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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

TRUSTEE BRIGHT WINGS FNDTN U A

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O BOX 1908

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

ORLANDO

FL

32802-1908

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

58-6346253

B Telephone number (see instructions)

(404) 813-9304

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,601,018
 J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

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) (see instructions))

	(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 (attach schedule)				
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	53,705	52,530		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	493,035			
b Gross sales price for all assets on line 6a 2,066,872				
7 Capital gain net income (from Part IV, line 2)		493,035		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	546,740	545,565	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	15,602	7,801		7,801
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500			2,500
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,137			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	232			
24 Total operating and administrative expenses. Add lines 13 through 23	19,471	8,816	0	10,301
25 Contributions, gifts, grants paid	114,350			114,350
26 Total expenses and disbursements. Add lines 24 and 25	133,821	8,816	0	124,651
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	412,919			
b Net investment income (if negative, enter -0-)		536,749		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2016)

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ENVELOPE
POSTMARK DATE MAY 03 2017SCANNED
MAY 01 2017

Form 990-PF (2016) TRUSTEE BRIGHT WINGS FNDTN U A

58-6346253

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	272	3,173	3,173
	2 Savings and temporary cash investments	134,961	75,015	75,015
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	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 (attach schedule)			
	b Investments—corporate stock (attach schedule)	401,661	327,971	393,020
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,397,260	1,941,726	2,129,810
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,934,154	2,347,885	2,601,018
	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 (attach schedule)			
	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			
	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	1,934,154	2,347,885	
	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 (see instructions)	1,934,154	2,347,885	
	31 Total liabilities and net assets/fund balances (see instructions)	1,934,154	2,347,885	

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	1,934,154
2 Enter amount from Part I, line 27a	2	412,919
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	5,734
4 Add lines 1, 2, and 3	4	2,352,807
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,922
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,347,885

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 See Attached Statement				
b				
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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
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	493,035	
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) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0	

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.

(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	128,276	2,605,332	0.049236
2014	92,652	2,603,940	0.035581
2013	96,222	2,352,265	0.040906
2012	107,695	2,111,876	0.050995
2011	95,800	2,145,966	0.044642
2 Total of line 1, column (d)		2	0.221360
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	0.044272
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4	2,530,127
5 Multiply line 4 by line 3		5	112,014
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	5,367
7 Add lines 5 and 6		7	117,381
8 Enter qualifying distributions from Part XII, line 4 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		8	124,651

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			
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-)			0
3	Add lines 1 and 2			5,367
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			5,367
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,214	
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			1,214
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			4,153
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded			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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (404) 813-9304 Located at ▶ PO BOX 1908, ORLANDO FL ZIP+4 ▶ 32802-1908		
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		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
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 ▶ 20____, 20____, 20____, 20____		
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)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐ **5b** N/A
- 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? ☐ Yes ☐ No N/A
- 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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b** N/A

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 (see instructions).**

(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
SUNTRUST BANK P O BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE VARIOUS	15,602		
RUTHERFOD L ELLIS JR P O BOX 4655, MC 221 ATLANTA, GA 30302	COMM CHAIR VARIOUS	0		
MARGARET E LANGFORD P O BOX 4655, MC 221 ATLANTA, GA 30302	COMM CHAIR VARIOUS	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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 ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). 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		

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,499,738
b	Average of monthly cash balances	1b	68,919
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,568,657
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,568,657
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	38,530
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,530,127
6	Minimum investment return. Enter 5% of line 5	6	126,506

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	126,506
2a	Tax on investment income for 2016 from Part VI, line 5	2a	5,367
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,367
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	121,139
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	121,139
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	121,139

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	124,651
b	Program-related investments—total from Part IX-B	1b	
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	124,651
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 (see instructions)	5	5,367
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	119,284

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				121,139
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			115,721	
b Total for prior years 20____, 20____, 20____				
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 ▶ \$ 124,651				
a Applied to 2015, but not more than line 2a			115,721	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				8,930
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				112,209
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)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
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****1a** 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)**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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))**N/A****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**N/A****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**SUNTRUST BANK PO BOX 4655, MC 221 ATLANTA, GA 30302****b** The form in which applications should be submitted and information and materials they should include**HTTP //FOUNDATIONCENTER.ORG/GRANTMAKER/BRIGHTWINGS****c** Any submission deadlines**SEPTEMBER 15TH****d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors**ORGANIZATIONS THAT ARE EXEMPT FROM INCOME TAX UNDER SECTION 501(C)(3)**

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	114,350
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CENTER FOR PUPPETRY ARTS

