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 , 2016, and ending , 20

Name of foundation Jeanette Travis Foundation	A Employer identification number 71-0907506
Number and street (or P O box number if mail is not delivered to street address) Room/suite PO Box 340025	B Telephone number (see instructions) 615-252-2337
City or town, state or province, country, and ZIP or foreign postal code Nashville, TN 37203	C If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here . ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here . . . ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 17,246,815 J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	10,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	5,580	5,580		
	4	Dividends and interest from securities	327,684	327,684		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		2,265,231		
	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) STMT 7	18,587			
	12	**Total.** Add lines 1 through 11	361,851	2,598,495		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) STMT 1	24,107			24,107
	b	Accounting fees (attach schedule) STMT 2	3,500			3,500
	c	Other professional fees (attach schedule) STMT 3	78,763	78,763		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	116	116		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	106,486	78,879		27,607
	25	Contributions, gifts, grants paid	1,020,000			1,020,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,126,486	78,879		1,047,607
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-764,635			
	b	**Net investment income** (if negative, enter -0-)		2,519,616		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	31,177	605,772	605,772
	2	Savings and temporary cash investments			
	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) STMT 5	11,829,829	12,757,061	16,641,044
	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)			
	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)	11,861,006	13,362,833	17,246,816
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 ▶)			
	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			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,861,006	13,362,833	
	30	**Total net assets or fund balances** (see instructions)	11,861,006	13,362,833	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,861,006	13,362,833	

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	11,861,006
2	Enter amount from Part I, line 27a	2	-764,635
3	Other increases not included in line 2 (itemize) ▶ Capital Gains and Prior Period Adjustment	3	2,266,462
4	Add lines 1, 2, and 3	4	13,362,833
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,632,833

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 STATMENT 6	P	Various	Various
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	5,539,589	0	3,274,358	2,265,231
b				
c				
d				
e				

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

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

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	2,265,231
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.

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	1,121,300	16,253,142	.0690
2014	1,068,572	17,283,451	.0618
2013	901,202	16,027,635	.0562
2012	719,905	14,425,827	.0499
2011	540,483	6,896,097	0784

2	**Total** of line 1, column (d)	2	.3152
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	.06304
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	14,852,771
5	Multiply line 4 by line 3	5	936,684
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	25,196
7	Add lines 5 and 6	7	961,881
8	Enter qualifying distributions from Part XII, line 4	8	1,047,607

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary—see instructions)					
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	25,196	00
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0	00
3	Add lines 1 and 2			3	0	00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0	00
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	25,196	00
6	Credits/Payments:					
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,264 57			
b	Exempt foreign organizations—tax withheld at source	6b	0 00			
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000 00			
d	Backup withholding erroneously withheld	6d	0 00			
7	Total credits and payments. Add lines 6a through 6d			7	14,264	57
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8		
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	10,931	43
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	0	00
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	**Refunded** ▶		11	0	00

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✔
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✔
	*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		✔
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✔
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		✔
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✔
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✔
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	✔	
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	✔	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Tennessee			
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	✔	
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		✔
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✔

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✔
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		✔
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✔	

Website address ▶

14 The books are in care of ▶ Richard F. Warren, Jr. Telephone no. ▶ 615-252-2337
Located at ▶ 1600 Division Street, Suite 700, Nashville, TN ZIP+4 ▶ 37203

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

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

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

			Yes	No
	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):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		✔
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		✔
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✔
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		✔

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b ✔ (No)

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? 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Thomas Baker 1504 17th Avenue, Nashville, TN 37212	Director/Treasurer 1	0	0	0
Richard F Warren, Jr. 1600 Division Street, Suite 700, Nashville, TN 37212	Director/President 1	0	0	0
Barbara Kimmins 1600 Division Street, Suite 700, Nashville, TN 37212	Director/Secretary	0	0	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 ▶ 0

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

3 Five highest-paid independent contractors for professional services (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 ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 The sole charitable activity of the Foundation during the tax year was the identification of charitable organizations to which grants are to be made.	0
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.	0
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	14,778,300
b	Average of monthly cash balances		1b	300,655
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	15,078,955
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	15,078,955
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)		4	226,184
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	14,852,771
6	**Minimum investment return.** Enter 5% of line 5		6	742,639

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	742,639
2a	Tax on investment income for 2016 from Part VI, line 5	2a 25,196		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b 0		
c	Add lines 2a and 2b		2c	25,196
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	717,443
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	717,443
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	717,443

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	1,047,607
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,047,607
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	25,196
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,022,411

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					717,443
2	Undistributed income, if any, as of the end of 2016:					
a	Enter amount for 2015 only				0	
b	Total for prior years: 20___,20____,20____			0		
3	Excess distributions carryover, if any, to 2016:					
a	From 2011	20,525				
b	From 2012	8,173				
c	From 2013	116,202				
d	From 2014	225,021				
e	From 2015	316,163				
f	**Total** of lines 3a through e		686,084			
4	Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 1,047,607					
a	Applied to 2015, but not more than line 2a				0	
b	Applied to undistributed income of prior years (Election required—see instructions)			0		
c	Treated as distributions out of corpus (Election required—see instructions)		0			
d	Applied to 2016 distributable amount					717,443
e	Remaining amount distributed out of corpus		330,164			
5	Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		1,016,248			
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)		0			
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)		20,525			
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		995,723			
10	Analysis of line 9:					
a	Excess from 2012	8,173				
b	Excess from 2013	116,202				
c	Excess from 2014	225,021				
d	Excess from 2015	316,163				
e	Excess from 2016	330,164				

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

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)

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

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

1 **Information Regarding Foundation Managers:**

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

Jeanette Travis, Deceased, January 2010

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:

Richard F. Warren, Jr., 1600 Division Street, Suite 700, Nashville, TN 37203

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

c Any submission deadlines:

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

The Foundation does not limit grants, however it is primarily interested in promoting nursing.

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Belmont University		(c)(3)	Nursing scholarships	700,000
Dollywood Foundation (For My People)		(c)(3)	Unrestricted	20,000
Middle Tennessee Council of the Boy Scouts of America		(c)(3)	Unrestricted	50,000
Thistle Farms		(c)(3)	Unrestricted	100,000
Nashville, Public Television		(c)(3)	Unrestricted	150,000
Total . . . . . . ▶ 3a				1,020,000
b *Approved for future payment*				
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			14	5,580	
4 Dividends and interest from securities			14	327,684	
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)					

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

(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.)
	The Foundation has no exempt function income from its activities, only passive income.

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Richard H Warren | 10/17/17 | President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Brian S. Shelton		10/26/17		P01065304
Firm's name ▶ Carter Shelton, PLC			Firm's EIN ▶	81-5369592
Firm's address ▶ 2021 Richard Jones Road, Suite 240, Nashville, TN 37215			Phone no.	615-200-8798

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2016

Name of the organization	**Employer identification number**
Jeanette Travis Foundation	71-0907506

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
Jeanette Travis Foundation	71-0907506

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Anthony Anglin Jr. Charitable Lead Trust 1600 Division Street, Suite 700 Nashville, TN 37203	$ 5,000	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	Kimberly Hope Anglin Charitable Lead Trust 1600 Division Street, Suite 700 Nashville, TN 37203	$ 5,000	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

The Jeanette Travis Foundation
EIN: 71-0907506
Form 990-PF
FYE: 12-31-2016

STATEMENT 1

Part I, Line 16(a). Legal Fees.

Legal fees totaling $6,187.66 were paid to the law firm of Emerge Law, PLC in Nashville, Tennessee for professional services rendered in connection with the Foundation. In addition, legal fees totaling $17,919.39 were paid to the law firm of Bradley Arant Boult Cummings LLP in Nashville, Tennessee for professional services rendered in connection with the Foundation. These services include maintaining the Foundation's corporate books and financial records; periodic researching of applicable state and federal laws and regulations governing private foundations; numerous office and telephone conferences throughout the year; and preparation of the Form 990-PF for the Foundation's year ended December 31, 2015.

The Jeanette Travis Foundation
EIN: 71-0907506
Form 990-PF
FYE: 12-31-2016

STATEMENT 2

Part I, Line 16(b). Accounting Fees.

Fees totaling $3,500 were paid to the accounting firm of The Baker Group in Nashville, Tennessee for professional services rendered in connection with the Foundation. These services include maintaining the Foundation's corporate books and financial records; periodic researching of applicable state and federal laws and regulations governing private foundations; and attendance of board meetings and other office and telephone conferences throughout the year.

The Jeanette Travis Foundation
EIN: 71-0907506
Form 990-PF
FYE: 12-31-2016

STATEMENT 3

Part I, Line 16(c). Other Professional Fees.

Brokerage commissions and fees totaling $78,763.05 were paid to Capital Wealth Management Group for professional services rendered in connection with the Foundation's investments.

