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Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

► 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.

For calendar year 2016 or tax year beginning

, and ending

<p>Name of foundation TR MARGARET PITTS UA W PITTS</p> <p>Number and street (or P O box number if mail is not delivered to street address) P O BOX 1908</p> <p>City or town, state or province, country, and ZIP or foreign postal code ORLANDO FL 32802-1908</p> <p>Foreign country name Foreign province/state/county Foreign postal code</p>		<p>A Employer identification number 58-6374907</p> <p>B Telephone number (see instructions) (404) 813-9304</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>																																																																																																																																																																																																																																																	
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For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2016)

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
Assets	1	Cash—non-interest-bearing		
	2	Savings and temporary cash investments	493,367	1,224,931
	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)		
	c	Investments—corporate bonds (attach schedule)		
	11	Investments—land, buildings, and equipment basis ►		
		Less accumulated depreciation (attach schedule) ►		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	30,320,166	28,617,828
	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)	30,813,533	29,842,759
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 (attach schedule)		
	22	Other liabilities (describe ►)	0	0
	23	Total liabilities (add lines 17 through 22)		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	30,813,533	29,842,759
	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)	30,813,533	29,842,759
	31	Total liabilities and net assets/fund balances (see instructions)	30,813,533	29,842,759

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	30,813,533
2	Enter amount from Part I, line 27a	2	-971,512
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	17,353
4	Add lines 1, 2, and 3	4	29,859,374
5	Decreases not included in line 2 (itemize) ► MUTUAL FUND TIMING DIFFERENCE	5	16,615
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	29,842,759

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) 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					
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	540,091	
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

 Yes NoWas the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
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	1,905,274	37,661,038	0 050590
2014	1,770,578	37,968,665	0 046633
2013	1,679,544	34,712,301	0 048385
2012	1,640,455	31,884,699	0 051450
2011	1,546,177	32,394,209	0 047730

2 Total of line 1, column (d) **2** 0 244788

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 048958

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 **4** 35,536,125

5 Multiply line 4 by line 3 **5** 1,739,778

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 10,122

7 Add lines 5 and 6 **7** 1,749,900

8 Enter qualifying distributions from Part XII, line 4 **8** 1,963,663

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)

1 10,122

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

2 0

c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

3 10,122

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-

6 Credits/Payments

a 2016 estimated tax payments and 2015 overpayment credited to 2016 6a 20,041

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 20,041

8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached 8 0

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ► 9 0

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ► 10 9,919

11 Enter the amount of line 10 to be **Credited to 2017 estimated tax** ► Refunded ► 11 9,919

Part VII-A Statements Regarding Activities

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 Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 1b Yes 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 Yes 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? 2 Yes 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 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

b If "Yes," has it filed a tax return on **Form 990-T** for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes 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 Yes 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 Yes 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 Yes 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 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 Yes X

Part VII-A Statements Regarding Activities (continued)

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	Yes	No
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? Website address ► N/A	13	X	
14	The books are in care of ► SUNTRUST BANK Located at ► PO BOX 1908, ORLANDO FL	Telephone no ► (404) 813-9304 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	► <input type="checkbox"/>
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 ►	16		Yes No 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.**

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1b	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 ► <input type="checkbox"/>			
1c	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?			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
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?			

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		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? N/A If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 303 PEACHTREE STREET, 15TH FL ATLANTA, GA 3	TRUSTEE AS REQ'D	153,161		

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	35,592,397
b	Average of monthly cash balances	1b	484,887
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	36,077,284
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	36,077,284
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	541,159
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	35,536,125
6	Minimum investment return. Enter 5% of line 5	6	1,776,806

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	1,776,806
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,122
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,122
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,766,684
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,766,684
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	1,766,684

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	1,963,663
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	1,963,663
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	10,122
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,953,541