Street

1404 SPRING ST NW

City

ATLANTA

State

GA

Zip Code

30309

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,500

Name

7 STAGES

Street

1105 EUCLID AVE

City

ATLANTA

State

GA

Zip Code

30307

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

AURORA THEATRE

Street

P O BOX 2014

City

LAWRENCEVILLE

State

GA

Zip Code

30046

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,500

Name

BOY SCOUTS OF AMERICA

Street

6852 BELFORT OAKS PL

City

JACKSONVILLE

State

FL

Zip Code

32216-6241

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

5,000

Name

CAMP SUNSHINE

Street

1850 CLAIRMONT RD

City

DECATUR

State

GA

Zip Code

30033-3405

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

FERNBANK MUSUEM

Street

767 CLIFTON RD NE

City

ATLANTA

State

GA

Zip Code

30307

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

15,000

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE GEORGIA CONSERVANCY

Street

230 PEACHTREE ST NW SUITE 1250

City

ATLANTA

State

GA

Zip Code

30303

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

3,000

Name

THE GLOBAL VILLAGE PROJECT

Street

PO BOX 2200

City

DECATUR

State

GA

Zip Code

30031-2200

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

HAWKTALK INC

Street

P O BOX 130

City

HOLLY SPRINGS

State

GA

Zip Code

30142-0130

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

500

Name

MILL SPRINGS ACADEMY

Street

13660 NEW PROVIDENCE ROAD

City

ALPHARETTA

State

GA

Zip Code

30004-3413

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

MUSEUM OF CONTEMPORARY ART OF GA

Street

75 BENNETT ST NW

City

ATLANTA

State

GA

Zip Code

30309

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,500

Name

NORTH AVENUE PRESBYTERIAN CHURCH

Street

607 PEACHTREE ST NE

City

ATLANTA

State

GA

Zip Code

30308

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPOT

Amount

3,000

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

OUR HOUSE

Street

711 S COLUMBIA DR

City

DECATUR

State

GA

Zip Code

30030

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

THE PICCADILLY PUPPETS COMPANY

Street

3920 WIEUCA RD NE

City

ATLANTA

State

GA

Zip Code

30342

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

6,000

Name

THE STUDY HALL

Street

1010 CREW ST NW

City

ATLANTA

State

GA

Zip Code

30315-1712

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,500

Name

SYNCHRONICITY THEATRE

Street

1389 PEACHTREE STREET

City

ATLANTA

State

GA

Zip Code

30309-3091

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

URBAN PERFORM HOLDINGS

Street

678 JOSEPH E BOONE BLVD

City

ATLANTA

State

GA

Zip Code

30314

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

VAMOS ADELANTE FOUNDATION

Street

41W655 MAIN STREET RD

City

ELBURN

State

IL

Zip Code

60119

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

5,850

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WOMENS INTERNATIONAL NETWORK FOR GUATEMALAN SOLUTIONS

Street

1043 GRAND AVENUE 299

City

ST PAUL

State

MN

Zip Code

55105

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

3,000

Name

WONDERROOT INC ARTS PROGRAMMING

Street

982 MEMORIAL DRIVE

City

ATLANTA

State

GA

Zip Code

30312

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

WYLDE CENTER

Street

435 OAKVIEW ROAD

City

DECATUR

State

GA

Zip Code

30030

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

THE ATLANTA OPERA

Street

1575 NORTHSIDE DR NW STE 350

City

ATLANTA

State

GA

Zip Code

30318-4210

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

CURE CHILDHOOD CANCER

Street

1117 PERIMETER CENTER W 402

City

ATLANTA

State

GA

Zip Code

30338

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

RIVERSIDE HIGH SCHOOL BAND BOOSTERS

Street**City****State****Zip Code****Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