The Jeanette Travis Foundation
EIN: 71-0907506
Form 990-PF
FYE: 12-31-2016

STATEMENT 4

Part I, Line 18. Taxes.

The Foundation paid the following taxes during the year:

Federal excise taxes for 2015 - $115.70

The Jeanette Travis Foundation
EIN: 71-0907506
Form 990-PF
FYE: 12-31-2016

STATEMENT 5

Part II, Line 10(b). Investments / Corporate Stock.

See attached.

BOOK VALUE OF SECURITIES						
STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
3M Company (MMM)	825	$ 64,072.60	$ 77.66		825 000	$ 64,072.60
3M Company (MMM)	1 000 000	$ 87,771.70	$ 87.77		1,000 000	$ 87,771.70
3M Company (MMM)	500 000	$ 40,402.95	$ 80.81		500 000	$ 40,402.95
3M Company (MMM)	375 000	$ 67,033.15	$ 178.76		375 000	$ 67,033.15
SUBTOTAL	2,700 000	$ 259 280.40		0 000	2 700 000	$ 259,280.40
Advansix	120 000	$ 1,604.06	$ 13.37		120 000	$ 1 604.06
American Electric Power Co	3,000 000	$ 106 837.50	$ 35.61	3000	0 000	$ -
Apple Inc (AAPL)	325 000	$ 32 422.49	$ 99.76		325 000	$ 32 422.49
Apple Inc (AAPL)	1,950 000	$ 194,534.93	$ 99.76		1,950 000	$ 194 534.93
Apple Inc (AAPL)	725 000	$ 85 328.70	$ 117.69		725 000	$ 85,328.70
SUBTOTAL	3,000	$ 312 286.12		0	3 000 000	$ 312 286.12
Barrick Gold Corp	5 500 000	$ 104,775.90	$ 19.05	5 500 00	0 000	$ -
Bank of America (BAC)	4 250	$ 63,636.63	$ 14.97		4 250 000	$ 63,636.63
Bank of America (BAC)	5 600	$ 36,865.95	$ 6.58		5,600 000	$ 36 865.95
Bank of America (BAC)	1 150	$ 10,425.34	$ 9.07		1 150 000	$ 10,425.34
Bank of America (BAC)	4 000	$ 35,017.95	$ 8.75		4 000 000	$ 35 017.95
Bank of America (BAC)	5 000	$ 78 617.45	$ 15.72		5 000 000	$ 78 617.45
Bank of America (BAC)	3,000	$ 67,757.95	$ 22.59		3,000 000	$ 67,757.95
SUBTOTAL	23 000	$ 292,321.27		0	23,000	$ 292,321.27
BP PLC (BP)	2,000	$ 92 699.75	$ 46.35	2 000 000	0 000	$ -
BP PLC (BP)	3,100	$ 138 742.64	$ 44.76	3 100 000	0 000	$ -
SUBTOTAL	5,100	$ 231 442.39		5 100	0 000	$ -
Berkshire Hathaway	1 800	$ 210,287.65	$ 116.83	1 800 000	0 000	$ -
Boeing Company (BA)	1,000	$ 73,174.15	$ 73.17		1,000 000	$ 73,174.15
Boeing Company (BA)	1,000	$ 137,757.87	$ 137.76		1 000 000	$ 137,757.87
Boeing Company (BA)	400	$ 62,820.35	$ 157.05		400 000	$ 62,820.35
SUBTOTAL	2,400	$ 273 752.37		0	2 400 000	$ 273 752.37
Bristol Myers Squib (BMY)	2,825	$ 63 577.63	$ 22.51		2,825 000	$ 63 577.63
Bristol Myers Squib (BMY)	2 000 000	$ 50,354.25	$ 25.18		2,000 000	$ 50,354.25
Bristol Myers Squib (BMY)	550 000	$ 17,364.95	$ 31.57		550 000	$ 17 364.95
Bristol Myers Squib (BMY)	925 000	$ 54,648.45	$ 59.08		925 000	$ 54,648.45
SUBTOTAL	6 300 000	$ 185,945.28		0 000	6 300 000	$ 185 945.28
Capstar Financial Holdings Inc.	4,000 000	$ 70,815.95	$ 17.70	0	4,000 000	$ 70 815.95
Capstar Financial Holdings Inc.	1 000 000	$ 22,187.38	$ 22.19	0	1,000 000	$ 22,187.38
Capstar Financial Holdings Inc.	200 000	$ 4 370.27	$ 21.85	0	200 000	$ 4,370.27
Capstar Financial Holdings Inc.	100 000	$ 2,208.65	$ 22.09	0	100 000	$ 2 208.65
SUBTOTAL	5,300 000	$ 99 582.25			5,300 000	$ 99 582.25
Carnival Corp Paired CTF	6,000 000	$ 280,895.95	$ 46.82	0	6,000 000	$ 280,895.95
Carnival Corp Paired CTF	1 300 000	$ 68 071.95	$ 52.36	0	1 300 000	$ 68,071.95
SUBTOTAL	7 300 000	$ 348,967.90		0 000	7,300 000	$ 348,967.90
Caterpillar Inc	450 000	$ 43,226.41	$ 96.06	450	0 000	$ -
Caterpillar Inc	550 000	$ 52 828.29	$ 96.05	550	0 000	$ -
Caterpillar Inc	1 500 000	$ 143,140.15	$ 95.43	1500	0 000	$ -
SUBTOTAL	2 500 000	$ 239,194.85			0 000	$ -
CenturyLink Inc.	15 000 000	$ 365,853.16	$ 24.39	0	15 000 000	$ 365,853.16
CenturyLink Inc.	1 500 000	$ 36,107.95	$ 24.07	0	1 500 000	$ 36 107.95
SUBTOTAL	16 500 000	$ 401,961.11		0 000	16,500 000	$ 401,961.11
Chesapeake Energy Corp	15 000 000	$ 80,654.51	$ 5.38		15 000 000	$ 80 654.51
Chesapeake Energy Corp	15,000 000	$ 30 467.95	$ 2.03		15,000 000	$ 30,467.95
SUBTOTAL	30,000 000	$ 111,122.46		0 000	30,000 000	$ 111,122.46
Chevron Corp (CVX)	900	$ 64 690.15	$ 71.88	900 000	0 000	$ -
Chevron Corp	5,100 000	$ 407 375.25	$ 79.88	5100	0 000	$ -
Chevron Corp	350 000	$ 41 572.80	$ 118.78		350 000	$ 41,572.80
SUBTOTAL	6 350 000	$ 513 638.20		6,000 000	350 000	$ 41 572.80

