atlanta History Center (for Latin Exhibit) 130 West Paces Ferry Road NW, Atlanta, GA 30305	$75,000
Atlanta Legal Aid Society 54 Ellis Street NE, Atlanta, GA 30303	$20,000
Atlanta Police Foundation (for CHRIS Kids Building) 191 Peachtree Street NE, #191, Atlanta, GA 30303	$50,000
Atlanta Volunteer Lawyers Foundation 235 Peachtree Street NE, Suite 1750, Atlanta, GA 30303	$10,000
The Ben Massell Dental Clinic 700 Fourteenth Street NW, Atlanta, GA 30318	$10,000
Booth Western Art Museum P.O. Box 3070, Cartersville, GA 30120	$5,000
Camp Sunshine 1850 Clairmont Road, Decatur, GA 30033-3405	$20,000
Camp Twin Lakes 600 Means Street, Suite 110, Atlanta, GA 30318	$10,000
CARE 151 Ellis Street NE, Atlanta, GA 30303-2440	$10,000
Carter Center One Copenhill, 453 Freedom Parkway, Atlanta, GA 30307	$15,000

2016 GRANTS

Charity	Amount
Georgia Court Appointed Special Advocates (CASA) 100 Edgewood Avenue NW, Suite 1540, Atlanta, GA 30303	$15,000
Center for Civil and Human Rights 250 Williams Street, Suite 2322, Atlanta, GA 30303	$25,000
CHRIS Kids 1017 Fayetteville Road, Suite B, Atlanta, GA 30316	$25,000
Communities in Schools of Atlanta 260 Peachtree Street, Suite 750, Atlanta, GA 30303	$20,000
Cool Girls, Inc. 621 North Avenue NE, Suite A-220, Atlanta, GA 30308	$10,000
Covenant House Georgia 1559 Johnson Road NW, Atlanta, GA 30318	$10,000
Create Your Dreams 887 West Marietta Street, Studio T-108, Atlanta, GA 30318	$10,000
Enterprise Community Partners (for Atlanta Real Estate Collaborative) c/o The Ardent Companies, 2100 Powers Ferry Road, Suite 300, Atlanta, GA 30339	$15,000
Families First 80 Joseph E. Lowery Boulevard NW, Atlanta, GA 30314	$20,000
Families of Children Under Stress (FOCUS) 3825 Presidential Parkway, Suite 103, Atlanta, GA 30340	$10,000
Fernbank Museum of Natural History 767 Clifton Road NE, Atlanta, GA 30307-1221	$15,000
Georgia Public Broadcasting 260 14th Street NW, Atlanta, GA 30318	$10,000
Georgia State University Foundation - Global Studies Institute P.O. Box 2668, Atlanta, GA 30301	$25,000
Georgia State University Foundation - Study Abroad Student Aid P.O. Box 2668, Atlanta, GA 30301	$50,000
Georgians for a Healthy Future 100 Edgewood Avenue, Suite 1015, Atlanta, GA 30303	$10,000
Global Growers P.O. Box 276, Avondale Estates, GA 30002	$10,000
Hands On Atlanta 600 Means Street, Suite 100, Atlanta, GA 30318	$25,000
Historic Oakland Foundation (Historic Oakland Cemetery) 248 Oakland Avenue SE, Atlanta, GA 30312	$25,000
International Rescue Committee 2305 Parklake Drive NE, Suite 100, Atlanta, GA 30345	$10,000
Irish Traditions Atlanta 227 Sandy Springs Place NE, Suite 28395, Atlanta, GA 30328	$5,000
Jewish Educational Loan Fund 4549 Chamblee Dunwoody road, Atlanta, GA 30338	$10,000