4,000

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

TRANSITIONZ

Street

1017 FAYETTEVILLE ROAD

City

ATLANTA

State

GA

Zip Code

30316

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

COMMUNITIES IN SCHOOLS OF ATLANTA

Street

260 PEACHTREE ST NW STE 750

City

ATLANTA

State

GA

Zip Code

30303-1202

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,500

Name

COMMUNITY GUILDS INC

Street

501 DANCING FOX RD

City

DECATUR

State

GA

Zip Code

30032-3977

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

COOL GIRLS CLUB

Street

621 NORTH AVENUE NE STE A220

City

ATLANTA

State

GA

Zip Code

30308

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

GEORGIA RIVER NETWORK

Street

126 SOUTH MILLEDGE AVE STE ED

City

ATHENS

State

GA

Zip Code

30605

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,500

Name

HILLSIDE INC

Street

690 COURTENAY DR NE

City

ATLANTA

State

GA

Zip Code

30306-3421

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PIEDMONT COLLEGE

Street

PO BOX 10

City

DEMOREST

State

GA

Zip Code

30535

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

VOX TEEN COMMUNICATIONS

Street

229 PEACHTREE ST NE STE 725

City

ATLANTA

State

GA

Zip Code

30303-1605

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

ATLANTA GIRLS SCHOOL

Street

3254 NORTHSIDE PKWY NW

City

ATLANTA

State

GA

Zip Code

30327-2245

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

5,000

Name

BATTLE OF ATLANTA COMMEMORATION

Street

1340 METROPOLITAN AVENUE

City

ATLANTA

State

GA

Zip Code

30316

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

CENTER FOR THE VISUALLY IMPAIRED

Street

739 WEST PEACHTREE ST NW

City

ATLANTA

State

GA

Zip Code

30308

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

THE CENTER FOR WORKING FAMILIES

Street

477 WINDSOR ST SW

City

ATLANTA

State

GA

Zip Code

30312

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ATLANTA HISTORICAL SOCIETY

Street

130 W PACES FERRY ROAD

City

ATLANTA

State

GA

Zip Code

30305

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

THE COMMUNITY SCHOOL

Street

308 CLAIREMONT AVENUE

City

DECATUR

State

GA

Zip Code

30030

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,000

Name

CONVENATE COMMUNITY INC

Street

623 SPRING ST NW

City

ATLANTA

State

GA

Zip Code

30308

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

5,000

Name

CROCKER ART MUSEUM ASSOCIATION

Street

216 O ST

City

SACRAMENTO

State

CA

Zip Code

95814

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

5,000

Name

FOCUSED COMMUNITY STRATEGIES

Street

PO BOX 17628

City

ATLANTA

State

GA

Zip Code

30316

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,000

Name

MOVING IN THE SPIRIT

Street

PO BOX 170230

City

ATLANTA

State

GA

Zip Code

30317

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPPORT

Amount

2,000

TRUSTEE BRIGHT WINGS FNDTN U A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