BOOK VALUE OF SECURITIES						
STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
Cimpress N V	2,000 000	$ 144 909 95	$ 72 45	2000	0 000	$ -
Cisco Systems (CSCO)	10 000 000	$ 191 408 95	$ 19 14		10,000 000	$ 191,408 95
Cisco Systems (CSCO)	2 200 000	$ 67,381 95	$ 30 63		2,200 000	$ 67,381 95
SUBTOTAL	12 200 000	$ 258,790 90		0 000	12,200 000	$ 258,790 90
Citigroup (C)	1,750	$ 64,067 95	$ 36 61		1,750 000	$ 64,067 95
Citigroup (C)	500	$ 15,647 95	$ 31 30		500 000	$ 15,647 95
Citigroup (C)	950	$ 37,495 45	$ 39 47		950 000	$ 37,495 45
Citigroup (C)	800	$ 28,203 15	$ 35 25		800 000	$ 28 203 15
Citigroup (C)	1,000	$ 52,307 85	$ 52 31		1,000 000	$ 52 307 85
Citigroup (C)	1,200	$ 73,024 95	$ 60 85		1,200 000	$ 73 024 95
SUBTOTAL	6,200	$ 270 747 30		0	6 200	$ 270,747 30
Coca-Cola Company (KO)	1,275	$ 32,112 20	$ 25 19	1,275 000	0 000	$ -
Coca-Cola Company (KO)	1 300 000	$ 38 998 65	$ 30 00	1,300 000	0 000	$ -
Coca-Cola Company (KO)	900 000	$ 30,775 48	$ 34 19	900 000	0 000	$ -
Coca-Cola Company (KO)	3,475 000	$ 101 886 33	$ 29 32	3,475 000	0 000	$ -
SUBTOTAL	6,950	$ 203,772 65		6 950	0	$ -
Conagra Foods	3 000 000	$ 77,360 95	$ 25 79	3000	0 000	$ -
Consol Energy	10,000 000	$ 89,914 47	$ 8 99	0	10,000 000	$ 89,914 47
Consol Energy	10,000	$ 89,979 48	$ 9 00	0 000	10 000 000	$ 89,979 48
SUBTOTAL	20,000 000	$ 179 893 95		0 000	20 000 000	$ 179,893 95
Clorox Company (CLX)	975 000	$ 60 202 71	$ 61 75	975	0 000	$ -
Clorox Company (CLX)	1 025	$ 63,432 04	$ 61 88	1 025 000	0 000	$ -
SUBTOTAL	2,000 000	$ 123,634 75		2 000 000	0 000	$ -
Conoco Phillips (COP)	1,300	$ 46,641 81	$ 35 88	1,300 000	0 000	$ -
Conoco Phillips (COP)	600	$ 35,249 54	$ 58 75	600 000	0 000	$ -
Conoco Phillips	1,000 000	$ 46 892 74	$ 46 89	1000	0 000	$ -
SUBTOTAL	2,900 000	$ 128 784 09		2 900 000	0 000	$ -
Corning Inc	15,375 000	$ 288,810 45	$ 18 78		15 375 000	$ 288,810 45
Corning Inc	1 525 000	$ 38,097 11	$ 24 98		1 525 000	$ 38,097 11
SUBTOTAL	16 900 000	$ 326,907 56		0 000	16,900 000	$ 326 907 56
Costco (COST)	2,500 000	$ 204 039 20	$ 81 62	2,500 000	0 000	$ -
Crown Castle Intl Corp New	2 000 000	$ 163,560 15	$ 81 78	-	2,000 000	$ 163 560 15
Crown Castle Intl Corp New	500 000	$ 43 600 70	$ 87 20	-	500 000	$ 43,600 70
SUBTOTAL	2,500 000	$ 207,160 85		0 000	2,500 000	$ 207 160 85
Delphi Automotive	3,050 000	$ 237 004 79	$ 77 71	1 050 000	2,000 000	$ 155,412 98
Delphi Automotive	400 000	$ 27,460 70	$ 68 65	-	400 000	$ 27,460 70
SUBTOTAL	3,450 000	$ 264 465 49		1 050 000	2,400 000	$ 182 873 68
Deere & Company	250 000	$ 22 397 33	$ 89 59	250	0 000	$ -
Deere & Company	400 000	$ 35,824 95	$ 89 56	400	0 000	$ -
Deere & Company	2,500 000	$ 189 642 95	$ 75 86	2500	0 000	$ -
SUBTOTAL	3,150 000	$ 247 865 23		3 150 000	0 000	$ -
Dominion Resources Inc (D)	1,675	$ 64,230 58	$ 38 35	1,675 000	0 000	$ -
Dow Chemical Co	10,000 000	$ 309,637 50	$ 30 96	5000	5,000 000	$ 154 818 75
Dow Chemical Co	3,000	$ 132,959 83	$ 44 32	0 000	3,000 000	$ 132,959 83
Dow Chemical Co	1,200	$ 70,289 95	$ 58 57	0 000	1,200 000	$ 70,289 95
SUBTOTAL	14,200 000	$ 512,887 28		5 000 000	9,200 000	$ 358,068 53
EMC Corp Mass (EMC)	5,500 000	$ 137,187 40	$ 24 94	5500	0,000	$ -
Equinix Inc. (EQIX)	100	$ 8,645 46	$ 86 45	100 000	0 000	$ -
Equinix Inc. (EQIX)	400 000	$ 34,881 01	$ 87 20	400	0 000	$ -
Equinix Inc. (EQIX)	500 000	$ 86 107 90	$ 172 22	443	57 000	$ 9,816 30
Equinix Inc. (EQIX)	500 000	$ 100 601 05	$ 201 20		500 000	$ 100,601 05
Equinix Inc. (EQIX)	500 000	$ 95,585 95	$ 191 17		500 000	$ 95,585 95

BOOK VALUE OF SECURITIES

STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUF
Equinix Inc. (EQIX)	67 000	$ 15,038 37	$ 224 45		67 000	$ 15 038 37
Equinix Inc. (EQIX)	76 000	$ 22 574 28	$ 297 03		76 000	$ 22,574 28
Equinix Inc. (EQIX)	150 000	$ 53 383 83	$ 355 89		150 000	$ 53,383 83
SUBTOTAL	2,293	$ 416,817 85		943	1,350	$ 296 999 78
FB Financial	3,300	$ 72,130 21	$ 21 86	0	3,300 000	$ 72 130 21
FB Financial	1 100	$ 28 675 75	$ 26 07	0	1 100 000	$ 28 675 75
SUBTOTAL	4 400 000	$ 100 805 96		0 000	4,400 000	$ 100 805 96
Fifth Third Bancorp (FITB)	5,250	$ 63,852 70	$ 12 16	5,250 000	0 000	$ -
Fifth Third Bancorp (FITB)	550	$ 6,821 45	$ 12 40	550 000	0 000	$ -
SUBTOTAL	5,800 000	$ 70,674 15		5 800 000	0 000	$ -
Fireye Inc	1 000 000	$ 31 707 95	$ 31 71	0 000	1,000 000	$ 31,707 95
Fireye Inc	4,000 000	$ 137,217 55	$ 34 30	0 000	4,000 000	$ 137,217 55
Fireye Inc	1,000 000	$ 21 673 65	$ 21 67	0 000	1 000 000	$ 21,673 65
Fireye Inc	4,000 000	$ 89,900 95	$ 22 48	0 000	4,000 000	$ 89,900 95
Fireye Inc	5,000 000	$ 67,367 95	$ 13 47	0 000	5,000 000	$ 67,367 95
Fireye Inc	10,000 000	$ 132 759 22	$ 13 28	0 000	10 000 000	$ 132,759 22
SUBTOTAL	$ 25,000 00	$ 482,627 27		0 000	25,000 000	$ 482 627 27
Ford Motor Company	6,000	$ 90,953 95	$ 15 16	6,000 000	0 000	$ -
Ford Motor Company	6,000	$ 89,057 35	$ 14 84	6 000 000	0 000	$ -
Ford Motor Company	2,300	$ 28 514 95	$ 12 40		2,300 000	$ 28,514 95
SUBTOTAL	14 300 000	$ 208,526 25		12,000 000	2,300 000	$ 28,514 95
Frontier Communications Corp (FTR)	567	$ 4 043 91	$ 7 13	567 000	0 000	$ -
General Electric	10,000 000	$ 165 950 00	$ 16 60		10,000 000	$ 165 950 00
General Electric	2,200	$ 36,207 95	$ 16 46		2,200 000	$ 36,207 95
General Electric	3,500	$ 107,520 80	$ 30 72		3,500 000	$ 107,520 80
General Electric	1 800	$ 57,491 95	$ 31 94		1,800 000	$ 57,491 95
SUBTOTAL	17 500 000	$ 367 170 70		0 000	17,500 000	$ 367 170 70
Gilead Sciences Inc.	500 000	$ 52 715 48	$ 105 43		500 000	$ 52,715 48
Gilead Sciences Inc.	500 000	$ 52,707 47	$ 105 41		500 000	$ 52,707 47
Gilead Sciences Inc.	1,000 000	$ 105 377 85	$ 105 38		1,000 000	$ 105 377 85
Gilead Sciences Inc.	2,855 000	$ 248,142 00	$ 86 91		2 855 000	$ 248,142 00
Gilead Sciences Inc.	645 000	$ 47,219 05	$ 73 21		645 000	$ 47 219 05
SUBTOTAL	5 500 000	$ 506 161 85		0 000	5,500 000	$ 506 161 85
Google (Class C)	45 000	$ 16,983 60	$ 377 41	45 000	0 000	$ -
Google (Class C)	155	$ 86 196 47	$ 556 11	155	0 000	$ -
SUBTOTAL	200 000	$ 103,180 07		200 000	0 000	$ -
Goolge, Inc (Class A)	200 000	$ 103,440 41	$ 517 20	200 000	0 000	$ -
Halyard Health	356 25	$ 7,720 25	$ 21 67	356 25	0 000	$ -
Heinz HJ Company (HNZ)	1 425	$ 63,812 35	$ 44 78	1,425 000	0 000	$ -
Hershey Company (HSY)	1,400	$ 63,925 15	$ 45 66	500 000	900 000	$ 41,094 74
Hershey Company (HSY)	900 000	$ 32 643 00	$ 36 27		900 000	$ 32 643 00
Hershey Company (HSY)	1,200 000	$ 69 125 95	$ 57 60		1 200 000	$ 69,125 95
Hershey Company (HSY)	300 000	$ 31,024 00	$ 103 41		300 000	$ 31,024 00
SUBTOTAL	3 800 000	$ 196,718 10		500 000	3,300 000	$ 173,887 69
Hexcel Corp	5,000 000	$ 205,256 81	$ 41 05		5,000 000	$ 205 256 81
Home Depot	1,650 000	$ 111,041 34	$ 67 30		1,650 000	$ 111 041 34
Home Depot	1,650	$ 134 080 34	$ 81 26		1 650 000	$ 134,080 34
Home Depot	700	$ 54 072 95	$ 77 25		700 000	$ 54 072 95
Home Depot	500	$ 67,487 20	$ 134 97		500 000	$ 67,487 20
SUBTOTAL	4,500 000	$ 366,681 83		0 000	4,500 000	$ 366,681 83
Honeywell Intl	1,425 000	$ 141,778 23	$ 99 49		1,425 000	$ 141,027 66
Honeywell Intl	1 575 000	$ 161,219 04	$ 102 36		1 575 000	$ 160 365 55
Honeywell Intl	300 000	$ 35,027 50	$ 116 76		300 000	$ 35 027 50
SUBTOTAL	3,300 000	$ 338,024 77		0 000	3 300 000	$ 336,420 70