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				1,766,684
2 Undistributed income, if any, as of the end of 2016			0	
a Enter amount for 2015 only				
b Total for prior years 20____, 20____, 20____	74,296			
3 Excess distributions carryover, if any, to 2016	18,780			
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015	52,981			
f Total of lines 3a through e	146,057			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 1,963,663				1,766,684
a Applied to 2015, but not more than line 2a				
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				
e Remaining amount distributed out of corpus	196,979			
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:	343,036			
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017			0	
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	343,036			
10 Analysis of line 9	74,296			
a Excess from 2012	18,780			
b Excess from 2013				
c Excess from 2014				
d Excess from 2015	52,981			
e Excess from 2016	196,979			

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

4942(j)(3) or 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum amount required by Part II of this section.									
	<table border="1"> <thead> <tr> <th data-bbox="302 346 501 348">Tax year</th><th data-bbox="501 346 800 348"></th><th data-bbox="800 346 1033 348">Prior 3 years</th></tr> <tr> <th data-bbox="302 348 501 348">(a) 2016</th><th data-bbox="501 348 800 348">(b) 2015</th><th data-bbox="800 348 1033 348">(c) 2014</th></tr> </thead> <tbody> <tr> <td data-bbox="302 348 501 350"></td><td data-bbox="501 348 800 350"></td><td data-bbox="800 348 1033 350"></td></tr> </tbody> </table>	Tax year		Prior 3 years	(a) 2016	(b) 2015	(c) 2014			
Tax year		Prior 3 years								
(a) 2016	(b) 2015	(c) 2014								

4942(j)(3) or 4942(j)(5)

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.

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

6 Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 1,884,583
<i>b Approved for future payment</i>				
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 (See instructions)
	(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					
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					
8 Gain or (loss) from sales of assets other than inventory					
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		1,093,772	0
13 Total Add line 12, columns (b), (d), and (e)		13		1,093,772	

(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) (See instructions)
Not Applicable	

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

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
(2) Other assets

b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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

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.

Sign
Here

Barbara ~~allred~~

5/3/2017

Date

► TRUSTEE

—
Tit

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

Paid Preparer Use Only	Print/Type preparer's name SHAWN P. HANLON	Preparer's signature <i>Shawn P. Hanlon</i>	Date 5/3/2017	Check <input checked="" type="checkbox"/> if self-employed	PTIN P00965923
	Firm's name ► PRICEWATERHOUSECOOPERS, LLP	Firm's EIN ► 13-4008324			
	Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219	Phone no 412-355-6000			

