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

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

Ted and Betty Williams Charitable Trust

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

Room/suite

c/o Gwynne R. Hinterthuer, 37 Kings River Road

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

North Little Rock, AR 72116

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ **2421364**
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

A Employer identification number**71-6172017****B** Telephone number (see instructions)**501-791-7511 or 501-370-1546****C** If exemption application is pending, check here ► ☐**D** 1. Foreign organizations, check here ► ☐2. Foreign organizations meeting the 85% test, check here and attach computation ► ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐**Part I**

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	74089	74089	74089	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 1	97372			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part V, line 2)		97372		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	171461	171461	74089	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	32500	32500	32500	32500
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	4300	4300	4300	4300
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	740	740	740	740
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	1260	1260	1260	1260
24 Total operating and administrative expenses. Add lines 13 through 23	38800	38800	38800	38800
25 Contributions, gifts, grants paid	200000			200000
26 Total expenses and disbursements. Add lines 24 and 25	238800	38800	38800	238800
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-67339			
b Net investment income (if negative, enter -0-)		132661		
c Adjusted net income (if negative, enter -0-)			35289	

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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	17310	64971	64971
	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)	547094	499666	503422
	b Investments—corporate stock (attach schedule)	781617	703218	1158666
	c Investments—corporate bonds (attach schedule)	662944	672363	674887
	11 Investments—land, buildings, and equipment, basis ▶			
Liabilities	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	19930	19930	19418
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ REIT)	2107	0	0
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2031002	1960148	2421364
	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 <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 type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2031002	1960148	
	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)	2031002	1960148	
	31 Total liabilities and net assets/fund balances (see instructions)	2031002	1960148	

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 2031002
2 Enter amount from Part I, line 27a		2 -67339
3 Other increases not included in line 2 (itemize) ▶ Basis adjustment		3 -1970
4 Add lines 1, 2, and 3		4 1960148
5 Decreases not included in line 2 (itemize) ▶		5
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6 1960148

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 Publicly traded securities				
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 881646		784274	97372	
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) FMV 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	97372
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	-866

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	158604	2474122	6.41
2014	158297	2516003	6.29
2013	156133	2475462	6.31
2012	155512	2438458	6.38
2011	152019	2368084	6.42
2 Total of line 1, column (d)			2 31.81
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 6.36
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 2485602
5 Multiply line 4 by line 3			5 158084
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1326
7 Add lines 5 and 6			7 159410
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 238800

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1		1326
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		
3	Add lines 1 and 2	3		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		1326
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		1326
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		1326
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► Arkansas		
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? <i>If "No," attach explanation</i>	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		<input checked="" type="checkbox"/>

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)		✓
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)		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>ghinter@comcast.net and eiseman@fridayfirm.com</u>	✓	
14 The books are in care of ▶ <u>Gwynne R. Hinterthuer</u> Telephone no. ▶ <u>501-791-7511</u> Located at ▶ <u>37 Kings River Road, North Little Rock, AR</u> ZIP+4 ▶ <u>72116-6312</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
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 ▶		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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?		✓
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))? ☐ Yes ☒ No

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870. **6b**

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

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
Byron M. Eiseman, Friday, Eldredge & Clark 400 W. Capitol, S. 2000, Little Rock, AR 72201	Co-Trustee <2 hrs.	0	0	0
Gwynne R. Hinterthuer, 37 Kings River Rd. North Little Rock, AR 72116	Co-Trustee <3 hrs.	7500	0	0
Mary Melissa Bane, 8908 Windjammer Dr. Raleigh, NC 72615	Co-Trustee <2 hrs.	7500	0	0
Regions Bank, 400 W. Capitol Ave., 7th Floor Little Rock, AR 72201	Co-Trustee <4 hrs.	17500	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 ☐

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
N/A		
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 See attached schedule.**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 N/A**2**

All other program-related investments See instructions

3

Total. Add lines 1 through 3

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	2455418
b	Average of monthly cash balances	1b	68036
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2523454
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	0
3	Subtract line 2 from line 1d	3	2523454
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	37852
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2485602
6	Minimum investment return. Enter 5% of line 5	6	124280