BOOK VALUE OF SECURITIES						
STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
Ingevity Corp	1,166 000	$ 36 579 71	$ 31 37		1 166 000	$ 36 579 71
Intel	7,500 000	$ 162,092 95	$ 21 61	7500	0 000	$ -
Intel	2,400 000	$ 59,081 95	$ 24 62	2400	0 000	$ -
SUBTOTAL	9,900 000	$ 221,174 90		9 900 000	0 000	$ -
IBM	300 000	$ 50,182 75	$ 167 28	0	300 000	$ 50 182 75
Intuitive Surgical Inc	300 000	$ 131,921 95	$ 439 74	300	0 000	$ -
Johnson & Johnson (JNJ)	1,075	$ 64,290 05	$ 59 80		1,075 000	$ 64 290 05
Johnson and Johnson	575 000	$ 36,893 44	$ 64 16		575 000	$ 36 893 44
Johnson and Johnson	200 000	$ 12,911 95	$ 64 56		200 000	$ 12,911 95
Johnson and Johnson	650 000	$ 75,222 95	$ 115 73		650 000	$ 75,222 95
SUBTOTAL	2,500 000	$ 189,318 39		0 000	2,500 000	$ 189 318 39
JP Morgan & Chase Co (JPM)	1,700	$ 64,393 55	$ 37 88	1,700 000	0 000	$ -
Kimberly Clark Corp (KMB)	1,050	$ 61 192 35	$ 58 28	1,050 000	0 000	$ -
Kimberly Clark	600 000	$ 35,891 11	$ 59 82	600	0 000	$ -
Kimberly Clark	1,200 000	$ 81,128 29	$ 67 61	1200	0 000	$ -
SUBTOTAL	2,850 000	$ 178,211 74		2,850 000	0 000	$ -
Landauer Inc. (LDR)	650	$ 38,540 92	$ 59 29	650 000	0 000	$ -
Laundauer Inc.	1,500 000	$ 89 957 05	$ 59 97	1500	0 000	$ -
Laundauer Inc.	1,900 000	$ 96,976 85	$ 51 04	1900	0 000	$ -
SUBTOTAL	4,050 000	$ 225,474 82		4 050 000	0 000	$ -
Level 3 Communications (LVLT)	5,000 000	$ 113,767 95	$ 22 75		5,000 000	$ 113 767 95
Level 3 Communications (LVLT)	5 000 000	$ 117,249 45	$ 23 45		5 000 000	$ 117,249 45
Level 3 Communications (LVLT)	3,000 000	$ 115,697 95	$ 38 57		3 000 000	$ 115 697 95
Level 3 Communications (LVLT)	500 000	$ 28,417 20	$ 56 83		500 000	$ 28 417 20
SUBTOTAL	13,500 000	$ 375 132 55		0 000	13,500 000	$ 375 132 55
Lockheed Martin	212 000	$ 15,986 92	$ 75 41	212	0 000	$ -
Lululemon Athletica Inc	1 500 000	$ 83,957 95	$ 55 97	1,500 00	0 000	$ -
Mako Surgical Corp	4 000 000	$ 142,263 15	$ 35 57	4000	0 000	$ -
Mako Surgical Corp	5,000 000	$ 137,633 95	$ 27 53	5000	0 000	$ -
Mako Surgical Corp	3,000 000	$ 53,700 85	$ 17 90	3000	0 000	$ -
SUBTOTAL	12,000 000	$ 333,597 95		12 000 000	0 000	$ -
McDonalds Corp	2,300 000	$ 173,525 00	$ 75 45	2300	0 000	$ -
McDonalds Corp	900 000	$ 67 912 06	$ 75 46	900	0 000	$
SUBTOTAL	3,200 000	$ 241,437 06		3 200 000	0 000	$ -
Merck & Company (MRK)	2,035	$ 63,955 00	$ 31 43	2 035 000	0 000	$ -
Merck & Company (MRK)	6 900	$ 237,072 28	$ 34 36		6,900 000	$ 237 072 28
Merck & Company (MRK)	1,100	$ 65,434 95	$ 59 49		1 100 000	$ 65,434 95
SUBTOTAL	10,035 000	$ 366,462 23		2,035 000	8,000 000	$ 302 507 23
Microsoft (MSFT)	2,500	$ 63,940 45	$ 25 58	2 500 000	0 000	$ -
Microsoft (MSFT)	5,200	$ 140,833 95	$ 27 08	5,200 000	0 000	$ -
Microsoft (MSFT)	5,000	$ 187 017 45	$ 37 40	0 000	5 000 000	$ 187 017 45
Microsoft (MSFT)	1,000	$ 63 042 95	$ 63 04	0 000	1 000 000	$ 63 042 95
SUBTOTAL	13,700 000	$ 454,834 80		7,700 000	6 000 000	$ 250 060 40
Micron Technology	4,725 000	$ 115,027 29	$ 24 34	4,725 000	0 000	$ -
Micron Technology	1,000 000	$ 27,017 95	$ 27 02	1,000 000	0 000	$ -
Micron Technology	4 275 000	$ 64 100 20	$ 14 99	4 275 000	0 000	$ -
SUBTOTAL	10,000 000	206,145 440		10,000 000	0 000	$ -
Molycorp Inc (MCP)	3 000	$ 97,069 75	$ 32 36	3,000 000	0 000	$ -
Molycorp Inc (MCP)	3,000	$ 85,337 65	$ 28 45	3 000 000	0 000	$ -
Molycorp Inc (MCP)	4,000	$ 44,737 55	$ 11 18	4 000 000	0 000	$ -
Molycorp Inc (MCP)	15 000	$ 87,760 45	$ 5 85	15 000 000	0 000	$ -
Molycorp Inc (MCP)	25,000	$ 184 767 95	$ 7 39	25,000 000	0 000	$ -