2016 GRANTS

Charity	Amount
Jewish Family and Career Services 4549 Chamblee Dunwoody Road, Atlanta, GA 30338	$10,000
New Venture Fund (John Lewis Documentary Project) 1201 Connecticut Avenue NW, Suite 300, Washington, D.C. 20036	$50,000
Kate's Club 1190 West Druid Hills Drive NE, Suite T-80, Atlanta, GA 30329	$10,000
Michael C. Carlos Museum Emory University, 517 South Kilgo Circle, Atlanta, GA 30322	$100,000
Murphy-Harpst 740 Fletcher Street, Cedartown, GA 30125	$25,000
New American Pathways 2300 Henderson Mill Road NE, Suite 100, Atlanta, GA 30345	$25,000
Park Pride 233 Peachtree Street NE, Suite 1600, Atlanta, GA 30303	$15,000
Partnership Against Domestic Violence P.O. Box 170225, Atlanta, GA 30317	$10,000
PATH Foundation P.O. Box 14327, Atlanta, GA 30324	$25,000
Planned Parenthood Southeast, Inc. 241 Peachtree Street NE, Suite 400, Atlanta, GA 30303	$25,000
Southeastern Climbers Coalition 254 Glenwood Drive, Chattanooga, TN 37404	$10,000
Sierra Club Foundation/Atlanta ICO 85 Second Street Suite 750, San Francisco, CA 94105	$10,000
St. Jude's Recovery Center, Inc. 139 Renaissance Parkway NE, Atlanta, GA 30308	$25,000
StoryCorps (for StoryCorps Atlanta) 80 Hanson Place, Second Floor, Brooklyn, NY 11217	$25,000
Tapestry Public Charter School 3130 Raymond Drive, Doraville, GA 30340	$25,000
Tellus Science Museum 100 Tellus Drive, P.O. Box 3663, Cartersville, GA 30120	$5,000
The Georgia Justice Project 438 Edgewood Avenue SE, Atlanta, GA 30312	$10,000
The Georgia Trust for Historic Preservation 1516 Peachtree Street NW, Atlanta, GA 30309-2908	$50,000
Truancy Intervention Project Georgia, Inc. 395 Pryor Street SW, Suite 4122, Atlanta, GA 30312	$10,000
Usher 2020 Foundation, Inc. 209 Peachtree Circle NE, Atlanta, GA 30309	$10,000
Weinstein Hospice 3150 Howell Mill Road NW, Atlanta, GA 30327-2108	$10,000

2016 GRANTS

Charity	Amount
William Breman Jewish Heritage Museum 1440 Spring Street NW, Atlanta, GA 30309-2837	$25,000
Woodward Academy 1662 Rugby Avenue, College Park, GA 30337	$20,000
Zoo Atlanta 800 Cherokee Avenue SE, Atlanta, GA 30315	$100,000
TOTAL	**$1,420,000.00**