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

Amount		Long Term CG Distributions		Short Term CG Distributions		Long Term CG Distributions		Short Term CG Distributions		Long Term CG Distributions		Short Term CG Distributions		Long Term CG Distributions	
238,010		0		0		238,010		0		238,010		0		238,010	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Date	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1 ARTISAN INT'L VALUE FUND	043141H881	X			2/26/2015	6/22/2016	26,800	29,286					0	-2,496	
2 BRANDIES INT'L SIC EQUIITY-I	105262737	X			7/31/2014	4/15/2016	7,000	7,582					0	-582	
3 BRANDIES INT'L SIC EQUIITY-I	105262737	X			7/31/2014	6/22/2016	7,300	7,883					0	-583	
4 BRANDIES INT'L SIC EQUIITY-I	105262737	X			7/31/2014	6/22/2016	8,800	9,245					0	-445	
5 BRANDIES INT'L SIC EQUIITY-I	105262737	X			7/31/2014	12/22/2016	15,400	16,654					0	-1,254	
6 DFA INTERNATIONAL CORE	233203371	X			4/11/2014	4/15/2016	25,400	28,561					0	-3,161	
7 DFA INTERNATIONAL CORE	233203371	X			4/11/2014	6/22/2016	27,000	30,096					0	-3,096	
8 DFA INTERNATIONAL CORE	233203371	X			4/11/2014	9/22/2016	32,600	35,118					0	-2,518	
9 INVESCO SMALL CAP GROW	00141M622	X			10/15/2009	6/22/2016	14,268	9,390					0	4,878	
10 INVESCO SMALL CAP GROW	00141M622	X			10/15/2009	6/22/2016	20,400	12,520					0	7,980	
11 INVESCO SMALL CAP GROW	00141M622	X			10/15/2009	12/22/2016	35,000	22,712					0	12,288	
12 ARTISAN INT'L VALUE FUND	043141H887	X			2/26/2015	9/26/2016	7,822	7,869					0	-1,933	
13 ARTISAN INT'L VALUE FUND	043141H887	X			6/3/2013	6/3/2013	58,000	58,096					0	-2,096	
14 ARTISAN INT'L VALUE FUND	043141H887	X			2/26/2015	12/22/2016	25,000	27,941					0	-2,941	
15 ARTISAN INT'L VALUE FUND	043141H881	X			6/3/2016	6/22/2016	9,400	9,137					0	283	
16 DFA US VALUE PORTFOL	233203827	X			6/23/2016	12/22/2016	18,200	16,594					0	1,606	
17 DFA US LC VALUE PORTFOL	233203827	X			2/19/2016	4/15/2016	8,036	7,527					0	509	
18 VULCAN VALUE PART SM CA	3176095683	X			2/19/2016	6/22/2016	8,700	7,943					0	289	
19 VULCAN VALUE PART SM CA	3176095683	X			2/26/2015	4/15/2016	15,000	17,889					0	-2,889	
20 INVESCO SMALL CAP GROW	00141M622	X			2/26/2015	6/22/2016	2,032	2,334					0	-302	
21 INVESCO SMALL CAP GROW	00141M622	X			2/19/2016	6/22/2016	10,700	9,217					0	1,493	
22 VULCAN VALUE PART SM CA	3176095683	X			2/19/2016	12/22/2016	21,100	16,983					0	4,117	
23 VULCAN VALUE PART SM CA	3176095683	X			4/11/2014	12/22/2016	57,400	63,486					0	-6,086	
24 DFA INTERNATIONAL CORE	233203371	X			6/3/2013	6/22/2016	36,000	28,140					0	7,893	
25 T ROVE PRICE INST UC GR	457751408	X			6/22/2013	9/22/2016	37,700	29,717					0	12,484	
26 T ROVE PRICE INST UC GR	457751408	X			6/3/2013	12/22/2016	47,100	34,636					0	12,771	
27 T ROVE PRICE INST UC GR	457751408	X			6/27/2013	12/22/2016	65,152	47,383					0	17,779	
28 T ROVE PRICE INST UC GR	457751408	X			6/27/2013	12/22/2016	21,188	15,371					0	5,817	
29 T ROVE PRICE INST UC GR	457751408	X			12/17/2012	4/15/2016	45,939	31,593					0	14,346	
30 ISHARES RUSSELL MIDCAP	464287499	X			12/17/2012	6/22/2016	50,426	33,850					0	15,576	