BOOK VALUE OF SECURITIES

STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
Molycorp Inc (MCP)	40,000	$ 221 445 95	$ 5 54	40,000 000	0 000	$ -
Molycorp Inc (MCP)	90,000	$ 70,067 71	$ 0 78	90 000 000	0 000	$ -
Molycorp Inc (MCP)	70,000	$ 69,947 95	$ 1 00	70 000 000	0 000	$ -
SUBTOTAL	250 000 000	$ 861 134 96		250,000 000	0 000	$ -
Mondelez International Inc.	600 000	$ 26 837 95	$ 44 73		600 000	$ 26 837 95
Monsanto Company (MON)	100	$ 5,133 22	$ 51 33	100 000	0 000	$ -
Monsanto Company (MON)	100	$ 5,136 22	$ 51 36	100 000	0 000	$ -
Monsanto Company	600 000	$ 40,295 64	$ 67 16	600	0 000	$ -
Monsanto Company	600 000	$ 44,801 95	$ 74 67	600 000	0 000	$ -
SUBTOTAL	1,400	$ 95,367 03		1,400	0	$ -
National Health Invs Inc. (NHI)	1,715	$ 64,132 54	$ 37 40	1,715 000	0 000	$ -
Nestles A Sponsored ADR (NSRGY)	1,100	$ 62,926 95	$ 57 21	1100	0 000	$ -
Nestles A Sponsored ADR (NSRGY)	2,900	$ 210,902 12	$ 72 72	2 900 000	0 000	$ -
Nestles A Sponsored ADR (NSRGY)	1,000	$ 72,723 83	$ 72 72	1,000 000	0 000	$ -
SUBTOTAL	5,000 000	$ 346,552 90		5 000 000	0 000	$ -
Nemont Mining Corp	3,000	$ 102,462 25	$ 34 15	3000	0 000	$ -
Nextera Energy Inc (NEE) (formerly FPL Group Inc (FPL))	1,300	$ 63,600 82	$ 48 92	1 300 000	0 000	$ -
Nextera Energy Inc.	5 300 000	$ 279,946 00	$ 52 82	5300	0 000	$ -
SUBTOTAL	6 600 000	$ 343,546 82		6 600 000	0 000	$ -
Northstar Realty Europe Corp	4,166 000	$ 71,366 92	$ 17 13	0 000	4 166 000	$ 71,366 92
Northstar Realty Financne Corp New	11 000 000	$ 206,500 05	$ 18 77	0	0 000	$ -
Northstar Realty Financn. Corp New	14,000 000	$ 221,701 45	$ 15 84	0	0 000	$ -
SUBTOTAL	25,000 000	$ 428,201 50		0 000	0 000	$ -
Northstar Realty Finance Corp ParS	12,500 000	$ 356,834 58	$ 28 55	0	12,500 000	$ 356,834 58
Northstar Realty Finance Corp ParS	12,500 000	$ 217,330 45	$ 17 39	0	12,500 000	$ 217 330 45
Northstar Realty Finance Corp ParS	5,000 000	$ 75,464 95	$ 15 09	0 000	5,000 000	$ 75,464 95
SUBTOTAL	30 000 000	$ 649 629 98		0	30,000 000	$ 649 629 98
Oracle (ORCL)	100	$ 2,309 91	$ 23 10	100 000	0 000	$ -
Oracle	4 600 000	$ 143 496 60	$ 31 19	4600	0 000	$ -
Oracle	2 200 000	$ 68,965 95	$ 31 35	2 200 000	0 000	$ -
Oracle	300 000	$ 7 580 95	$ 25 27	300 000	0 000	$ -
SUBTOTAL	7,200 000	$ 222,353 41		7,200 000	0 000	$ -
Pepsico Inc. (PEP)	1,025	$ 63 913 58	$ 62 35		1,025 000	$ 63,913 58
Pepsico	575 000	$ 34 787 50	$ 60 50		575 000	$ 34 787 50
Pepsico	1,600 000	$ 100,545 95	$ 62 84		1,600 000	$ 100 545 95
Pepsico	800 000	$ 83,761 95	$ 104 70		800 000	$ 83 761 95
SUBTOTAL	4 000 000	$ 283,008 98		0 000	4 000 000	$ 283,008 98
Phillips 66	1,450 000	$ 38 023 32	$ 26 22	1450	0 000	$ -
Procter & Gamble (PG)	1 050	$ 63,719 35	$ 60 69	1 050 000	0 000	$ -
Procter and Gamble	600 000	$ 35,980 50	$ 59 97	600	0 000	$ -
Procter and Gamble	1 500 000	$ 95,671 90	$ 63 78	1500	0 000	$ -
SUBTOTAL	3 150 000	$ 195 371 75		3,150 000	0 000	$ -
Ryman Hospitality	375 000	$ 23,402 01	$ 62 41		375 000	$ 23 402 01
Schlumberger LTD	1,500 000	$ 122,714 60	$ 81 82		1,500 000	$ 122,714 60
Schlumberger LTD	500 000	$ 42 630 35	$ 85 26		500 000	$ 42 630 35
SUBTOTAL	2 000 000	$ 165,364 95		0 000	2,000 000	$ 165 364 95
Schwab Charles Corp	500 000	$ 20,202 70	$ 40 41		500 000	$ 20 202 70
Southern Company (SO)	1,965	$ 63 995 60	$ 32 57	1,965 000	0 000	$ -
Southern Co	3,825 000	$ 125,938 13	$ 32 93	3825	0 000	$ -
SUBTOTAL	5,790 000	$ 189 933 73		5 790 000	0 000	$ -

BOOK VALUE OF SECURITIES

STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
Starbucks	1,000 000	$ 16,068 28	$ 16 07	1000	0 000	$ -
Starbucks Corp (SBUX)	2,615	$ 32 002 20	$ 12 24	2,615 000	0 000	$ -
Starbucks Corp (SBUX)	1,785	$ 39,511 03	$ 22 14	1 785 000	0 000	$ -
Starbucks Corp (SBUX)	5 400	$ 87 581 50	$ 16 22	0 000	5,400 000	$ 87,581 50
Starbucks Corp (SBUX)	600	$ 33,869 95	$ 56 45		600 000	$ 33,869 95
SUBTOTAL	11 400 000	$ 209,032 94		5 400 000	6,000 000	$ 121,451 45
Stryker Corp	1 475 000	$ 139 015 31	$ 94 25	1475	0 000	$ -
Stryker Corp	250 000	$ 30,123 58	$ 120 49		250 000	$ 30,123 58
SUBTOTAL	1,725 000	$ 169,138 89		1 475 000	250 000	$ 30,123 58
SunTrust Banks	968 000	$ 22,126 06	$ 22 86	968	0 000	$ -
Tesoro Corp	500 000	$ 45,214 55	$ 90 43		500 000	$ 45,214 55
United Technologies Corp	2,600 000	$ 205,168 09	$ 78 91		2 600 000	$ 205,168 09
United Technologies Corp	600 000	$ 66,515 95	$ 110 86		600 000	$ 66,515 95
SUBTOTAL	3,200 000	$ 271,684 04		0 000	3 200 000	$ 271,684 04
United Parcel Service	2 200 000	$ 174,894 85	$ 79 50		2,200 000	$ 174,894 85
United Parcel Service	150 000	$ 14,988 99	$ 99 93		150 000	$ 14 988 99
United Parcel Service	450 000	$ 52,158 33	$ 115 91		450 000	$ 52,158 33
SUBTOTAL	2 800 000	$ 242,042 17		0 000	2,800 000	$ 242 042 17
Verizon Communications Inc. (VZ)	2 365	$ 59,992 70	$ 25 37	2,365 000	0 000	$ -
Verizon Communications	2,635 000	$ 88,949 50	$ 33 76	2635	0 000	$ -
Verizon Communications	450 000	$ 16,789 45	$ 37 31	450	0 000	$ -
Verizon Communications	650 000	$ 34 857 95	$ 53 63		650 000	$ 34 857 95
SUBTOTAL	6,100 000	$ 200,589 60		5 450 000	650 000	$ 34,857 95
Wells Fargo & Co New (WFC)	2 300	$ 63,863 65	$ 27 77	2 300 000	0 000	$ -
Wells Fargo & Co New (WFC)	1,500	$ 52,292 80	$ 34 86	1,500 000	0 000	$ -
Wells Fargo & Co New (WFC)	900	$ 29,861 95	$ 33 18	900 000	0 000	$ -
Wells Fargo & Co	20,037 000	$ 579,570 23	$ 28 93	20037	0 000	$ -
SUBTOTAL	24 737	$ 725,588 63		24 737	0	$ -
Westrock Company	4,800	$ 288,472 95	$ 60 10	0	4 800 000	$ 259,194 10
Westrock Company	2,200	$ 72,136 99	$ 32 79	0	2 200 000	$ 64,815 37
Westrock Company	1,300	$ 67,960 95	$ 52 28	0	1 300 000	$ 67,960 95
SUBTOTAL	8 300 000	$ 428,570 89			8,300 000	$ 391 970 42
Williams Cos Inc	6,500 000	$ 165 317 06	$ 25 43		6,500 000	$ 165 317 06
Williams Cos Inc	1 000 000	$ 36 638 35	$ 36 64		1 000 000	$ 36 638 35
Williams Cos Inc	2,500 000	$ 39,142 95	$ 15 66		2,500 000	$ 39,142 95
Williams Cos Inc	2,000 000	$ 63 883 95	$ 31 94		2 000 000	$ 63,883 95
SUBTOTAL	12,000 000	$ 304 982 31		0 000	12,000 000	$ 304,982 31
WPX Energy, Inc.	2,166 660	$ 37,476 19	$ 15 30	2166 66	0 000	$ -
Yahoo Inc (YHOO)	10 700 000	$ 205,623 80	$ 19 22	10,700 00	0 000	$ -
Yum Brands, Inc. (YUM)	1,700 000	$ 111 710 84	$ 65 71	1700	0 000	$ -
SUBTOTAL STOCKS						$ 10,863,287 32
BONDS						
Federal National Mortgage Association	20,000	$ 61,217 95	$ 3 06		20 000 000	$ 61 217 95
Federal National Mortgage Association	12,000	$ 46 457 95	$ 3 87		12 000 000	$ 46,457 95
SUBTOTAL		$ 107,675 90			32,000 000	$ 107,675 90
Johnson City Tn Bond	35,000 000	$ 35 248 00	$ 1 01		35,000 000	$ 35,248 00
SUBTOTAL BONDS						$ 142,923 90
OTHER						
Ichan Enterprises, LTD	2 300 000	$ 143,515 87	$ 62 40		2 300 000	$ 143,515 87
Ichan Enterprises, LTD	1,700 000	$ 91 358 95	$ 53 74		1 700 000	$ 91 358 95
Ichan Enterprises, LTD	200 000	$ 12,391 95	$ 61 96		200 000	$ 12 391 95
Return of Capital						
SUBTOTAL	4,200 000	$ 247,266 77			4,200 000	$ 247,266 77