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	124280
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1326
b	Income tax for 2016. (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1326
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	122954
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	122954
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	122954

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	238800
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	238800
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	1326
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	237474

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				122954
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0	
b Total for prior years. 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>		0		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	19150			
b From 2012	34211			
c From 2013	33682			
d From 2014	33066			
e From 2015	35638			
f Total of lines 3a through e	155747			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ <u>238800</u>				
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				122954
e Remaining amount distributed out of corpus	114520			
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	270267			
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)	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	270267			
10 Analysis of line 9:				
a Excess from 2012	93956			
b Excess from 2013	33682			
c Excess from 2014	33066			
d Excess from 2015	35638			
e Excess from 2016	73925			

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 **8/18/98**

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			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	N/A				
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 $\frac{2}{3}$ 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).)

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Immanuel Baptist Church, 501 N. Shackleford Rd. Little Rock, AR 72211			To award college scholarships	50000
Arkansas Tech University Foundation, P. O. Box 8820 Russellville, AR 72801			To award college scholarships	45000
Pulaski Technical College Foundation 3000 W. Scenic Dr., North Little Rock, AR 72118			To award college scholarships	20000
UALR Foundation, 2801 S. University Little Rock, AR 72204			To award college scholarships	10000
University of Arkansas Razorback Foundation 1295 S. Razorback Rd., Ste. A, Fayetteville, AR 72701			To award college scholarships	15000
UAMS Foundation (College of Health Professions) 4301 W. Markham, #716, Little Rock, AR 72205			To award college scholarships	10000
Arkansas Symphony Orchestra 2417 N. Tyler St., Little Rock, AR 72207			To award college scholarships	35000
Fellowship of Christian Athletes P. O. Box 241446, Little Rock, AR 72223			To award college scholarships	5000
Quapaw Area Council Boy Scouts of America 3220 Cantrell Rd., Little Rock, AR 72202			To award college scholarships	5000
University of Arkansas Foundation, 535 Research Center Blvd., Ste. 120, Fayetteville, AR 72701			To award college scholarships	2000
UAMS Foundation (Cancer research) 4301 W. Markham, #716, Little Rock, AR 72205			To award college scholarships	2000
CARTI Foundation, P. O. Box 55050 Little Rock, AR 72215			To award college scholarships	1000
Total			3a	200000
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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			14	74089	
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			18	97372	
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)				171461	
13	Total. Add line 12, columns (b), (d), and (e)				13	171461

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

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

[illegible]

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? | | Yes | No |
|---|--|-------|----|
| 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. | | |

[illegible]

- 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.

Signature of officer or trustee

Date _____

Co-Trustee

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	
------	--

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

Ted and Betty Williams Charitable Trust
Schedules for Items in Part I, Items 16a, 18 and 23

Part I, Item 16a:

Legal fees to Friday, Eldredge & Clark, LLP, for representation of the Ted and Betty Williams Charitable Trust and for preparation of Form 990-PF	\$4,300
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Part I, Item 18:

Amount of tax due which accompanied Form 990-PF for 2015	740
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Part I, Item 23:

Charge by corporate trustee to provide tax worksheet for preparation of Form 990-PF and interest investment expense	1,260
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ACCOUNT STATEMENT