31 ISHARES RUSSELL MIDCAP	464287499	X			12/17/2012	9/22/2016	61,152	39,492					0	21,650	
32 ISHARES RUSSELL MIDCAP	464287499	X			12/17/2012	12/22/2016	112,536	70,521					0	42,015	
33 ISHARES RUSSELL MIDCAP	464287499	X			12/17/2012	12/22/2016	40,972	41,927					0	-1,220	
34 ISHARES RUSSELL 1000 YAL	464287598	X			2/26/2015	6/22/2016	44,184	44,250					56	0	
35 ISHARES RUSSELL 1000 YAL	464287598	X			6/23/2016	9/22/2016	63,737	62,257					0	1,480	
36 ISHARES RUSSELL 1000 YAL	464287598	X			6/23/2016	12/22/2016	120,681	111,023					0	9,637	
37 ISHARES RUSSELL 1000 YAL	464287598	X			6/10/2014	4/15/2016	24,199	21,691					0	2,508	
38 ISHARES RUSSELL 1000 YAL	464287598	X			6/27/2013	4/15/2016	25,535	23,047					0	2,488	
39 ISHARES RUSSELL 1000 YAL	464287598	X			6/27/2013	6/22/2016	15,700	14,836					0	864	
40 ISHARES RUSSELL 1000 YAL	464287598	X			6/10/2014	6/22/2016	31,433	27,114					0	4,317	
41 ISHARES RUSSELL 1000 YAL	464287598	X			6/10/2014	12/22/2016	56,587	48,353					0	8,244	
42 ISHARES RUSSELL 2000 YAL	464287630	X			2/26/2015	2/19/2016	605,810	719,179					0	-13,309	
43 ISHARES RUSSELL 2000 YAL	464287630	X			6/10/2014	2/19/2016	7,534	9,184					0	-1,590	
44 JOHN HANCOCK III-DISCP LN	478031640	X			6/27/2013	4/15/2016	14,900	14,088					0	812	
45 JOHN HANCOCK III-DISCP LN	478031640	X			6/27/2013	6/22/2016	15,700	14,836					0	864	
46 JOHN HANCOCK III-DISCP LN	478031640	X			6/27/2013	6/22/2016	1,111,244	1,111,238					0	0	
47 OPPENHEIMER DEV/LOPING	683975405	X			2/26/2015	4/15/2016	10,100	11,476					0	-1,376	
48 VANGUARD INST INDEX-INS	922040100	X			6/26/2012	6/22/2016	74,800	47,694					0	27,106	
49 VANGUARD INST INDEX-INS	922040100	X			6/26/2012	12/22/2016	91,600	55,933					0	35,647	
50 VANGUARD INST INDEX-INS	922040100	X			3/6/2015	4/15/2016	172,400	100,856					0	-71,544	
51 WESTERN ASSET CORE PLU	957656503	X			3/6/2015	4/15/2016	28,000	27,976					0	-24	
52 WESTERN ASSET CORE PLU	957656503	X			3/6/2015	6/22/2016	29,600	29,398					0	-202	
53 WESTERN ASSET CORE PLU	957656503	X			3/6/2015	9/22/2016	35,400	34,541					0	859	
54 OPPENHEIMER DEV/LOPING	683974604	X			2/26/2015	6/22/2016	1,751	2,017					0	-266	
55 OPPENHEIMER DEV/LOPING	683974604	X			2/26/2015	9/22/2016	8,649	7,980					0	3174	
56 OPPENHEIMER DEV/LOPING	683974604	X			9/22/2011	6/22/2016	13,600	11,226					0	35	
57 OPPENHEIMER DEV/LOPING	683974604	X			9/22/2011	12/22/2016	22,700	20,604					0	2,098	
58 PIMCO INVESTMENT GRD C	7220205816	X			3/4/2015	4/15/2016	5,500	5,094					0	-294	
59 PIMCO INVESTMENT GRD C	7220205816	X			3/4/2015	6/22/2016	5,900	6,100					0	-200	
60 PIMCO INVESTMENT GRD C	7220205816	X			3/4/2015	9/22/2016	7,000	7,086					0	-88	
61 VANGUARD SHORT TERM BO	9219317827	X			3/4/2015	4/15/2016	4,855	4,804					0	31	
62 VANGUARD SHORT TERM BO	9219317827	X			3/4/2015	6/22/2016	5,240	5,205					0	35	
63 VANGUARD SHORT TERM BO	9219317827	X			3/4/2015	9/22/2016	6,059	6,006					0	54	
64 VANGUARD INST INDEX-INS	922040100	X			11/7/2013	4/15/2016	42,239	33,922					0	6,653	
65 VANGUARD INST INDEX-INS	922040100	X			6/26/2016	4/15/2016	28,741	18,354					0	10,387	