BOOK VALUE OF SECURITIES						
STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
Oaktree Capital Group LLC	1,000 000	$ 37,817 95	$ 37 82		1 000 000	$ 37 817 95
First Trust Advantage	5 000	$ 857 15	$ 171 43		5 000	$ 857 15
Mini Discount Tr 5 Monthly	90 000	$ 6,380 10	$ 70 89	90	0 000	$ -
Mini Discount Tr 5 Semi Annual	71 000	$ 5 033 19	$ 70 89	71	0 000	$ -
iShares Silver Trust	2,300 000	$ 65 082 65	$ 28 30	2300	0 000	$ -
SUTOTAL OTHER						$ 285,941 87
MUTUAL FUNDS						
American Mutual Fund Inc Class F (AMFFX)	5 168 375	$ 131 084 95	$ 25 36	5,168 375	0 000	$ -
American Mutual Fund Inc Class F (AMFFX)	29 985	$ 764 92	$ 25 51	29 985	0 000	$ -
SUBTOTAL	5 198 360	$ 131,849 87		5,198 360	0 000	$ -
American Balanced Fund Inc. Cl F (BALFX)	189 207	$ 3 385 00	$ 17 89	189 207	0 000	$ -
American Balanced Fund Inc. Cl F (BALFX)	72,910 471	$ 1,193 575 00	$ 16 37	52 028 61	20 881 861	$ 341 844 83
American Balanced Fund Inc. Cl F (BALFX)	355 547	$ 6 986 54	$ 19 65		355 547	$ 6 986 54
American Balanced Fund Inc. Cl F (BALFX)	256 707	$ 4,851 77	$ 18 90		256 707	$ 4,851 77
American Balanced Fund Inc. Cl F (BALFX)	237 071	$ 4,769 87	$ 20 12		237 071	$ 4,769 87
American Balanced Fund Inc. Cl F (BALFX)	232 203	$ 4 771 77	$ 20 55		232 203	$ 4 771 77
American Balanced Fund Inc. Cl F (BALFX)	400 089	$ 7 305 63	$ 18 26		400 089	$ 7,305 63
American Balanced Fund Inc. Cl F (BALFX)	219 550	$ 4,757 65	$ 21 67		219 550	$ 4 757 65
American Balanced Fund Inc. Cl F (BALFX)	219 166	$ 4 865 48	$ 22 20		219 166	$ 4 865 48
American Balanced Fund Inc. Cl F (BALFX)	211 259	$ 4,782 91	$ 22 64		211 259	$ 4,782 91
American Balanced Fund Inc. Cl F (BALFX)	199 671	$ 4 792 10	$ 24 00		199 671	$ 4 792 10
American Balanced Fund Inc. Cl F (BALFX)	160 203	$ 3 894 54	$ 24 31		160 203	$ 3,894 54
American Balanced Fund Inc. Cl F (BALFX)	48 130	$ 1 170 03	$ 24 31		48 130	$ 1,170 03
American Balanced Fund Inc. Cl F (BALFX)	116 259	$ 2 926 25	$ 25 17		116 259	$ 2 926 25
American Balanced Fund Inc. Cl F (BALFX)	94 352	$ 2,420 13	$ 25 65		94 352	$ 2 420 13
American Balanced Fund Inc. Cl F (BALFX)	1,521 922	$ 37,880 63	$ 24 89		1 521 922	$ 37 880 63
American Balanced Fund Inc. Cl F (BALFX)	104 592	$ 2,603 29	$ 24 89		104 592	$ 2,603 29
American Balanced Fund Inc. Cl F (BALFX)	93 209	$ 2 298 53	$ 24 66		93 209	$ 2 298 53
American Balanced Fund Inc. Cl F (BALFX)	99 867	$ 2,462 71	$ 24 66		99 867	$ 2 462 71
American Balanced Fund Inc. Cl F (BALFX)	98 529	$ 2 448 45	$ 24 85		98 529	$ 2,448 45
American Balanced Fund Inc. Cl F (BALFX)	101 924	$ 2,445 15	$ 23 99		101 924	$ 2 445 15
American Balanced Fund Inc. Cl F (BALFX)	914 676	$ 21,650 38	$ 23 67		914 676	$ 21 650 38
American Balanced Fund Inc. Cl F (BALFX)	104 256	$ 2 467 73	$ 23 67		104 256	$ 2 467 73
American Balanced Fund Inc. Cl F (BALFX)	108 093	$ 2,579 09	$ 23 86		108 093	$ 2,579 09
American Balanced Fund Inc. Cl F (BALFX)	168 471	$ 4,097 21	$ 24 32		168 471	$ 4,097 21
American Balanced Fund Inc. Cl F (BALFX)	104 496	$ 2 541 34	$ 24 32		104 496	$ 2 541 34
American Balanced Fund Inc. Cl F (BALFX)	105 521	$ 2 591 59	$ 24 56		105 521	$ 2 591 59
American Balanced Fund Inc. Cl F (BALFX)	500 903	$ 12 492 51	$ 24 94		500 903	$ 12 492 51
American Balanced Fund Inc. Cl F (BALFX)	148 529	$ 3 704 29	$ 24 94		148 529	$ 3,704 29
SUBTOTAL	80 024 873	$ 1 357 517 57		52 217 817	27 807 056	$ 502 402 40
Baron Investment Funds Trust Growth Fund (BGRFX)	2,564 469	$ 131 084 95	$ 51 12	2 564 469	0 000	$ -
Baron Investment Funds Trust Growth Fund (BGRFX)	43 046	$ 2,115 69	$ 49 15	43 046	0 000	$ -
Baron Investment Funds Trust Growth Fund (BGRFX)	278 387	$ 14,883 64	$ 53 46	278 387	0 000	$ -
SUBTOTAL	2,885 902	$ 148,084 28		2,885 902	0 000	$ -
Calamos Invt Tr New Growth & Income (CVTRX)	4 125 590	$ 131,084 95	$ 31 77	4 125 590	0 000	$ -
Calamos Invt Tr New Growth & Income (CVTRX)	9 031	$ 285 82	$ 31 65	9 031	0 000	$ -
Calamos Invt Tr New Growth & Income (CVTRX)	17 613	$ 525 92	$ 29 86	17 613	0 000	$ -
Calamos Invt Tr New Growth & Income (CVTRX)	28 987	$ 891 36	$ 30 75	28 987	0 000	$ -
Calamos Invt Tr New Growth & Income (CVTRX)	24 447	$ 808 23	$ 33 06	24 447	0 000	$ -
Calamos Invt Tr New Growth & Income (CVTRX)	16 719	$ 521 29	$ 31 18	16 719	0 000	$ -
Calamos Invt Tr New Growth & Income (CVTRX)	16 016	$ 538 31	$ 33 61	16 016	0 000	$ -
SUBTOTAL	4,238 403	$ 134,655 88		4,238 403	0 000	$ -
Capital Income Builder	20 470 796	$ 995 699 52	$ 48 64	13,225 18	7 245 618	$ 352,426 86
DFA Invt Dimensions (DFSVX)	3,808 900	$ 83,125 14	$ 21 82	3,808 900	0 000	$ -
DFA Invt Dimensions (DFSVX)	55 707	$ 1,241 70	$ 22 29	55 707	0 000	$ -
DFA Invt Dimensions (DFSVX)	12 645	$ 281 86	$ 22 29	12 645	0 000	$ -
DFA Invt Dimensions (DFSVX)	11 115	$ 267 53	$ 24 07	11 115	0 000	$ -
DFA Invt Dimensions (DFSVX)	5 935	$ 159 42	$ 26 86	5 935	0 000	$ -
SUBTOTAL	3 894 302	$ 85 075 65		3 894 302	0 000	$ -
DFA Invt Dimensions Emerging Markets (DFEVX)	3 094 199	$ 83,125 14	$ 26 86	3094 199	0 000	$ -
DFA Invt Dimensions Emerging Markets (DFEVX)	46 186	$ 1 194 36	$ 25 86	46 186	0 000	$ -