PAGE 2

ACCOUNT NUMBER 7055000276

STATEMENT PERIOD JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
CASH AND EQUIVALENTS				
64,970 900	999990484 REGIONS TRUST CASH SWEEP	64,970 90	0.22	64,970.90
	CASH	0 00		0 00
TOTAL	CASH AND EQUIVALENTS	64,970 90	0.22	64,970.90
EQUITIES				
COMMON STOCK				
520 000	00206R102 AT&T INC	22,115 60	4.61	12,641.20
820 000	018802108 ALLIANT CORP	31,069 80	3.10	19,995.04
590 000	054937107 BB&T CORP	27,741 80	2.55	19,187.48
310 000	071813109 BAXTER INTERNATIONAL INC	13,745 40	1.17	8,661.82
85 000	09247X101 BLACKROCK INC	32,345 90	2.41	15,867.33
200 000	14149Y108 CARDINAL HEALTH INC	14,394 00	2.50	10,131.98
355 000	166764100 CHEVRON CORP	41,783 50	3.67	32,651.05
850 000	17275R102 CISCO SYSTEMS INC	25,687 00	3.44	20,170.50
500 000	191216100 COCA COLA CO	20,730 00	3.38	13,722.50
430 000	237194105 DARDEN RESTAURANTS INC	31,269 60	3.08	17,091.11
340 000	25746U109 DOMINION RES INC VA	26,040 60	3.66	13,807.40
210 000	30231G102 EXXON MOBIL CORP	18,954 60	3.32	14,032.20
530 000	363576109 GALLAGHER ARTHUR J & CO	27,538 80	2.93	13,472.60
490 000	418056107 HASBRO INC	38,117 10	2.62	16,218.86
140 000	452308109 ILLINOIS TOOL WORKS INC	17,144 40	2.12	6,546.40
1,330.000	458140100 INTEL CORP	48,239 10	2.87	29,668.73
570 000	46625H100 J P MORGAN CHASE & CO	49,185 30	2.23	26,971.05

ACCOUNT NUMBER **7055000276**

STATEMENT PERIOD: JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
COMMON STOCK				
210.000	478160104 JOHNSON & JOHNSON	24,194.10	2.78	13,666.80
220.000	494368103 KIMBERLY CLARK CORP	25,106.40	3.22	12,904.97
410.000	500754106 KRAFT HEINZ CO	35,801.20	2.75	34,957.01
490.000	577081102 MATTEL INC	13,499.50	5.52	9,300.00
310.000	580135101 MCDONALDS CORP	37,733.20	3.09	23,486.70
360.000	58933Y105 MERCK & CO INC NEW	21,193.20	3.19	15,991.20
640.000	594918104 MICROSOFT CORP	39,769.60	2.51	19,187.43
260.000	65339F101 NEXTERA ENERGY, INC	31,059.60	2.91	12,926.08
220.000	674599105 OCCIDENTAL PETE CORP	15,670.60	4.27	17,840.83
280.000	693475105 PNC FINANCIAL SERVICES	32,748.80	1.88	20,587.56
520.000	704326107 PAYCHEX INC	31,657.60	3.02	17,432.39
250.000	713448108 PEPSICO INC	26,157.50	2.88	19,804.98
260.000	718172109 PHILIP MORRIS INTL INC INTERNATIONAL INC	23,787.40	4.55	13,626.60
190.000	723484101 PINNACLE WEST CAP CORP	14,825.70	3.36	9,974.98
240.000	744320102 PRUDENTIAL FINANCIAL INC	24,974.40	2.69	13,910.40
442.000	747525103 QUALCOMM INC	28,818.40	3.25	24,049.18
95.000	755111507 RAYTHEON CO	13,490.00	2.06	4,937.65
620.000	760759100 REPUBLIC SVCS INC CL A	35,371.00	2.24	20,094.02
620.000	847560109 SPECTRA ENERGY CORP	25,475.80	3.94	13,801.20
250.000	882508104 TEXAS INSTRUMENTS INC	18,242.50	2.74	9,867.48