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

	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

		25,040	4,999	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ESTIMATED EXCISE PAYMENTS	20,041			
2	FOREIGN TAX WITHHELD	4,999	4,999		

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	0
2	SHARES TR RUSSELL MIDCAP INDEX ET		0	1,563,318	3,815,978
3	SHARES TR RUSSELL 1000 VALUE INDEX		0	3,228,944	4,072,851
4	SHARES TR RUSSELL 1000 GROWTH IND		0	1,638,775	1,912,327
5	VANGUARD INSTL INDEX-I		0	3,422,991	5,744,346
6	WESTERN ASSET CORE PLUS BD-I		0	2,177,167	2,134,221
7	DFA LARGE CAP VALUE FD-I		0	562,269	610,270
8	T ROWE PRICE INSTL LARGE-CAP GRWT		0	2,119,629	2,892,112
9	VANGUARD BD INDEX SHORT TERM BD E		0	378,731	375,798
10	PIMCO INV GRADE CORP BD-I		0	450,635	429,998
11	PINE GROVE OFFSHORE LTD-A		0	2,900,000	3,050,112
12	VULCAN VALUE PARTNERS S/C		0	570,830	708,812
13	OPENHEIMER DEVELOPING MKT-I		0	694,731	781,299
14	BRANDES INTL S/C EQUITY-I		0	563,371	520,116
15	ARTISAN INTL VALUE FUND-ADV		0	1,778,765	1,907,197
16	VOYAGER PRTRNS OF FSH LTD SUB S SE		0	2,900,000	3,010,453
17	VOYAGER PARTNERS OFFSHR LTD S-07/		0	750,000	661,203
18	INVEESCO SMALL CAP GROWTH-I		0	767,490	1,178,182
19	DFA INTL CORE EQUITY-I		0	2,150,182	1,958,797

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	17,223
2	COST BASIS ADJUSTMENT	2	130
3	Total	3	17,353

