



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION		A Employer identification number 73-1463604	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 436		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code OKLAHOMA CITY, OK 73101		B Telephone number (see instructions) (405) 236-2210	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> 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) \$ 874,952	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)				
	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	4		
	4 Dividends and interest from securities	25,532	25,532		
	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)		92,806		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	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	25,536	118,342		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	7,971	7,021		
	17 Interest	18	18		
	18 Taxes (attach schedule) (see instructions)	5,066	380		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	20	20		
	24 Total operating and administrative expenses. Add lines 13 through 23	13,075	7,439		0
	25 Contributions, gifts, grants paid	133,148			133,148
	26 Total expenses and disbursements. Add lines 24 and 25	146,223	7,439		133,148
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-120,687			
	b Net investment income (if negative, enter -0-)		110,903		
	c Adjusted net income (if negative, enter -0-)				

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					
	2 Savings and temporary cash investments	34,342	5,127	5,127		
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)	678,556	679,890	869,825		
	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)	712,898	685,017	874,952			
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			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds	712,898	685,017			
30 Total net assets or fund balances (see instructions)	712,898	685,017				
31 Total liabilities and net assets/fund balances (see instructions) .	712,898	685,017				

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	712,898
2 Enter amount from Part I, line 27a	2	-120,687
3 Other increases not included in line 2 (itemize) ▶ _____	3	100,850
4 Add lines 1, 2, and 3	4	693,061
5 Decreases not included in line 2 (itemize) ▶ _____	5	8,044
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	685,017

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)
1 a Short Term Common Stock See Attached Schedule	P	2016-02-01	2016-09-02
b Long Term Common Stock See Attached Schedule	P	2013-02-01	2016-12-31
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 376,877	0	384,921	-8,044
b 392,527	0	291,677	100,850
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 0	0	0	-8,044
b 0	0	0	100,850
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	92,806
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	-8,044

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 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	33,850	942,684	0 035908
2014	164,385	901,740	0 182298
2013	107,463	940,723	0 114234
2012	30,787	854,700	0 036021
2011	57,070	822,597	0 069378
2 Total of line 1, column (d)			2 0 437839
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 087568
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 921,745
5 Multiply line 4 by line 3			5 80,715
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,109
7 Add lines 5 and 6			7 81,824
8 Enter qualifying distributions from Part XII, line 4			8 133,148

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 <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	1,109
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	1,109
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	1,109
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,800
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	2,800
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	12
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ▶	10	1,679
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 1,679 Refunded ▶	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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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>	2	No
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>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
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>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK _____		
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> .	8b	Yes
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>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>DON A KARCHMER</u> Telephone no ► <u>(405) 236-2210</u>			

Located at ► 21 EAST MAIN OKLAHOMA CITY OK ZIP+4 ► 73104

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	► 15		
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	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.

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

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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DON A KARCHMER 21 EAST MAIN OKC, OK 73104	PRES/TREAS 4 00	0	0	0
TERE BOND 21 EAST MAIN OKC, OK 73104	SECRETARY 2 00	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				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	
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	
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	912,402
b	Average of monthly cash balances.	1b	23,380
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	935,782
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	935,782
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	14,037
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	921,745
6	Minimum investment return. Enter 5% of line 5.	6	46,087

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	46,087
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,109
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,109
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	44,978
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	44,978
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	44,978

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	133,148
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	133,148
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	1,109
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	132,039

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				44,978
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				43,165
d From 2014.				165,100
e From 2015.				33,850
f Total of lines 3a through e.	242,115			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ _____ 133,148				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				
e Remaining amount distributed out of corpus	133,148			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	44,978			44,978
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	330,285			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	330,285			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				163,287
d Excess from 2015.				33,850
e Excess from 2016.				133,148

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization 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))
DON A KARCHMER

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
DON A KARCHMER
PO Box 436
OKLAHOMA CITY, OK 73101
(405) 236-2210

b The form in which applications should be submitted and information and materials they should include
LETTER REGARDING EXEMPT PURPOSE, AND INFORMATION REGARDING THE ORGANIZATION, PROOF OF EXEMPT STATUS

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
RESTRICTED TO 501(C)(3) ORGANIZATIONS

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	133,148
b <i>Approved for future payment</i>				
Total			3b	

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			14	4	
4 Dividends and interest from securities. . . .			14	25,532	
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). .				25,536	
13 Total. Add line 12, columns (b), (d), and (e).			13		25,536

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- 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.