KIDS WITH CANCER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Short Term CG Distributions		Amount	Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
				12,960	Capital Gains/Losses										2,066,872		1,573,837		493,035	
				0	Other sales										0		0		0	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss						
1 BAKER HUGHES INC	057224107	X				10/21/2014	10/14/2016	2,846	2,933					-87						
2 ALTRIA GROUP INC	022085103	X				10/14/2016	12/16/2016	1,054	1,002					52						
3 BAKER HUGHES INC	057224107	X				8/23/2016	10/14/2016	3,157	3,168					-11						
4 BANK OF AMERICA CORP	060505104	X				2/26/2013	10/14/2016	4,161	3,015					1,146						
5 BANK OF AMERICA CORP	060505104	X				6/10/2013	10/14/2016	2,689	2,202					487						
6 BANK OF AMERICA CORP	060505104	X				6/18/2012	10/14/2016	3,121	1,478					1,643						
7 AMERISOURCEBERGEN CORP	03073E105	X				4/29/2015	4/7/2016	4,948	6,458					-1,508						
8 BANK OF AMERICA CORP	060505104	X				6/18/2012	12/16/2016	441	144					297						
9 B/E AEROSPACE INC	073302101	X				3/4/2011	10/14/2016	5,780	2,871					2,909						
10 BERKSHIRE HATHAWAY INC	084670702	X				10/14/2016	12/16/2016	1,982	1,736					246						
11 BLACKROCK INC CL A	09247X101	X				10/14/2016	12/16/2016	1,182	1,064					118						
12 BRANDES INTL SC EQUITY-I	105262737	X				9/25/2014	2/26/2016	1,403	1,598					-195						
13 BRANDES INTL SC EQUITY-I	105262737	X				4/15/2014	2/26/2016	146	166					-20						
14 BRISTOL MYERS SQUIBB CO	110122108	X				10/14/2016	12/16/2016	704	600					104						
15 CIGNA CORP	125509109	X				1/21/2015	6/1/2016	6,142	5,275					867						
16 CIGNA CORP	125509109	X				1/21/2015	10/14/2016	4,365	3,956					409						
17 CIGNA CORP	125509109	X				1/28/2015	10/14/2016	5,577	5,037					540						
18 CVS HEALTH CORP	126650100	X				8/2/2012	7/7/2016	3,067	1,428					1,639						
19 CVS HEALTH CORP	126650100	X				7/8/2005	7/7/2016	4,025	1,264					2,761						
20 CVS HEALTH CORP	126650100	X				7/8/2005	10/14/2016	11,981	4,064					7,917						
21 AMGEN INC	031162100	X				2/23/2010	3/11/2016	3,034	1,188					1,846						
22 AMGEN INC	031162100	X				2/23/2010	10/14/2016	12,395	4,300					8,095						
23 APPLE INC	037833100	X				9/17/2008	10/14/2016	8,584	1,549					7,035						
24 APPLE INC	037833100	X				9/17/2008	12/16/2016	1,164	212					952						
25 CALIFORNIA RESOURCES CO	13057Q107	X				4/23/2014	3/29/2016	0	0					0						
26 BAKER HUGHES INC	057224107	X				7/14/2014	10/14/2016	4,285	6,086					-1,791						
27 JOHNM INTERNATIONAL SEL	00770G847	X				6/26/2015	2/26/2016	8,275	9,780					-1,505						
28 ALLEGHANY CORP	017175100	X				10/14/2016	12/16/2016	587	527					70						
29 ALLSTATE CORP	020002101	X				9/7/2012	10/14/2016	8,054	4,458					3,596						
30 ALPHABET INC CL C	02079K107	X				9/12/2008	10/14/2016	10,932	3,070					7,862						
31 ALPHABET INC CL C	02079K107	X				2/23/2010	10/14/2016	1,528	521					1,005						
32 ALPHABET INC CL C	02079K107	X				9/29/2014	10/14/2016	1,565	1,149					416						
33 ALPHABET INC CL A	02079K305	X				9/12/2008	10/14/2016	11,270	3,062					8,208						
34 ALPHABET INC CL A	02079K305	X				2/23/2010	10/14/2016	805	266					539						