ACCOUNT STATEMENT

PAGE 4

ACCOUNT NUMBER 7055000276

STATEMENT PERIOD JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
COMMON STOCK				
90 000	88579Y101 3M CO	16,071 30	2 49	7,395 67
530 000	902973304 US BANCORP DEL	27,226 10	2 18	13,790 60
450 000	92343V104 VERIZON COMMUNICATIONS	24,021.00	4.33	14,643 30
500 000	94106L109 WASTE MANAGEMENT INC	35,455 00	2 31	17,641 90
480 000	949746101 WELLS FARGO & CO	26,452 80	2 76	20,188 75
468 000	96145D105 WESTROCK COMPANY	23,760 36	3 15	10,372.60
TOTAL	COMMON STOCK	1,158,665 56	2 96	703,217 53
INTERNATIONAL				
640.000	G491BT108 INVESCO LTD	19,417 60	3 69	19,929 53
TOTAL	INTERNATIONAL	19,417.60	3 69	19,929 53
TOTAL	EQUITIES	1,178,083 16	2 98	723,147 06
FIXED CORPORATES				
11,000 000	00206RAM4 AT&T INC DTD 05/13/08 5 6% 05/15/2018	11,553 52	5 33	11,731 07
13,000 000	00206RCP5 AT&T INC CALLABLE DTD 05/04/2015 4 5% 05/15/2035-2034	12,560 21	4 66	12,714 26
12,000 000	0258M0DX4 AMERICAN EXPRESS CREDIT CORP CALLABLE DTD 09/14/2015 2 6% 09/14/2020-2020	12,100 32	2.58	11,990.34
12,000 000	031162CH1 AMGEN INC CALLABLE DTD 08/19/2016 2.25% 08/19/2023-2023	11,288 40	2 39	11,980 83
25,000.000	035242AG1 ANHEUSER-BUSCH INBEV FIN DTD 01/25/2016 1 9% 02/01/2019	25,036 00	1 90	25,005 58
13,000 000	037833AJ9 APPLE INC DTD 05/03/2013 1% 05/03/2018	12,951 25	1 00	12,940 41
12,000 000	046353AH1 ASTRAZENECA PLC DTD 11/16/2015 1 75% 11/16/2018	12,021 48	1 75	12,001 26

ACCOUNT NUMBER 7055000276

STATEMENT PERIOD JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
CORPORATES				
12,000.000	06367THQ6 BANK OF MONTREAL SERIES MTN DTD 07/18/2016 1 5% 07/18/2019	11,842.80	1.52	11,997.40
11,000.000	12673PAC9 CA INC DTD 11/13/09 5 375% 12/01/2019	11,880.44	4.98	11,526.81
11,000.000	149123BQ3 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/2018	12,277.87	7.08	12,812.60
19,000.000	166764BC3 CHEVRON CORP DTD 11/17/2015 1 344% 11/09/2017	18,989.55	1.34	19,004.76
12,000.000	17275RBB7 CISCO SYSTEMS INC DTD 02/29/2016 1 6% 02/28/2019	11,972.64	1.60	12,016.06
12,000.000	17275RBL5 CISCO SYSTEMS INC CALLABLE DTD 09/20/2016 2 5% 09/20/2026-2026	11,413.32	2.63	12,004.56
19,000.000	172967KB6 CITIGROUP INC DTD 10/26/2015 2 65% 10/26/2020	19,013.30	2.65	18,978.72
11,000.000	20030NAZ4 COMCAST CORP DTD 06/18/09 5.7% 07/01/2019	12,033.89	5.21	11,782.85
12,000.000	24422ESS9 JOHN DEERE CAPITAL CORP SERIES MTN DTD 09/15/2014 2 3% 09/16/2019	12,130.08	2.28	11,996.64
13,000.000	25152RYD9 DEUTSCHE BANK AG DTD 02/13/2015 1 875% 02/13/2018	12,925.38	1.89	13,002.24
12,000.000	31677QBG3 FIFTH THIRD BANK CALLABLE DTD 06/14/2016 2.25% 06/14/2021-2021	11,863.56	2.28	12,018.26
25,000.000	345397WR0 FORD MOTOR CREDIT DTD 06/06/2014 1 724% 12/06/2017	24,981.00	1.73	24,855.73
11,000.000	369622SM8 GENERAL ELECTRIC CAPITAL CORP DTD 02/11/11 5 3% 02/11/2021	12,199.66	4.78	11,364.66
12,000.000	375558BF9 GILEAD SCIENCES INC CALLABLE DTD 09/14/2015 3 65% 03/01/2026-2025	12,167.28	3.60	11,974.41
19,000.000	377373AC9 GLAXOSMITHKLINE CAP PLC CALLABLE DTD 05/09/2012 1 5% 05/08/2017	19,028.12	1.50	19,054.88