*****	2017-07-29	*****
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN
	LAURA COOKE ATTORNEY		2017-09-07		
	Firm's name ▶ C FARRELL LEWIS CPA				Firm's EIN ▶
	Firm's address ▶ 3100 W BRITTON RD STE E OKLAHOMA CITY, OK 731202036				Phone no (405) 755-5199

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Jewish Federation of Greater OKC 2600 NW 55th PL Oklahoma City, OK 73112		501(c)(3)	CHARITY	2,518
OCU Societies 2501 N Blackwelder Oklahoma City, OK 73106		501(c)(3)	CHARITY	250
Allied Arts 1015 N Broadway Oklahoma City, OK 73101		501(c)(3)	CHARITY	1,000
Edmond Memorial High School 1000 E 15th Street Edmond, OK 73013		501(c)(3)	CHARITY	500
OU Foundation 100 Timberdell Road Norman, OK 73019		501(c)(3)	CHARITY	3,000
Total ▶ 3a				133,148

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Centralia Foundation 115 East Second Street Centralia, IL 62801		501(c)(3)	CHARITY	1,000
OKC All Sports Association 211 N Robinson Ave N250 Oklahoma City, OK 73102		501(c)(3)	CHARITY	5,000
Homeless Alliance 1724 NW 4th Street Oklahoma City, OK 73106		501(c) (3)	CHARITY	2,500
Temple of the Arts 8444 Wilshire Blvd Beverly Hills, CA 90211		501(c) (3)	CHARITY	1,000
Teen Recovery Solutions 720 West Wilshire Blvd Ste 101-A Oklahoma City, OK 73116		501(c) (3)	CHARITY	1,500
Total ▶ 3a				133,148

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Mental Health Association Oklahoma 400 N Walker Ave Oklahoma City, OK 73102		501(c) (3)	CHARITY	500
OKC Natl Memorial & Museum 620 N Harvey Ave Oklahoma City, OK 73102		501(c) (3)	CHARITY	500
OKC Beautiful 3535 N Classen Blvd Oklahoma City, OK 73118		501(c) (3)	CHARITY	1,000
Harding Fine Arts Academy 3333 N Shartel Ave Oklahoma City, OK 73118		501(c) (3)	CHARITY	1,500
OKC Community Foundation 1000 N Broadway Oklahoma City, OK 73102		501(c) (3)	CHARITY	5,000
Total ▶ 3a				133,148

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Myriad Gardens Fnd 301 W Reno Ave Oklahoma City, OK 73102		501(c) (3)	CHARITY	10,000
Integrus Cancer Institute 5911 W Memorial Road Oklahoma City, OK 73142		501(c) (3)	CHARITY	200
Temple Bnai Israel 4901 N Penn Oklahoma City, OK 73112		501(c) (3)	CHARITY	180
Mayo Clinic 200 First ST SW Rochester, MN 55905		501(c) (3)	CHARTIY	50,000
Catalyst Behavioral Svs 3033 N Walnut Ave Oklahoma City, OK 73105		501(c) (3)	CHARTIY	5,000
Total ▶ 3a				133,148

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Oklahoma Sports Hall of Fame 4040 N Lincoln Blvd Oklahoma City, OK 73105		501(c) (3)	CHARITY	1,000
American Indian Cultural Center FND 695 American Indian Blvd Oklahoma City, OK 73129		501(c) (3)	CHARITY	40,000
Total ▶ 3a				133,148

TY 2016 Investments Corporate Stock Schedule

Name: AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION

EIN: 73-1463604

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Morgan Stanley INVESTMENT ACCOUNT - See attached schedule	679,890	869,825

TY 2016 Other Decreases Schedule

Name: AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION

EIN: 73-1463604

Description	Amount
Net Capital Losses	8,044

TY 2016 Other Expenses Schedule**Name:** AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION**EIN:** 73-1463604**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR Fees	20	20		

TY 2016 Other Increases Schedule

Name: AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION

EIN: 73-1463604

Description	Amount
Net Capital Gains	100,850

TY 2016 Other Professional Fees Schedule**Name:** AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION**EIN:** 73-1463604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Morgan Stanley INVESTMENT SERVICES	7,021	7,021		
LAURA COOKE INCOME TAX SERVICES	950			

TY 2016 Taxes Schedule**Name:** AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION**EIN:** 73-1463604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax on Dividends	380	380		
Federal Income Tax	4,686			