35 CAMBIAR INTL EQUITY FUND	00769G543	X				10/14/2016	12/16/2016	4,900	4,911					-11						
36 ABBOTT LABS	002824100	X				1/21/2011	6/16/2016	5,004	3,109					1,895						
37 CAMBIAR SMALL CAP-INS	0075W0593	X				3/21/2013	10/14/2016	14,986	17,918					-2,932						
38 CAMBIAR SMALL CAP-INS	0075W0593	X				9/25/2014	10/14/2016	90	117					-27						
39 CAMBIAR SMALL CAP-INS	0075W0593	X				6/26/2015	10/14/2016	906	1,125					-219						
40 CAMBIAR SMALL CAP-INS	0075W0593	X				10/27/2015	10/14/2016	10,276	11,103					-827						
41 CAMBIAR SMALL CAP-INS	0075W0593	X				2/26/2016	10/14/2016	2,370	2,115					255						
42 CAMBIAR SMALL CAP-INS	0075W0593	X				5/4/2016	10/14/2016	1,752	1,642					110						
43 ABBOTT LABS	002824100	X				2/23/2010	6/16/2016	1,112	776					336						
44 EMC CORP MASS	268648102	X				9/12/2008	7/27/2016	6,231	3,102					3,129						
45 EOG RES INC	26875P101	X				2/26/2014	10/14/2016	7,533	7,480					53						
46 EASTMAN CHEMICAL CO	277432100	X				8/20/2014	10/14/2016	5,012	6,463					-1,451						
47 EASTMAN CHEMICAL CO	277432100	X				9/13/2016	10/14/2016	3,046	3,066					-20						
48 EATON VANCE-ATLANTA SM	277902698	X				4/15/2014	2/26/2016	1,478	1,383					95						
49 ECOLAB INC	278665100	X				3/9/2012	10/14/2016	8,648	4,421					4,227						
50 EDGEWELL PERSONAL CARE	28035Q102	X				10/14/2016	12/16/2016	1,132	1,154					-22						
51 FEDEX CORPORATION	31428X106	X				10/14/2016	12/16/2016	595	514					81						
52 FLUOR CORP	343412102	X				2/23/2010	10/14/2016	4,127	3,712					415						
53 CALIFORNIA RESOURCES CO	13057Q107	X				9/12/2008	3/30/2016	6	2					4						
54 CALIFORNIA RESOURCES CO	13057Q107	X				5/20/2010	3/30/2016	3	1					2						
55 CALIFORNIA RESOURCES CO	13057Q107	X				4/23/2014	3/30/2016	6	2					4						
56 CAMERON INTL FOR SCHLUM	13342B105	X				8/17/2010	4/5/2016	5,506	3,223					2,283						
57 CAMERON INTL FOR SCHLUM	13342B105	X				8/19/2015	4/5/2016	4,842	3,558					1,304						
58 CAPITAL ONE FINANCIAL CO	14040H105	X				8/6/2014	7/7/2016	2,917	3,703					-786						
59 CAPITAL ONE FINANCIAL CO	14040H105	X				2/23/2010	10/14/2016	6,994	3,649					3,345						
60 CAPITAL ONE FINANCIAL CO	14040H105	X				8/6/2014	10/14/2016	1,213	1,339					-126						
61 CARMAX INC	143130102	X				10/14/2016	12/16/2016	1,142	921					221						
62 CARNIVAL CORP	143658300	X				10/14/2016	12/16/2016	1,151	1,018					133						
63 CELGENE CORP	151020104	X				7/29/2015	3/11/2016	2,012	2,721					-709						
64 CELGENE CORP	151020104	X				10/15/2013	3/11/2016	905	700					205						
65 CELGENE CORP	151020104	X				10/15/2013	10/14/2016	5,553	4,358					1,195						
66 CHEVRON CORPORATION	186764100	X				10/24/2014	12/16/2016	588	570					18						
67 CISCO SYSTEMS INC	17275R102	X				8/26/2016	10/14/2016	1,571	1,608					-37						
68 CISCO SYSTEMS INC	17275R102	X				8/26/2016	12/16/2016	670	680					-10						
69 CITIZENS FINANCIAL GROUP	174610105	X				8/19/2015	10/14/2016	9,155	9,851					-696						
70 COCA COLA CO	191216100	X				10/14/2016	12/16/2016	541	543					-2						
71 COMCAST CORP-CL A	20030N101	X				9/7/2012	10/14/2016	6,875	3,630					3,245						
72 COMCAST CORP-CL A	20030N101	X				2/13/2013	10/14/2016	7,792	4,924					2,868						