BOOK VALUE OF SECURITIES						
STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
DFA Invt Dimensions Emerging Markets (DFEVX)	25 366	$ 655.97	$ 25.86	25 366	0.000	$ -
DFA Invt Dimensions Emerging Markets (DFEVX)	17 357	$ 449.54	$ 25.90	17 357	0.000	$ -
SUBTOTAL	3 183 108	$ 85,425.01		3,183 108	0.000	$ -
Dodge & Cox Inc Fd (DODIX)	22,744 503	$ 300,000.00	$ 13.19	22 744 503	0.000	$ -
Fidelity Floating Rate High Income Fund (FFRHX)	10 747 614	$ 105,878.95	$ 9.85	10,747 614	0.000	$ -
Fundamental Investors	28,173 168	$ 942 302.00	$ 33.45	28,173 168	0.000	$ -
Fundamental Investors	3,562 653	$ 131,084.95	$ 36.79	3,562 653	0.000	$ -
Fundamental Investors	10 803	$ 418.61	$ 38.75	10 803	0.000	$ -
Fundamental Investors	11 133	$ 419.17	$ 37.65	11 133	0.000	$ -
Fundamental Investors	12 931	$ 440.55	$ 34.07	12 931	0.000	$ -
Fundamental Investors	231 517	$ 7 885.49	$ 34.06	231 517	0.000	$ -
Fundamental Investors	99 200	$ 3,907.47	$ 39.39	99 200	0.000	$ -
Fundamental Investors	111 389	$ 4,051.20	$ 36.37	111 389	0.000	$ -
Fundamental Investors	98 906	$ 3,962.17	$ 40.06	98 906	0.000	$ -
Fundamental Investors	214 465	$ 8,782.33	$ 40.95	214 465	0.000	$ -
Fundamental Investors	88 026	$ 3,889.01	$ 44.18	88 026	0.000	$ -
Fundamental Investors	64 015	$ 2 929.97	$ 45.77	64 015	0.000	$ -
Fundamental Investors	56 745	$ 2,718.09	$ 47.90	56 745	0.000	$ -
Fundamental Investors	107 605	$ 5,457.71	$ 50.72	107 605	0.000	$ -
Fundamental Investors	374 794	$ 19,009.53	$ 50.72	374 794	0.000	$ -
Fundamental Investors	161 242	$ 8,212.06	$ 50.93	161 242	0.000	$ -
Fundamental Investors	40 375	$ 2 056.30	$ 50.93	40 375	0.000	$ -
Fundamental Investors	39 303	$ 2 094.84	$ 53.30	39 303	0.000	$ -
Fundamental Investors	39 114	$ 2 145.82	$ 54.86	39 114	0.000	$ -
Fundamental Investors	778 692	$ 40,826.84	$ 52.43	778 692	0.000	$ -
Fundamental Investors	136 576	$ 7,160.68	$ 52.43	136 576	0.000	$ -
Fundamental Investors	167 561	$ 8,714.85	$ 52.01	167 561	0.000	$ -
Fundamental Investors	38 550	$ 2,004.99	$ 52.01	38 550	0.000	$ -
Fundamental Investors	37 769	$ 2 021.00	$ 53.51	37 769	0.000	$ -
Fundamental Investors	35 243	$ 1 788.58	$ 50.75	35 243	0.000	$ -
Fundamental Investors	426 276	$ 21,548.25	$ 50.55	426 276	0.000	$ -
Fundamental Investors	76 859	$ 3 885.25	$ 50.55	76 859	0.000	$ -
Fundamental Investors	37 006	$ 1,855.83	$ 50.15	37 006	0.000	$ -
Fundamental Investors	105 368	$ 5,400.11	$ 51.25	105 368	0.000	$ -
Fundamental Investors	35 671	$ 1,828.13	$ 51.25	35 671	0.000	$ -
SUBTOTAL	35 372 955	$ 1 248,801.78		32 526 165	0.000	$ -
Harris Assoc Invt Tr (OAKIX)	6,830 120	$ 131 084.95	$ 19.19	6830 12	0.000	$ -
Harris Assoc Invt Tr (OAKIX)	53 383	$ 857.86	$ 16.07	53 383	0.000	$ -
SUBTOTAL	6,883 503	$ 131 942.81		6,883 503	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	5,095 994	$ 106,368.34	$ 20.87	5 095 994	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	19 847	$ 424.14	$ 21.37	19 847	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	22 266	$ 537.06	$ 24.12	22 266	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	14 418	$ 358.28	$ 24.85	14 418	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	4 591	$ 123.45	$ 26.89	4 591	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	96 295	$ 2,611.51	$ 27.12	96 295	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	18 025	$ 504.53	$ 27.99	18 025	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	30 694	$ 832.41	$ 27.12	30 694	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	8 667	$ 254.03	$ 29.31	8 667	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	5 116	$ 136.81	$ 26.74	5 116	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	223 416	$ 5 954.04	$ 26.65	223 416	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	44 014	$ 1 172.96	$ 26.65	44 014	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	21 414	$ 590.38	$ 27.57	21 414	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	18 878	$ 533.29	$ 28.25	18 878	0.000	$ -
JP Morgan Small Cap Value Select CL (PSOPX)	6 316	$ 181.14	$ 28.68	6 316	0.000	$ -
SUBTOTAL	5 629 951	$ 120,582.37		5,629 951	0.000	$ -
JP Morgan Trust I Income Builder Fund	7,524 094	$ 70,590.95	$ 9.38	7524 094	0.000	$ -
JP Morgan Trust II Equity Income Fund	26,551 119	$ 240,037.07	$ 9.04	26,551 119	0.000	$ -
JP Morgan Trust II Equity Income Fund	70 917	$ 663.78	$ 9.36	70 917	0.000	$ -
JP Morgan Trust II Equity Income Fund	13 642	$ 131.51	$ 9.64	13 642	0.000	$ -
JP Morgan Trust II Equity Income Fund	52 308	$ 520.46	$ 9.95	52 308	0.000	$ -
JP Morgan Trust II Equity Income Fund	68 499	$ 698.69	$ 10.20	68 499	0.000	$ -
JP Morgan Trust II Equity Income Fund	24 374	$ 249.10	$ 10.22	24 374	0.000	$ -