ACCOUNT STATEMENT

PAGE 6

ACCOUNT NUMBER 7055000276

STATEMENT PERIOD JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
CORPORATES				
11,000 000	38141EA25 GOLDMAN SACHS GROUP INC DTD 2/5/09 7 5% 02/15/2019	12,194 38	6 77	12,293 32
12,000 000	458140AJ9 INTEL CORP DTD 09/19/2011 3 3% 10/01/2021	12,470 04	3 18	11,951.84
12,000 000	459200JG7 INTERNATIONAL BUSINESS MACHINES DTD 02/19/2016 3 45% 02/19/2026	12,276 96	3 37	11,961 98
11,000 000	46625HHL7 J P MORGAN CHASE & CO DTD 04/23/09 6 3% 04/23/2019	12,020 14	5 77	11,985 75
13,000 000	501044DE8 KROGER CO/THE CALLABLE DTD 10/03/2016 2.65% 10/15/2026-2026	12,077 78	2 85	12,968 02
13,000 000	539830BD0 LOCKHEED MARTIN CORP CALLABLE DTD 02/20/2015 3 8% 03/01/2045-2044	12,311 26	4 01	12,895 77
13,000 000	565849AL0 MARATHON OIL CORP CALLABLE DTD 06/10/2015 3.85% 06/01/2025-2025	12,606 49	3 97	11,078 74
11,000 000	59018YN64 MERRILL LYNCH & CO INC SERIES MTN DTD 04/25/08 6.875% 04/25/2018	11,692 01	6 47	11,902 50
10,000 000	59022CAJ2 BANK OF AMERICA CORP DTD 01/29/2007 6 11% 01/29/2037	11,723 00	5 21	9,939 80
11,000 000	60871RAD2 MOLSON COORS BREWING CO DTD 05/03/2012 5% 05/01/2042	11,498 85	4 78	11,109.76
11,000 000	61747YCJ2 MORGAN STANLEY SERIES MTN DTD 9/23/09 5 625% 09/23/2019	11,923 56	5 19	11,389 96
12,000 000	61761JVL0 MORGAN STANLEY DTD 10/23/2014 3 7% 10/23/2024	12,142 92	3 66	12,024 62
11,000 000	68389XAC9 ORACLE CORPORATION DTD 04/09/08 5 75% 04/15/2018	11,621 06	5 44	11,918 91
12,000 000	713448DB1 PEPSICO INC SERIES 1 DTD 10/14/2015 1% 10/13/2017	11,992 08	1 00	11,984 76
11,000 000	74432QBP9 PRUDENTIAL FINANCIAL DTD 11/18/2010 4 5% 11/15/2020	11,786 83	4 20	11,096 70

12/31/2016 #24

ACCOUNT NUMBER 7055000276

STATEMENT PERIOD JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
CORPORATES				
25,000 000	78011DAC8 ROYAL BANK OF CANADA DTD 09/19/2012 1.2% 09/19/2017	24,966 50	1.20	24,983 38
12,000 000	822582BR2 SHELL INTL FIN DTD 05/10/2016 1 375% 05/10/2019	11,891 76	1.39	11,973 36
13,000 000	867914BM4 SUNTRUST BKS INC CALLABLE DTD 12/01/2016 2.7% 01/27/2022-2021	13,005 59	2.70	12,993.89
12,000 000	87612EAP1 TARGET CORP CALLABLE 5 375% 05/01/2017	12,164 40	5.30	12,775 14
12,000 000	88167AAD3 TEVA PHARMACEUTICALS NE DTD 07/21/2016 2.8% 07/21/2023	11,359 08	2.96	12,035 28
12,000 000	89114QAM0 TORONTO-DOMINION BANK SERIES MTN DTD 09/10/2013 2.625% 09/10/2018	12,183 96	2.59	12,190 90
12,000 000	89233P5F9 TOYOTA MOTOR CREDIT CORP SERIES MTN DTD 09/15/2011 3.4% 09/15/2021	12,481 56	3.27	11,969 76
12,000 000	91324PCK6 UNITED HEALTH GROUP INC DTD 07/23/2015 1.45% 07/17/2017	12,019 44	1.45	12,006 83
12,000 000	91913YAU4 VALERO ENERGY CORP CALLABLE DTD 09/12/2016 3.4% 09/15/2026-2026	11,496 12	3.55	11,869 20
11,000 000	92343VAW4 VERIZON COMMUNICATIONS DTD 03/28/2011 6% 04/01/2041	12,634 38	5.22	11,749 21
12,000 000	929903DT6 WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	12,228 60	5.64	12,751 40
9,000 000	931142CM3 WAL MART STORES INC DTD 04/15/2008 6.2% 04/15/2038	11,863 71	4.70	11,786 97
12,000 000	931427AH1 WALGREENS BOOTS ALLIANCE CALLABLE DTD 11/18/2014 3.8% 11/18/2024-2024	12,213 36	3.73	12,055 28
12,000 000	94974BGE4 WELLS FARGO & COMPANY DTD 11/04/2014 4.65% 11/04/2044	11,810 76	4.72	11,965 34
TOTAL	CORPORATES	674,886.65	3.34	672,362 70