Long Term CG Distributions 12,960
Short Term CG Distributions 0

Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Capital Gains/Losses	Other Sales	2,066,872	0	1,573,837	0	493,035	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount	Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions		12,980	Capital Gains/Losses										2,066,872		1,573,837		493,035	
		0	Other sales										0		0		0	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount		Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss			
Short Term CG Distributions		12,960	0	Capital Gains/Losses		Other Sales		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Adjustments		Net Gain or Loss	
Description	CUSIP #	Check "x" to include in Part IV	Purchaser	Check "x" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss							
145 NEXTERA ENERGY INC	65339F101	X				12/1/2015	10/14/2016	10,457	9,192				0	1,265							
146 NIKE INC-CLASS B	654106103	X				10/14/2016	12/16/2016	718	727				0	-9							
147 NORFOLK SOUTHERN CORP	655844108	X				10/14/2016	12/16/2016	863	762				0	101							
148 O'REILLY AUTOMOTIVE INC	67103H107	X				10/14/2016	12/16/2016	836	840				0	-4							
149 OCCIDENTAL PETE CORP	674599105	X				9/12/2008	10/14/2016	4,023	3,828				0	195							
150 OCCIDENTAL PETE CORP	674599105	X				5/20/2010	10/14/2016	1,902	1,972				0	-70							
151 OCCIDENTAL PETE CORP	674599105	X				4/23/2014	10/14/2016	4,388	5,626				0	-1,238							
152 PNC FINANCIAL SERVICES G	693475105	X				6/13/2012	10/14/2016	11,411	7,604				0	3,807							
153 PFIZER INC	717081103	X				3/11/2015	10/14/2016	3,036	3,141				0	-105							
154 PROGRESSIVE CORP OHIO	743315103	X				10/14/2016	12/16/2016	888					0	71							
155 ABBEY CAP FUTURES STRAT	74925K367	X				2/26/2016	10/14/2016	35,052	38,082				0	-3,010							
156 ABBEY CAP FUTURES STRAT	74925K367	X				5/4/2016	10/14/2016	6,681					0	-156							
157 PACCAR INC	693718108	X				6/13/2012	8/29/2016	4,248	3,282				0	966							
158 PFIZER INC	717081103	X				8/30/2011	10/14/2016	12,505	7,212				0	5,293							
159 RAYTHEON COMPANY	755111507	X				5/16/2016	10/14/2016	8,796	8,401				0	395							
160 T RWE OM US S/C GR EQ	779917103	X				9/13/2012	10/14/2016	18,775	12,656				0	6,119							
161 T RWE OM US S/C GR EQ	779917103	X				10/27/2015	10/14/2016	10,311	10,096				0	215							
162 T RWE OM US S/C GR EQ	779917103	X				5/4/2016	10/14/2016	1,488	1,384				0	104							
163 SPDR S&P 500 ETF TRUST	78462F103	X				7/6/2011	10/14/2016	63,794	40,011				0	23,783							
164 SPDR S&P 500 ETF TRUST	78462F103	X				3/9/2012	10/14/2016	9,601	6,182				0	3,409							
165 SPDR S&P 500 ETF TRUST	78462F103	X				6/13/2012	10/14/2016	178,366	111,063				0	67,303							
166 SPDR S&P 500 ETF TRUST	78462F103	X				6/13/2012	10/14/2016	22,596	13,285				0	9,311							
167 SPDR S&P 500 ETF TRUST	78462F103	X				11/22/2011	10/14/2016	184,311	115,958				0	68,355							
168 SPDR S&P 500 ETF TRUST	78462F103	X				3/9/2012	10/14/2016	26,964	18,443				0	8,521							
169 SPDR S&P 500 ETF TRUST	78462F103	X				6/13/2012	10/14/2016	405,533	272,154				0	133,379							
170 SCHLUMBERGER LTD	806857108	X				4/25/2013	4/14/2016	53	51				0	2							
171 SCHLUMBERGER LTD	806857108	X				4/25/2013	8/23/2016	2,807	2,531				0	276							
172 SCHLUMBERGER LTD	806857108	X				4/4/2016	8/23/2016	794	703				0	91							
173 SCHLUMBERGER LTD	806857108	X				2/23/2010	10/14/2016	9,037	6,715				0	2,322							
174 SCHLUMBERGER LTD	806857108	X				4/4/2016	10/14/2016	8,305	7,393				0	912							
175 TYSON FOODS INC CL A	902494103	X				2/4/2016	7/7/2016	6,021	4,690				0	1,331							
176 TYSON FOODS INC CL A	902494103	X				6/24/2015	7/7/2016	203	134				0	69							
177 TYSON FOODS INC CL A	902494103	X				6/24/2015	10/14/2016	14,951	9,270				0	5,681							
178 UNION PAC CORP	907818108	X				2/23/2010	10/14/2016	8,530	2,915				0	5,615							
179 UNITEDHEALTH GROUP INC	91324P102	X				2/1/2016	10/14/2016	5,650	4,842				0	808							
180 UNITEDHEALTH GROUP INC	91324P102	X				6/12/2016	10/14/2016	3,094	3,063				0	11							
181 VAN ECK EMERGING MARKE	921075438	X				9/25/2014	10/14/2016	36,626	40,165				0	-3,539							
182 VAN ECK EMERGING MARKE	921075438	X				6/26/2015	10/14/2016	6,677	7,527				0	-850							
183 VAN ECK EMERGING MARKE	921075438	X				2/26/2016	10/14/2016	3,140	2,576				0	564							
184 VAN ECK EMERGING MARKE	921075438	X				5/4/2016	10/14/2016	774	698				0	76							
185 VERIZON COMMUNICATIONS	92343V104	X				1/17/2007	10/14/2016	2,565	1,754				0	811							
186 VERIZON COMMUNICATIONS	92343V104	X				11/7/2007	12/16/2016	208	138				0	71							
187 VERIZON COMMUNICATIONS	92343V104	X				11/8/2010	12/16/2016	261	165				0	96							
188 VISA INC CL A	92826C639	X				10/14/2016	12/16/2016	951	993				0	-42							
189 WELLS FARGO & CO	948746101	X				8/3/2015	12/16/2016	1,052	1,088				0	-46							
190 ALLERGAN PLC	G0177J108	X				3/11/2016	10/14/2016	4,815	6,241				0	-1,426							
191 ALLERGAN PLC	G0177J108	X				6/1/2016	10/14/2016	2,980	3,134				0	-154							
192 DELPHI AUTOMOTIVE PLC	G27823106	X				6/5/2013	10/14/2016	8,238	6,015				0	2,223							
193 DELPHI AUTOMOTIVE PLC	G27823106	X				6/25/2013	10/14/2016	1,648	1,228				0	422							
194 INGERSOLL-RAND PLC	G47791101	X				6/29/2016	10/14/2016	6,388	5,973				0	415							
195 INGERSOLL-RAND PLC	G47791101	X				9/13/2016	10/14/2016	3,227	3,140				0	87							
196 INVECO LTD	G49181108	X				6/13/2012	2/4/2016	4,632	3,586				0	1,046							
197 MEDTRONIC PLC	G59601103	X				8/16/2016	10/14/2016	6,058	6,128				0	-70							
198 MEDTRONIC PLC	G59601103	X				8/23/2016	10/14/2016	3,071	3,256				0	-185							
199 NABORS INDUSTRIES LTD	G6359F103	X				3/11/2015	10/14/2016	10,059	9,495				0	564							
200 TE CONNECTIVITY LIMITED	H84989104	X				8/23/2013	2/1/2016	6,000	5,256				0	744							
201 LYONDELLBASELL INDUSTRI	N53745100	X				2/6/2013	10/14/2016	6,378	4,877				0	1,501							
202 LYONDELLBASELL INDUSTRI	N53745100	X				4/9/2013	10/14/2016	3,587	2,688				0	899							
203 BROADCOM LTD	Y09827109	X				6/29/2016	10/14/2016	7,181	6,455				0	726							