Morgan Stanley

Portfo

AARON & GERTRUDE KARCHMER
MEMORIAL FDN A NON-PROFIT ORG

Account Detail

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ABBVIE INC COM (ABBY)	10/23/13	380.000	\$48.610	\$62.620	\$18,471.77	\$23,795.60	\$5,323.83 LT	\$973.00	4.08
Next Dividend Payable 02/20/17, Asset Class Equities									
AIR PROD & CHEM INC (APD)	4/28/16	145.000	135.479	143.820	19,644.51	20,853.90	1,209.39 ST	479.00	2.39
Next Dividend Payable 02/13/17, Asset Class Equities									
AMGEN INC (AMGN)	3/28/16	140.000	148.851	146.210	20,839.11	20,469.40	(369.71) ST	644.00	3.14

Security Mark
at Right



Account Detail

Portfolio

AARON & GERTRUDE KARCHMER
MEMORIAL FDN A NON-PROFIT ORG

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est. Ann. Income	Current Yield %
Next Dividend Payable 03/2017 Asset Class Equities									
ANHEUSER BUSCH INBEV SA SPON (BUD) Asset Class Equities	12/17/11	185,000	58.747	105.440	10,868.16	19,506.40	8,638.24 11	591.00	3.02
APPLE INC (AAPL) Next Dividend Payable 02/2017 Asset Class Equities	9/27/16	200,000	107.358	115.870	21,171.50	23,164.00	1,992.50 51	476.00	1.96
APPLIED MATERIALS INC (AMAT) Next Dividend Payable 03/2017 Asset Class Equities	4/8/16	750,000	39.010	32.770	14,257.73	24,202.50	9,944.77 51	300.00	1.73
AUTOMATIC DATA PROCESSING INC (ADP) Next Dividend Payable 01/01/17 Asset Class Equities	9/16/11	250,000	41.749	107.780	10,312.23	25,695.00	15,382.77 11	570.00	2.71
BLACKROCK INC (BLK) Next Dividend Payable 03/2017 Asset Class Equities	10/16/16	60,000	357.991	380.540	21,479.43	22,832.40	1,352.97 51	550.00	2.40
BOEING CO (BA) Next Dividend Payable 03/2017 Asset Class Equities	10/31/11	155,000	66.208	175.680	10,262.24	24,130.40	13,868.16 11	880.00	3.64
CISCO SYS INC (CSCO) Next Dividend Payable 01/2017 Asset Class Equities	1/27/15	750,000	27.156	30.270	20,366.85	22,665.00	2,298.15 11	780.00	1.44
COMCAST CORP (NEW) CLASS A (CMCSA) Next Dividend Payable 01/25/17 Asset Class Equities	9/2/16	350,000	66.474	69.050	23,748.26	24,167.50	419.24 51	385.00	1.59
DEERE & CO (DE) Next Dividend Payable 02/01/17 Asset Class Equities	12/1/16	165,000	102.693	103.040	16,944.28	17,001.60	57.32 51	396.00	2.32
DISCOVER FINCL SVCS (DFS) Next Dividend Payable 02/2017 Asset Class Equities	10/12/16	325,000	55.576	72.090	8,062.29	23,429.25	15,366.96 51	390.00	1.60
EATON CORP PLC SHS (ETN) Next Dividend Payable 02/2017 Asset Class Equities	3/22/16	350,000	63.887	67.090	22,360.49	23,481.50	1,121.01 51 11	798.00	3.39
EXXON MOBIL CORP (XOM) Next Dividend Payable 03/2017 Asset Class Equities	4/13/16	265,000	84.737	90.760	22,455.20	23,918.90	1,463.70 51	795.00	3.32
HOME DEPOT INC (HD) Next Dividend Payable 01/2017 Asset Class Equities	7/20/15	175,000	113.728	134.080	19,902.33	23,464.00	3,561.67 11	483.00	2.05
HONEYWELL INTERNATIONAL INC (HON) Next Dividend Payable 03/2017 Asset Class Equities	11/5/12	200,000	62.394	115.850	12,478.88	23,170.00	10,691.12 11	532.00	2.29
INTL BUSINESS MACHINES CORP (IBM) Next Dividend Payable 03/2017 Asset Class Equities	11/10/16	115,000	167.666	163.990	18,706.64	19,088.85	382.21 51	644.00	3.37
JOHNSON CTLS INTL PLC (UCI) Next Dividend Payable 03/2017 Asset Class Equities	9/16/16	355,000	45.630	41.190	16,219.95	14,672.45	(1,547.50) 51		
	9/13/16	90,000	44.645	41.190	4,018.05	3,707.10	(310.95) 51		
Total		445,000			20,238.00	18,329.55	(1,908.45) 51	415.00	2.42