ACCOUNT STATEMENT

PAGE 8

ACCOUNT NUMBER 7055000276

STATEMENT PERIOD JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
TREASURIES				
10,000 000	912810EQ7 UNITED STATES TREASURY DTD 08/16/1993 6 25% 08/15/2023	12,500 80	5 00	12,066.46
63,000.000	912810RB6 UNITED STATES TREASURY DTD 05/15/2013 2 875% 05/15/2043	60,851.70	2 98	57,161.02
98,000 000	912828H52 UNITED STATES TREASURY DTD 02/02/2015 1 25% 01/31/2020	97,280 68	1 26	98,303 54
76,000 000	912828R36 UNITED STATES TREASURY DTD 05/16/2016 1.625% 05/15/2026	70,870.00	1 74	76,595.07
19,000 000	912828S43 UNITED STATES TREASURY DTD 07/15/2016 3.5% 07/15/2019	18,723 93	0 76	19,001 48
TOTAL	TREASURIES	260,227 11	1 94	263,127 57
AGENCIES				
16,976 940	31368HMT7 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036	19,251 17	5 29	16,731 88
6,949 370	3138A7FR4 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH5575 DTD 02/01/2011 4% 02/01/2041	7,319 35	3 80	7,095 99
4,933 280	3138A8SR8 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026	5,209 59	3 79	4,902 55
12,086 500	3138E0SD2 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ7715 DTD 12/01/2011 3% 12/01/2026	12,430 97	2 92	12,683 27
4,405 960	3138EGNK6 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4 5% 06/01/2041	4,765 66	4 16	4,510 34
8,969 610	3138MFTC1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042	9,247 13	3 39	8,960 86
9,903 380	3138WF2Z8 FEDERAL NATIONAL MORTGAGE ASSN POOL # AS6191 DTD 10/01/2015 3 5% 11/01/2045	10,169 38	3 41	10,366 05
9,159 530	3138WPJG0 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2 5% 04/01/2028	9,187 56	2 49	9,167 06

12/31/2016 #24

ACCOUNT NUMBER: **7055000276**

STATEMENT PERIOD: JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
AGENCIES				
9,979 590	3138WQAW2 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2720 DTD 05/01/2013 3% 05/01/2043	9,976 80	3.00	10,227.11
11,561 400	3138X3EH1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AU3735 DTD 08/01/2013 3% 08/01/2043	11,558.16	3.00	11,555.22
4,786 220	31402RFV6 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035	5,218.13	4.59	4,780.20
14,757 350	31403DDX4 FEDERAL NATIONAL MORTGAGE ASSN POOL #745418 DTD 03/01/06 5.5% 04/01/2036	16,506.98	4.92	14,558.43
6,623 580	31410G7C1 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023	7,087.50	4.67	6,367.79
5,335 070	31410USZ6 *FEDERAL NATIONAL MORTGAGE ASSN POOL #897936 DTD 09/01/2006 5.5% 08/01/2021	5,676.78	5.17	5,121.40
3,431 240	31416RBE2 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039	3,620.47	3.79	3,496.98
5,838 440	31418AFC7 FEDERAL NATIONAL MORTGAGE ASSN POOL #MA1062 DTD 04/01/2012 3% 05/01/2027	6,004.89	2.92	5,940.83
3,060 390	31418UEE0 FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4.5% 06/01/2040	3,297.11	4.18	3,065.54
6,484 670	31419BCT0 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3.5% 03/01/2041	6,686.99	3.39	6,727.63
5,479 840	31419DMQ1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025	5,716.13	3.36	5,468.54
TOTAL	AGENCIES	158,930.75	3.86	151,727.67
MISCELLANEOUS				
2,977 010	3128M74W3 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05937 DTD 07/01/2010 4.5% 08/01/2040	3,203.35	4.18	2,989.33