Part I, Line 16b (990-PF) - Accounting Fees

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

Part I, Line 18 (990-PF) - Taxes

		1,137	1,015	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	1,015	1,015		
2	ESTIMATED EXCISE TAXES PAID	122			

Part I, Line 23 (990-PF) - Other Expenses

		232	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OUTSIDE INVESTMENT ADVISOR FEE	232			

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1						
2	ALLEGHANY CORP DEL COM	0		13,712		15,811
3	ALTRIA GROUP INC COM	0		15,276		16,499
4	APPLE INC COM	0		3,226		17,605
5	BANK OF AMERICA CORP COM	0		2,153		6,276
6	BLACKROCK INC CL A COM	0		14,187		15,222
7	BRISTOL MYERS SQUIBB CO COM	0		8,598		10,052
8	CARMAX INC COM	0		14,272		17,965
9	CARNIVAL CORP PANAMA COM	0		15,734		17,700
10	CHEVRON CORP COM	0		5,217		10,593
11	CISCO SYS INC COM	0		10,350		10,154
12	COCA-COLA CO COM	0		8,097		8,043
13	DEERE & CO COM	0		10,819		12,880
14	FEDEX CORP COM	0		7,880		8,565
15	GENERAL DYNAMICS CORP COM	0		14,879		16,921
16	GENERAL ELEC CO COM	0		10,535		11,502
17	LILLY ELI & CO COM	0		15,287		14,122
18	LOWES COS INC COM	0		9,512		9,459
19	NEWMARKET CORP COM	0		14,211		14,834
20	NIKE INC CL B COM	0		11,584		11,335
21	NORFOLK SOUTHERN CORP COM	0		12,478		14,157
22	PROGRESSIVE CORP OHIO COM	0		13,779		14,874
23	VERIZON COMMUNICATIONS COM	0		4,779		7,740
24	WELLS FARGO & CO COM NEW	0		9,982		16,037
25	DOLLAR TREE INC COM	0		17,523		17,520
26	VISA INC CL A COM	0		4,154		14,122
27	BERKSHIRE HATHAWAY INC CL B COM	0		25,603		28,847
28	O REILLY AUTOMOTIVE INC COM	0		12,601		12,528
29	MOSAIC CO COM	0		3,854		4,869
30	EDGEWELL PERSONAL CARE CO	0		17,689		16,788

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	SPDR S&P 500 ETF TR		0	222,019	391,178
3	PIMCO INVT GRADE CORP BD-I		0	158,000	153,490
4	DOUBLELINE TOTAL RETURN BD-I		0	131,500	128,358
5	EAGLE MLP STRATEGY-I		0	80,000	84,286
6	ADVISORS INNER CIRCLE FD CAM INTL		0	179,089	180,140
7	OPPENHEIMER DEVELOPING MKT-I		0	122,574	123,861
8	JOHCM INTERNATIONAL SEL-I		0	270,526	252,604
9	DFA US CORE EQUITY 1 PORTFOLIO		0	223,027	237,575
10	BRANDES INTL S/C EQUITY-I		0	79,789	77,937
11	BLACKSTONE ALT MULTI-STRAT-I		0	105,000	105,206
12	DFA US SMALL CAP FD-I		0	91,540	101,531
13	EATON VANCE ATLANTA CAP SMID-CAP-I		0	199,862	212,851
14	AQR LONG-SHORT EQUITY-I		0	79,000	80,793

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

Asset Description		Cost or Other Basis	Accumulated Depreciation Beg of Year	Accumulated Depreciation End of Year	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1					0	0	0
2	XEROX CORP CL-ACT				0	0	0
3	AMERICAN INTL GROUP CL-ACT				0	0	0
4	WASHINGTON MUTUAL INC CL-ACT				0	0	0
5	HEWLETT PACKARD - CLASS ACTION				0	0	0
6	BANK OF AMERICA CLASS ACTION				0	0	0
7	AMGEN INC CLASS ACTION				0	0	0

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	4,542
2	FEDERAL EXCISE TAX REFUND	2	1,192
3	Total	3	5,734

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	169
2	MUTUAL FUND TIMING DIFFERENCE	2	4,746
3	PY RETURN OF CAPITAL ADJUSTMENT	3	7
4	Total	4	4,922