BOOK VALUE OF SECURITIES						
STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
JP Morgan Trust II Equity Income Fund	64 280	$ 618 37	$ 9 62	64 280	0 000	$ -
JP Morgan Trust II Equity Income Fund	62 693	$ 624 42	$ 9 96	62 693	0 000	$ -
JP Morgan Trust II Equity Income Fund	12 553	$ 127 54	$ 10 16	12 553	0 000	$ -
JP Morgan Trust II Equity Income Fund	62 055	$ 638 55	$ 10 29	62 055	0 000	$ -
JP Morgan Trust II Equity Income Fund	55 489	$ 579 31	$ 10 44	55 489	0 000	$ -
JP Morgan Trust II Equity Income Fund	34 689	$ 360 42	$ 10 39	34 689	0 000	$ -
JP Morgan Trust II Equity Income Fund	66 380	$ 690 35	$ 10 40	66 380	0 000	$ -
JP Morgan Trust II Equity Income Fund	150 906	$ 1,558 86	$ 10 33	150 906	0 000	$ -
JP Morgan Trust II Equity Income Fund	41 536	$ 429 07	$ 10 33	41 536	0 000	$ -
JP Morgan Trust II Equity Income Fund	139 021	$ 1,430 53	$ 10 29	139 021	0 000	$ -
JP Morgan Trust II Equity Income Fund	8 110	$ 87 91	$ 10 84	8 110	0 000	$ -
JP Morgan Trust II Equity Income Fund	58 100	$ 635 03	$ 10 93	58 100	0 000	$ -
JP Morgan Trust II Equity Income Fund	72 987	$ 829 13	$ 11 36	72 987	0 000	$ -
JP Morgan Trust II Equity Income Fund	15 002	$ 174 77	$ 11 65	15 002	0 000	$ -
JP Morgan Trust II Equity Income Fund	42 208	$ 498 90	$ 11 82	42 208	0 000	$ -
JP Morgan Trust II Equity Income Fund	75 220	$ 885 34	$ 11 77	75 220	0 000	$ -
JP Morgan Trust II Equity Income Fund	12 108	$ 149 53	$ 12 35	12 108	0 000	$ -
JP Morgan Trust II Equity Income Fund	48 856	$ 580 90	$ 11 89	48 856	0 000	$ -
JP Morgan Trust II Equity Income Fund	65 268	$ 798 23	$ 12 23	65 268	0 000	$ -
JP Morgan Trust II Equity Income Fund	29 206	$ 371 21	$ 12 71	29 206	0 000	$ -
JP Morgan Trust II Equity Income Fund	33 409	$ 436 32	$ 13 06	33 409	0 000	$ -
JP Morgan Trust II Equity Income Fund	372 087	$ 4,684 58	$ 12 59	372 087	0 000	$ -
JP Morgan Trust II Equity Income Fund	109 106	$ 1 373 64	$ 12 59	109 106	0 000	$ -
SUBTOTAL	35 936 222	$ 331,454 47		34 855 534	0 000	$ -
JP Morgan Trust II Large Cap Growth Fund Select Class (SEEGX)	2 551 085	$ 60 628 72	$ 23 77	2551 085	0 000	$ -
JP Morgan Trust II Large Cap Growth Fund Select Class (SEEGX)	10 985	$ 266 82	$ 24 29	10 985	0 000	$ -
JP Morgan Trust II Large Cap Growth Fund Select Class (SEEGX)	0 575	$ 13 80	$ 24 00	0 575	0 000	$ -
SUBTOTAL	2,562 645	$ 60 909 34		2,562 070	0 000	$ -
Lord Abbett Bd -Deb Fd	27,548 209	$ 200,000 00	$ 7 26	27,548 209	0 000	$ -
Lord Abbett Fundamental Equity (LDFVX)	10 012 987	$ 131,084 95	$ 13 09	10,012 987	0 000	$ -
Reinvest	230 768	$ 2,658 45	$ 11 52	230 768	0 000	$ -
Reinvest	19 730	$ 227 29	$ 11 52	19 730	0 000	$ -
SUBTOTAL	10,263 485	$ 133,970 69		10,263 485	0 000	$ -
Lord Abbett Invt Tr Short Duration Income Fund Class I						
Initial Purcahse	218,818 381	$ 1,000 000 00	$ 4 57	218 818 381	0 000	$ -
Reinvest	1 203 500	$ 5 536 10	$ 4 60	1 203 500	0 000	$ -
SUBTOTAL	220 021 881	$ 1 005,536 10		220 021 881	0 000	$ -
Matthews International Funds Pacific Tiger (MAPTX)	7,139 828	$ 166 372 95	$ 23 30	7 139 828	0 000	$ -
New Perspective FD Inc.	23,714 999	$ 576,858 08	$ 24 32	9,136 22	14 578 780	$ 354,623 12
New Perspective Fund Inc (NPFFX)	2 315 724	$ 65,549 95	$ 28 31		2 315 724	$ 65 549 95
New Perspective Fund Inc (NPFFX)	280 477	$ 7,312 03	$ 26 07		280 477	$ 7,312 03
New Perspective Fund Inc (NPFFX)	272 898	$ 8,438 00	$ 30 92		272 898	$ 8,438 00
New Perspective Fund Inc (NPFFX)	1,256 416	$ 46,575 34	$ 37 07		1 256 416	$ 46 575 34
New Perspective Fund Inc (NPFFX)	199 506	$ 7,395 70	$ 37 07		199 506	$ 7 395 70
New Perspective Fund Inc (NPFFX)	1,186 995	$ 43 289 70	$ 36 47		1,186 995	$ 43,289 70
New Perspective Fund Inc (NPFFX)	102 579	$ 3 741 06	$ 36 47		102 579	$ 3,741 06
New Perspective Fund Inc (NPFFX)	1,092 987	$ 39 377 08	$ 36 03		1 092 987	$ 39 377 08
New Perspective Fund Inc (NPFFX)	138 153	$ 4 977 67	$ 36 03		138 153	$ 4,977 67
New Perspective Fund Inc (NPFFX)	653 798	$ 23,039 83	$ 35 24		653 798	$ 23,039 83
New Perspective Fund Inc (NPFFX)	163 419	$ 5,758 89	$ 35 24		163 419	$ 5,758 89
SUBTOTAL	31 377 951	$ 832 313 33		9 136 219	22,241 732	$ 610,078 37
New World Fd Inc (NWFFX)	1 226 099	$ 65 549 95	$ 53 46	1226 099	0 000	$ -
Oppenheimer Equity Fund (OAEIX)	5,340 233	$ 135,443 27	$ 25 36	5340 233	0 000	$ -
Oppenheimer Equity Fund (OAEIX)	20 576	$ 523 24	$ 25 43	20 576	0 000	$ -
Oppenheimer Equity Fund (OAEIX)	29 022	$ 726 12	$ 25 02	29 022	0 000	$ -
Oppenheimer Equity Fund (OAEIX)	26 356	$ 536 88	$ 20 37	26 356	0 000	$ -
Oppenheimer Equity Fund (OAEIX)	78 067	$ 1 747 91	$ 22 39	78 067	0 000	$ -
SUBTOTAL	5 494 254	$ 138 977 42		5 494 254	0 000	$ -
Pimco Fds Hi Yld Cl A (PHDAX)	23 041 475	$ 200 000 00	$ 8 68	23 041 475	0 000	$ -

BOOK VALUE OF SECURITIES

STOCK	INITIAL NUMBER OF SHARES	INITIAL BOOK VALUE	INITIAL BASIS PER SHARE	SHARES SOLD	CURRENT NUMBER OF SHARES	CURRENT BOOK VALUE
Pimco Fds Low Duration (PTLAX)	10,169 452	$ 105 878 95	$ 10 41	10169 452	0 000	$ -
Pimco Fds Total Return (PTTAX)						
Initial Purcahse	27 027 027	$ 300,000 00	$ 11 10	27 027 027	0 000	$ -
Reinvest	1 349 449	$ 14 574 05	$ 10 80	1,349 449	0 000	$ -
SUBTOTAL	28 376 476	$ 314,574 05		28,376 476	0 000	$ -
Pimco Funds Unconstrained Bond Fund (PUBAX)	12 282 971	$ 137,446 44	$ 11 19	12282 971	0 000	$ -
Pimco FDS Pac Invt (PCRAX)	8 422 495	$ 76,912 33	$ 9 13	8,422 495	0 000	$ -
Pimco FDS Pac Invt (PCRAX)	298 991	$ 2 750 72	$ 9 20	298 991	0 000	$ -
Pimco FDS Pac Invt (PCRAX)	225 292	$ 2,072 69	$ 9 20	225 292	0 000	$ -
Pimco Fds PAC Invt (PCRAX)	11,177 716	$ 100 837 95	$ 9 02	11,177 716	0 000	$ -
Pimco Fds PAC Invt (PCRAX)	1,070 429	$ 9,334 14	$ 8 72	1,070 429	0 000	$ -
Pimco Fds PAC Invt (PCRAX)	1,058 803	$ 8 798 65	$ 8 31	1,058 803	0 000	$ -
SUBTOTAL	22,253 726	$ 200,706 48		22,253 726	0 000	$ -
Templeton Global Bond Fd (TPINX)	10,409 513	$ 141 167 95	$ 13 56	10 409 513	0 000	$ -
Vanguard MidCap Index Fund (VIMSX)	6,409 291	$ 131,084 95	$ 20 45	6,409 291	0 000	$ -
SUTOTAL MUTUAL FUNDS						$ 1,464,907 63
TOTAL BOOK VALUE OF SECURITIES		$ 55,472,604 75				$ 12,757,060 72

The Jeanette Travis Foundation
EIN: 71-0907506
Form 990-PF
FYE: 12-31-2016

STATEMENT 6

Part IV- Capital Gains and Losses for Tax on Investment Income.

See attached.

CAPITAL GAINS 2016	SHARES	BASIS	AMOUNT REALIZED	GAIN (LOSS)
				$ -
Micron Technologies Inc	10,000 00	$ 206,145.44	$ 140,385.46	$ (65,759 98)
EMC Corp Mass	5,500 00	$ 137,187 40	$ 133,002 05	$ (4,185 35)
Kimberly Clark Corp	2,000 00	$ 128,675 08	$ 253,986 77	$ 125,311.69
Starbucks	2,600 000	$ 49,484 55	$ 137,965 41	$ 88,480.86
Costco	1,000 00	$ 81,615 68	$ 156,151 64	$ 74,535 96
Fundamental Investors	13,312 04	$ 510,935 02	$ 682,493.34	$ 171,558 32
Cimpress NV	2,000 00	$ 144,909 95	$ 193,035 04	$ 48,125 09
ConocoPhillips	2,900 00	$ 128,784 09	$ 123,226 46	$ (5,557 63)
Procter & Gamble	3,150 00	$ 195,371 75	$ 277,304.21	$ 81,932 46
Wells Fargo	3,000 00	$ 88,476 98	$ 132,702.15	$ 44,225 17
Equinix	943 00	$ 122,818 07	$ 318,287 90	$ 195,469 83
Stryker	1,475 00	$ 139,015.31	$ 164,562 21	$ 25,546.90
Delphi	1,050 00	$ 81,591 81	$ 73,039.45	$ (8,552 36)
Ingevity	0 66	$ 20 76	$ 17 61	$ (3 15)
Gain from Surrender of SunLife Annuity		$ 1,259,326 50	$ 2,707,196 05	$ 1,447,869.55
CAPITAL GAIN DISTRIBUTION		$ -	$ 46,233.66	$ 46,233.66
TOTAL		**$ 3,274,358.39**	**$ 5,539,589.41**	**$ 2,265,231.02**

The Jeanette Travis Foundation
EIN: 71-0907506
Form 990-PF
FYE: 12-31-2016

STATEMENT 7

Part I, Line 11. Other Income.

During the tax year, the Foundation received distributions from Icahn Enterprises, LP. These distributions are non-liquidating distributions.