AARON & GERTRUDE KARCHMER
MEMORIAL FDN A NON-PROFIT ORG

Portfolio:

Account Detail

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
Next Dividend Payable 01/06/17 Asset Class Equities									
JPMORGAN CHASE & CO (JPM)	8/2/16	280,000	63.731	86.290	17,844.65	24,161.20	6,316.55 ST	518.00	2.22
Next Dividend Payable 01/01/17 Asset Class Equities									
MARRIOTT INTL INC NEW CL A (MAR)	11/30/16	235,000	78.057	82.680	18,343.30	19,429.80	1,086.50 ST	282.00	1.45
Next Dividend Payable 03/20/17 Asset Class Equities									
MICROSOFT CORP (MSFT)	10/11/13	385,000	34.082	62.140	13,121.57	23,923.90	10,802.33 LT		
	1/27/15	15,000	42.950	62.140	644.25	932.10	287.85 LT		
Total		400,000			13,765.82	24,856.00	11,090.18 LT	624.00	2.51
Next Dividend Payable 03/20/17 Asset Class Equities									
NEXTERA ENERGY INC (NEE)	1/7/16	190,000	104.377	119.460	19,831.55	22,697.40	2,865.85 ST	661.00	2.91
Next Dividend Payable 03/20/17 Asset Class Equities									
NORTHROP GRUMMAN CP (HLDG CO) (NOC)	6/22/11	25,000	66.937	237.580	1,673.44	5,814.30	4,140.86 LT		
	8/16/11	75,000	53.460	212.580	4,009.50	17,443.00	13,433.50 LT		
Total		100,000			5,682.94	23,258.00	17,570.06 LT	360.00	1.54
Next Dividend Payable 03/20/17 Asset Class Equities									
PEPSICO INC NC (PEP)	4/9/15	185,000	96.427	104.630	17,838.90	19,356.55	1,517.65 LT		
	6/2/15	35,000	96.214	104.630	3,367.48	3,662.05	294.57 LT		
Total		220,000			21,206.38	23,018.60	1,812.22 LT	662.00	2.87
Next Dividend Payable 01/06/17 Asset Class Equities									
PRUDENTIAL FINANCIAL INC (PRU)	12/6/16	185,000	103.039	104.060	19,062.18	19,251.10	188.92 ST	518.00	2.69
Next Dividend Payable 03/20/17 Asset Class Equities									
ROCKWELL AUTOMATION INC (ROK)	9/30/16	170,000	127.581	134.400	20,839.14	22,848.00	2,008.86 ST	517.00	2.26
Next Dividend Payable 03/20/17 Asset Class Equities									
STARBUCKS CORP WASHINGTON (SBUX)	10/30/14	400,000	38.597	55.520	15,438.64	22,208.00	6,769.36 LT	400.00	1.80
Next Dividend Payable 03/20/17 Asset Class Equities									
STRYKER CORP (SYK)	9/18/15	150,000	99.783	119.810	14,967.46	17,971.50	3,004.04 LT		
	1/7/16	65,000	88.185	119.810	5,732.03	7,787.65	2,055.62 ST		
Total		215,000			20,699.49	25,759.15	3,004.04 LT	366.00	1.42
							2,055.62 ST		
Next Dividend Payable 01/31/17 Asset Class Equities									
TEXAS INSTRUMENTS (TXN)	6/6/13	340,000	35.598	72.970	12,103.46	24,809.80	12,706.34 LT	680.00	2.74
Next Dividend Payable 02/20/17 Asset Class Equities									
THE J M SMUCKER COMPANY (SJM)	10/13/15	170,000	118.874	128.050	20,208.51	21,770.20	1,561.69 LT	510.00	2.34
Next Dividend Payable 03/20/17 Asset Class Equities									
TIJ COS INC NEW (TIJ)	1/7/16	285,000	70.094	75.130	19,976.70	21,412.05	1,435.35 ST	296.00	1.38