Long Term CG Distributions		Description of Property Sold	CUSIP #
Short Term CG Distributions			
1	BAKER HUGHES INC	057224107	12,960
2	ALTRIA GROUP INC	022095103	0
3	BAKER HUGHES INC	057224107	0
4	BANK OF AMERICA CORP	060505104	0
5	BANK OF AMERICA CORP	060505104	0
6	BANK OF AMERICA CORP	060505104	0
7	AMERISOURCEBERGEN CO	03073E105	0
8	BANK OF AMERICA CORP	060505104	0
9	B/E AEROSPACE INC	073302101	0
10	BERKSHIRE HATHAWAY INC	084670702	0
11	BLACKROCK INC CL A	092474101	0
12	BRANDES INTL SIC EQUITY-I	105262737	0
13	BRANDES INTL SIC EQUITY-I	105262737	0
14	BRISTOL MYERS SQUIBB CO	110122108	0
15	CIGNA CORP	125509109	0
16	CIGNA CORP	125509109	0
17	CIGNA CORP	125509109	0
18	CYS HEALTH CORP	126650100	0
19	CYS HEALTH CORP	126650100	0
20	CYS HEALTH CORP	126650100	0
21	AMGEN INC	031162100	0
22	AMGEN INC	031162100	0
23	APPLE INC	037833100	0
24	APPLE INC	037833100	0
25	CALIFORNIA RESOURCES CO	130570107	0
26	BAKER HUGHES INC	057224107	0
27	JOHNC INTERNATIONAL SEL	00770CG847	0
28	ALLEGHANY CORP	017175100	0
29	ALLSTATE CORP	020002101	0
30	ALPHABET INC CL C	02079K107	0
31	ALPHABET INC CL C	02079K107	0
32	ALPHABET INC CL C	02079K107	0
33	ALPHABET INC CL A	02079K305	0
34	ALPHABET INC CL A	02079K305	0
35	CAMBIAR INTL EQUITY FUND	00769G5343	0
36	ABBOTT LABS	0072824100	0
37	CAMBIAR SMALL CAP-INS	0075WD5933	0
38	CAMBIAR SMALL CAP-INS	0075WD5933	0
39	CAMBIAR SMALL CAP-INS	0075WD5933	0
40	CAMBIAR SMALL CAP-INS	0075WD5933	0
41	CAMBIAR SMALL CAP-INS	0075WD5933	0
42	CAMBIAR SMALL CAP-INS	0075WD5933	0
43	ABBOTT LABS	0072824100	0
44	EMC CORP MASS	268648102	0
45	EOG RES INC	26875P101	0
46	EASTMAN CHEMICAL CO	277432100	0
47	EASTMAN CHEMICAL CO	277432100	0
48	EATON VANCE-ATLANTA SM	277902698	0
49	ECOLAB INC	278665100	0
50	EDGEWELL PERSONAL CAR	280350102	0
51	FEDEX CORPORATION	31428X106	0
52	FLUOR CORP	343421202	0
53	CALIFORNIA RESOURCES CO	13057Q107	0
54	CALIFORNIA RESOURCES CO	13057Q107	0
55	CALIFORNIA RESOURCES CO	13057Q107	0
56	CAMERON INTL FOR SCHLU	13342B105	0
57	CAMERON INTL FOR SCHLU	13342B105	0
58	CAMERON INTL FOR SCHLU	13342B105	0
59	CAPITAL ONE FINANCIAL CO	14040H105	0
60	CAPITAL ONE FINANCIAL CO	14040H105	0
61	CARMAX INC	143130102	0
62	CARNIVAL CORP	143656300	0
63	CELGENE CORP	151020104	0
64	CELGENE CORP	151020104	0
65	CELGENE CORP	151020104	0
66	CELGENE CORP	151020104	0
67	CISCO SYSTEMS INC	166764100	0
68	CISCO SYSTEMS INC	17275R102	0
69	CITIZENS FINANCIAL GROUP	17275R102	0
70	CITIZENS FINANCIAL GROUP	174610105	0

Long Term CG Distributions	12,960
Short Term CG Distributions	0

[illegible]

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VII, Line 1 (350-FF) - Compensation of Officers, Directors, Trustees and Foundation Managers											
Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	X	P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE	VARIOUS	15,602		
2	X	P O BOX 4655, MC 221	ATLANTA	GA	30302		COMM CHAIR	VARIOUS	0		
3	X	P O BOX 4655, MC 221	ATLANTA	GA	30302		COMM CHAIR	VARIOUS	0		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 970
2 First quarter estimated tax payment	5/13/2016	2 122
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6 122
7 Total		7 1,214

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	115,721
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	115,721