ACCOUNT STATEMENT

PAGE 10

ACCOUNT NUMBER 7055000276

STATEMENT PERIOD JANUARY 01, 2016 THROUGH DECEMBER 31, 2016

DETAIL LISTING OF ASSETS (CONTINUED)

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
MISCELLANEOUS				
2,706 590	3128M7KV7 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05408 DTD 04/01/2009 5% 12/01/2036	2,959.44	4.57	2,665 21
20,468.500	3128MJXK1 FEDERAL HOME LOAN MORTGAGE CORP POOL# G08681 DTD 12/01/2015 3 5% 12/01/2045	20,975 10	3.42	21,245 66
18,780 120	3128MMS20 FEDERAL HOME LOAN MORTGAGE CORP POOL #G18536 DTD 01/01/2015 2 5% 01/01/2030	18,830 83	2 49	19,253 81
10,441 650	3128MMTP8 FEDERAL HOME LOAN MORTGAGE CORP POOL #G18557 DTD 06/01/2015 3% 06/01/2030	10,725.35	2 92	10,809 48
11,019 210	3128PXKV7 FEDERAL HOME LOAN MORTGAGE CORP POOL #J17508 DTD 12/01/2011 3% 12/01/2026	11,314 64	2 92	11,601 16
5,423 330	312943WG4 FEDERAL HOME LOAN MORTGAGE CORP POOL #A95147 DTD 11/01/2010 4% 11/01/2040	5,710 28	3 80	5,596 19
10,255 200	31335ACR7 FEDERAL HOME LOAN MTG CORP POOL# G60080 DTD 05/01/2015 3 5% 06/01/2045	10,545 42	3 40	10,648 76
TOTAL	MISCELLANEOUS	84,264 41	3.17	84,809 60
TOTAL	FIXED	1,178,308 92	3 09	1,172,027 54
GRAND TOTAL ASSETS		2,421,362.98	2.96	1,960,145.50

DETAIL OF TRANSACTIONS

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
BEGINNING BALANCE		209,147.65	209,147.65-	2,031,001.37	

Ted and Betty Williams Charitable Trust
Schedule for Part II, Item 13

Foreign Stock:

640 shares of Invesco, Ltd.

Ted and Betty Williams Charitable Trust
Insert for Form 990-PF, Part IX-A

The sole charitable activity for the Ted and Betty Williams Charitable Trust is to award funds to colleges, universities, and other entities for the purpose of distributing scholarships to qualified applicants. Listed below are the institutions entities and amount awarded for scholarships for 2016.

1. Immanuel Baptist Church, Little Rock, Arkansas	\$50,000
2. Arkansas Tech University Foundation, Russellville, Arkansas	45,000
3. Arkansas Symphony Orchestra, Little Rock, Arkansas	35,000
4. Pulaski Technical College Foundation, North Little Rock, Arkansas	20,000
5. Razorback Foundation, Fayetteville, Arkansas	15,000
6. UALR Foundation, Little Rock, Arkansas	10,000
7. UAMS Foundation, Little Rock, Arkansas	10,000
8. Fellowship of Christian Athletes, Little Rock, Arkansas	5,000
9. Quapaw Area Council Boy Scouts of America, Little Rock, Arkansas	5,000
10. University of Arkansas Foundation, Fayetteville, Arkansas	2,000
11. UAMS Foundation, Little Rock, Arkansas	2,000
12. CARTI Foundation, Little Rock, Arkansas	1,000

Total	\$200,000
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