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARTER ASPECT LP K-1 - PASSTHROUGH	410.	0.	410.	410.	
CHARTER WNT LP K-1 - PASSTHROUGH	648.	0.	648.	648.	
FIDELITY #5880	190,074.	2,659.	187,415.	187,415.	
MANAGED FUTURES PREMIER K-1 - PASSTHROUGH	473.	0.	473.	473.	
MORGAN STANLEY #0314	48.	0.	48.	48.	
MORGAN STANLEY #1314	245,902.	0.	245,902.	245,902.	
MORGAN STANLEY #7314 - ACCRUED INT PD	<5,834.>	0.	<5,834.>	<5,834.>	
MORGAN STANLEY #7314 - AMORTIZATION	<62,013.>	0.	<62,013.>	<62,013.>	
MORGAN STANLEY #7314 - INT/DIV/US	311,018.	0.	311,018.	311,018.	
MORGAN STANLEY #7314 - OID	14,149.	0.	14,149.	14,149.	
TO PART I, LINE 4	694,875.	2,659.	692,216.	692,216.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARTER ASPECT LP K-1 - PASSTHROUGH	175.	175.	
MANAGED FUTURES PREMIER K-1 - PASSTHROUGH	8.	8.	
CHARTER WNT LP K-1 - PASSTHROUGH	<383.>	<383.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<200.>	<200.>	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	14,006.	14,006.		0.
TO FM 990-PF, PG 1, LN 16A	14,006.	14,006.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,000.	5,000.		5,000.
TO FORM 990-PF, PG 1, LN 16B	10,000.	5,000.		5,000.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	10,005.	0.		0.
FOREIGN TAXES - FIDELITY #5880	2,325.	2,325.		0.
FOREIGN TAXES - MORGAN STANLEY #1314	774.	774.		0.
STATE REGISTRATION	60.	0.		60.
TO FORM 990-PF, PG 1, LN 18	13,164.	3,099.		60.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDELITY #5880 - ADVISOR FEES	55,827.	55,827.		0.
MORGAN STANLEY #1314 - ADVISOR FEES	71,927.	71,927.		0.
CHARTER ASPECT LP K-1 - PASSTHROUGH	10,248.	10,248.		0.
MANAGED FUTURES PREMIER K-1 - PASSTHROUGH	9,173.	9,173.		0.
CHARTER WNT LP K-1 - PASSTHROUGH	9,380.	9,380.		0.
D & O LIABILTY INSURANCE	2,598.	1,299.		1,299.
OTHER INVESTMENT EXPENSES	69,520.	69,520.		0.
TO FORM 990-PF, PG 1, LN 23	228,673.	227,374.		1,299.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY #7314 - SEE STATEMENT A-2	X		167,167.	176,332.
TOTAL U.S. GOVERNMENT OBLIGATIONS			167,167.	176,332.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			167,167.	176,332.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY #1314 - SEE STATEMENT A-1	5,600,428.	8,917,782.
FIDELITY #5880 - SEE STATEMENT A-3	2,017,183.	2,627,665.
FIDELITY #5880 - SEE STATEMENT A-3	463,757.	459,720.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,081,368.	12,005,167.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY #7314 - SEE STATEMENT A-2	7,099,623.	6,534,027.
FIDELITY #5880 - SEE STATEMENT A-3	3,538,540.	3,552,643.
TOTAL TO FORM 990-PF, PART II, LINE 10C	10,638,163.	10,086,670.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY #7314 - SEE STATEMENT A-2	COST	408,021.	377,927.
MORGAN STANLEY #1314 - SEE STATEMENT A-1	COST	2,199,895.	4,858,885.
FIDELITY #5880 - SEE STATEMENT A-3	COST	64,920.	64,513.
MS CHARTER ASPECT LP - FLOWTHROUGH	COST	229,792.	229,792.
MS MANAGED FUTURES PREMIER GRAHAM LP - FLOWTHROUGH	COST	223,383.	223,383.
MS CHARTER WNT LP - FLOWTHROUGH	COST	0.	0.
MANAGED FUTURES PREMIER ABINGDON LP - FLOWTHROUGH	COST	271,168.	271,168.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,397,179.	6,025,668.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIV/INT/CGD DUE FROM BROKER	1,633.	1,102.	1,102.
TO FORM 990-PF, PART II, LINE 15	1,633.	1,102.	1,102.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARY BALENT LONG 1100 PEACHTREE STREET, SUITE 1600 ATLANTA, GA 30309	PRESIDENT 1.00	0.	0.	0.
F. SHEFFIELD HALE 303 PEACHTREE BATTLE AVE ATLANTA, GA 30305	SECRETARY 0.50	0.	0.	0.
MILES J. ALEXANDER 1100 PEACHTREE STREET, SUITE 2800 ATLANTA, GA 30309	TRUSTEE 0.50	0.	0.	0.
CHRIS M. CARLOS ONE NATIONAL DRIVE, SW ATLANTA, GA 30336	TRUSTEE 0.50	0.	0.	0.
ROBERT AROGETI FIVE CONCOURSE PARKWAY, SUITE 1000 ATLANTA, GA 30328	TREASURER 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.