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

1	MUTUAL FUND TIMING DIFFERENCE	1	16,615
2	Total	2	16,615

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount	238,010	0	3,800,449	0	302,078	0	3,498,427	0	302,078	0
Long Term CG Distributions	238,010	0		3,800,449	0	302,078	0	3,498,427	0	302,078	0
Short Term CG Distributions			Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Expense of Sale	Gain or Loss	Gains Minus
1 ARTISAN INT'L VALUE FUND-1	043141H881	-	2/26/2015	6/15/2016	26,500	-	29,296	-	-2,496	-	-2,496
2 BRANDES INT'L SIC EQUITY-1	105262737	-	7/31/2014	4/15/2016	7,000	-	7,582	-	-582	-	-582
3 BRANDES INT'L SIC EQUITY-1	105262737	-	6/22/2016	6/22/2016	7,300	-	7,883	-	-583	-	-583
4 BRANDES INT'L SIC EQUITY-1	105262737	-	9/22/2015	9/22/2016	8,800	-	9,245	-	-445	-	-445
5 BRANDES INT'L SIC EQUITY-1	105262737	-	7/31/2014	12/22/2016	15,400	-	16,554	-	-1,154	-	-1,154
6 DFA INTERNATIONAL CORE	233203371	-	4/11/2014	6/22/2016	25,400	-	28,561	-	-3,161	-	-3,161
7 DFA INTERNATIONAL CORE	233203371	-	4/11/2014	6/22/2016	21,000	-	30,096	-	-9,096	-	-9,096
8 DFA INTERNATIONAL CORE	233203371	-	4/11/2014	6/22/2016	32,800	-	35,118	-	-2,518	-	-2,518
9 INVESCO SMALL CAP GROW	00141M622	-	10/15/2009	6/22/2016	14,368	-	17,518	-	-2,550	-	-2,550
10 INVESCO SMALL CAP GROW	00141M622	-	10/15/2009	9/12/2016	20,400	-	20,400	-	0	-	0
11 INVESCO SMALL CAP GROW	00141M622	-	10/15/2009	12/22/2016	35,500	-	35,500	-	0	-	0
12 ARTISAN INT'L VALUE FUND-1	043141H667	-	2/26/2015	9/26/2016	24,778	-	26,72	-	1,942	-	1,942
13 ARTISAN INT'L VALUE FUND-1	043141H667	-	6/3/2013	9/26/2016	7,822	-	7,869	-	-47	-	-47
14 ARTISAN INT'L VALUE FUND-1	043141H667	-	6/3/2013	12/22/2016	56,000	-	58,096	-	-2,096	-	-2,096
15 ARTISAN INT'L VALUE FUND-1	043141H881	-	2/26/2015	4/15/2016	25,000	-	27,941	-	-2,941	-	-2,941
16 DFA US/LC VALUE PORTFOL	233203827	-	6/23/2016	9/22/2016	9,400	-	9,137	-	263	-	263
17 DFA US/LC VALUE PORTFOL	233203827	-	6/23/2016	12/22/2016	18,200	-	16,594	-	1,606	-	1,606
18 VULCAN VALUE PART SM CA	317609683	-	2/19/2016	4/15/2016	8,036	-	7,527	-	509	-	509
19 VULCAN VALUE PART SM CA	317609683	-	2/19/2016	6/22/2016	8,700	-	7,943	-	757	-	757
20 INVESCO SMALL CAP GROW	00141M622	-	4/15/2016	4/15/2016	15,000	-	17,889	-	-2,889	-	-2,889
21 INVESCO SMALL CAP GROW	00141M622	-	2/26/2015	6/22/2016	2,032	-	2,034	-	2	-	2
22 VULCAN VALUE PART SM CA	317609683	-	2/19/2016	9/22/2016	10,700	-	9,217	-	1,483	-	1,483
23 VULCAN VALUE PART SM CA	317609683	-	2/19/2016	12/22/2016	21,100	-	16,983	-	4,117	-	4,117
24 DFA INTERNATIONAL CORE	233203371	-	4/11/2014	6/22/2016	57,400	-	63,186	-	-6,086	-	-6,086
25 T ROWE PRICE INST LCL GRY	457751408	-	6/3/2013	4/15/2016	36,000	-	36,000	-	0	-	0
26 T ROWE PRICE INST LCL GRY	457751408	-	6/3/2013	6/22/2016	37,700	-	29,777	-	7,993	-	7,993
27 T ROWE PRICE INST LCL GRY	457751408	-	6/3/2013	9/22/2016	10,700	-	9,217	-	1,483	-	1,483
28 T ROWE PRICE INST LCL GRY	457751408	-	6/3/2013	12/22/2016	65,162	-	65,162	-	0	-	0
29 T ROWE PRICE INST LCL GRY	457751408	-	6/27/2013	12/22/2016	21,188	-	21,188	-	0	-	0
30 ISHARES RUSSELL MIDCAP	464287499	-	12/17/2012	4/15/2016	45,339	-	31,593	-	14,346	-	14,346
31 ISHARES RUSSELL MIDCAP	464287499	-	12/17/2012	6/22/2016	50,126	-	33,850	-	16,576	-	16,576
32 ISHARES RUSSELL MIDCAP	464287499	-	12/17/2012	9/22/2016	61,152	-	29,777	-	7,993	-	7,993
33 ISHARES RUSSELL MIDCAP	464287499	-	6/3/2013	9/22/2016	11,2536	-	34,636	-	12,464	-	12,464
34 ISHARES RUSSELL 1000 GRY	464287598	-	2/3/2015	4/15/2016	40,972	-	42,192	-	-1,220	-	-1,220
35 ISHARES RUSSELL 1000 GRY	464287598	-	6/23/2016	6/22/2016	44,194	-	56	-	0	-	0
36 ISHARES RUSSELL 1000 GRY	464287598	-	6/23/2016	9/22/2016	63,737	-	62,357	-	1,480	-	1,480
37 ISHARES RUSSELL 1000 GRY	464287598	-	6/23/2016	12/22/2016	120,661	-	120,661	-	0	-	0
38 ISHARES RUSSELL 1000 GRY	464287614	-	6/10/2014	4/15/2016	24,199	-	21,591	-	9,637	-	9,637
39 ISHARES RUSSELL 1000 GRY	464287614	-	6/10/2014	6/22/2016	35,332	-	23,047	-	2,488	-	2,488
40 ISHARES RUSSELL 1000 GRY	464287614	-	6/10/2014	9/22/2016	31,493	-	21,114	-	4,379	-	4,379
41 ISHARES RUSSELL 1000 GRY	464287614	-	6/10/2014	12/22/2016	56,597	-	48,353	-	8,244	-	8,244
42 ISHARES RUSSELL 2000 VALL	464287630	-	2/3/2015	2/19/2016	6,05870	-	7,19179	-	-13,309	-	-13,309
43 SHARES RUSSELL 2000 VALL	464287630	-	2/26/2015	2/19/2016	7,394	-	9,184	-	-1,590	-	-1,590
44 JOHN HANCOCK II-DISCPN	478030640	-	4/15/2016	4/15/2016	14,800	-	14,088	-	812	-	812
45 JOHN HANCOCK II-DISCPN	478030640	-	6/27/2013	6/22/2016	15,100	-	14,864	-	864	-	864
46 JOHN HANCOCK II-DISCPN	478030640	-	6/27/2013	6/23/2016	1,193,524	-	1,111,258	-	82,266	-	82,266
47 OPPENHEIMER DEVELOPING	983974505	-	3/6/2015	4/15/2016	10,100	-	11,476	-	-1,376	-	-1,376
48 VANGUARD INST INDEX-INS	922040100	-	6/26/2012	6/22/2016	74,800	-	47,894	-	27,106	-	27,106
49 VANGUARD INST INDEX-INS	922040100	-	6/26/2012	9/22/2016	91,600	-	55,953	-	35,647	-	35,647
50 VANGUARD INST INDEX-INS	922040100	-	6/26/2012	12/22/2016	172,400	-	100,956	-	71,544	-	71,544
51 WESTERN ASSET CORE PLU	957663503	-	3/6/2015	4/15/2016	28,000	-	29,976	-	-2,096	-	-2,096
52 WESTERN ASSET CORE PLU	957663503	-	3/6/2015	6/22/2016	35,400	-	34,941	-	859	-	859
53 PIMCO INVESTMENT GRD-OC	722005816	-	3/4/2015	6/22/2016	5,900	-	5,764	-	-266	-	-266
54 OPPENHEIMER DEVELOPING	683974604	-	9/22/2011	6/22/2016	9,649	-	7,980	-	669	-	669
55 OPPENHEIMER DEVELOPING	683974604	-	9/22/2011	9/22/2016	13,600	-	11,226	-	2,374	-	2,374
56 OPPENHEIMER DEVELOPING	683974604	-	9/22/2011	12/22/2016	22,700	-	20,604	-	2,096	-	2,096
57 OPPENHEIMER DEVELOPING	683974604	-	3/4/2015	6/22/2016	5,500	-	5,764	-	-284	-	-284
58 PIMCO INVESTMENT GRD-OC	722005816	-	3/4/2015	6/22/2016	9,000	-	8,100	-	-906	-	-906
59 PIMCO INVESTMENT GRD-OC	722005816	-	3/4/2015	9/22/2016	4,835	-	3,804	-	31	-	31
60 PIMCO INVESTMENT GRD-OC	722005816	-	3/4/2015	6/22/2016	5,240	-	5,205	-	35	-	35
61 VANGUARD SHORT TERM B	921937827	-	3/4/2015	6/22/2016	6,059	-	6,005	-	54	-	54
62 VANGUARD SHORT TERM B	921937827	-	3/4/2015	9/22/2016	6,259	-	35,628	-	6,631	-	6,631
63 VANGUARD SHORT TERM B	921937827	-	3/4/2015	11/17/2013	42,259	-	18,354	-	10,387	-	10,387
64 VANGUARD INST INDEX-INS	922040100	-	6/26/2012	4/15/2016	28,741	-	0	-	0	-	0
65 VANGUARD INST INDEX-INS	922040100	-	6/26/2012	6/26/2016	18,354	-	0	-	0	-	0

Part VIII, Line 1 (990-PF) - 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	SUNTRUST BANK	303 PEACHTREE STREET, 15TH FLOOR	ATLANTA	GA	30308		TRUSTEE	AS REQ'D	153,161	153,161	0

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

	Date	Amount
1 Credit from prior year return	1	
2 First quarter estimated tax payment	2	4,662
3 Second quarter estimated tax payment	3	7,690
4 Third quarter estimated tax payment	4	7,689
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	20,041

TR MARGARET PITTS UA W PITTS

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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

YOUNG HARRIS COLLEGE

Street

1 COLLEGE ST

City

YOUNG HARRIS

State

GA

Zip Code

30582

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

942,292

Name

METHODIST HOME OF THE SOUTH GA CONF

Street

P O BOX 2525

City

MACON

State

GA

Zip Code

31203

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSE

Amount

942,292

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