Morgan Stanley

CLIENT STATEMENT | For the Period December 1 31 2016

Page 57 of 70

Account Detail

Portfo

AARON & GERTRUDE KARCHMER
MEMORIAL FDN A NON-PROFIT ORG

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Fst Ann Income	Current Yield %
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
TRAVELERS COMPANIES INC COM (TRV)	7/1/10	150,000	49.357	122.420	7,403.52	18,363.00	10,959.48 LT		
	1/13/11	50,000	54.670	122.420	2,731.00	6,121.00	3,390.00 LT		
Total		200,000			10,134.52	24,484.00	14,349.48 LT	536.00	2.18
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
U S BANCORP COM NEW (USB)	11/30/16	375,000	49.610	51.370	18,603.75	19,263.75	660.00 ST	420.00	2.18
<i>Next Dividend Payable 01/17/17, Asset Class: Equities</i>									
UNION PACIFIC CORP (UNP)	11/30/16	180,000	102.156	103.690	18,388.12	18,662.40	274.28 ST	436.00	2.33
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
UNITED PARCEL SER INC CL-B (UPS)	7/6/16	700,000	107.464	114.440	21,532.86	22,328.00	795.14 ST	624.00	2.72
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
UNITEDHEALTH GP INC (UNH)	9/16/15	150,000	120.474	160.640	18,071.15	24,006.00	5,934.85 LT	375.00	1.56
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
WALGREENS BOOTS ALLIANCE INC (WBA)	10/4/13	285,000	55.887	82.760	15,977.87	23,586.60	7,608.73 LT	428.00	1.81
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
YUM BRANDS INC (YUM)	1/14/11	275,000	33.310	63.330	9,223.62	17,115.25	8,192.13 LT		
	11/30/16	10,000	63.587	63.130	635.87	632.80	(2.57) ST		
Total		285,000			9,859.49	18,049.05	8,192.13 LT	742.00	1.39
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
							(2.57) ST		
STOCKS									
	Percentage of Holdings				Total Cost	Market Value	Unrealized Gain/(Loss)	Fst Ann Income	Current Yield %
	99.41%				\$879,890.42	\$869,824.85	\$150,418.02 LT	\$70,686.00	2.38%
							\$39,516.41 ST		

Account Detail

LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ADVANSIX INC	11/05/13	10/04/16	5,000	\$122.65	\$6.26	\$56.29	
AFAC INCORPORATED	01/20/19	02/02/19	410,000	23,621.32	22,767.70	(146.40)	
ANHEUSER BUSCH INBEV SA SPON	12/12/11	08/24/16	15,000	1,586.90	981.20	1,025.70	
AUTOMATIC DATA PROCESSING INC	09/26/17	11/30/19	15,000	1,449.41	618.73	830.68	
	09/25/11	12/06/16	15,000	1,429.91	618.73	811.18	
BCE INC (NEW)	11/16/15	11/21/16	435,000	18,787.28	15,691.91	95.37	
BLACKROCK INC	01/02/13	06/15/16	70,000	23,835.99	14,867.55	9,968.44	
BCEING CO	10/01/11	11/30/16	10,000	1,522.85	662.08	860.78	
	10/20/11	12/05/16	10,000	1,527.00	662.08	864.92	
BRISTOL MYERS SQUIBB CO	07/03/13	10/10/16	150,000	9,535.05	6,238.31	1,296.74	
	08/21/13	10/10/16	125,000	5,273.06	5,185.64	1,087.42	
	07/16/14	10/09/16	75,000	3,763.94	3,537.56	226.38	
CARDINAL HEALTH INC	12/13/13	05/05/16	285,000	22,287.91	19,912.57	3,375.34	
CISCO SYS INC	01/27/15	05/24/16	150,000	4,065.89	4,073.37	582.52	
CCS CO WHOLESALE CORP NEW	05/12/15	08/24/16	20,000	3,348.23	2,895.08	453.15	
	05/12/15	09/09/16	145,000	21,900.67	20,989.30	911.37	

CLIENT STATEMENT | For the Period December 1 31, 2016

Portf

AARON & GERTRUDE KARCHMER
MEMORIAL FDN A NON-PROFIT ORG

Account Detail

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMGEN INC	03/28/16	08/24/16	10,000	1,707.09	1,488.51	218.58	
APPLIED MATERIALS INC	03/08/16	08/24/16	300,000	8,893.30	5,703.09	3,190.21	
BCE INC (NEW)	03/08/16	12/06/16	50,000	1,565.10	950.52	614.58	
	11/16/16	06/24/16	100,000	4,790.39	4,296.99	493.40	
	01/07/16	11/21/16	65,000	2,807.29	2,479.54	327.75	
CALIFORNIA RES CORP COM	08/27/16	03/24/16	0.428	0.42	0.53	(0.11)	
	08/27/16	04/01/16	30,000	30.41	37.10	(6.75)	
CGA INC	04/13/16	03/02/16	575,000	21,935.94	22,659.60	(723.66)	
DISCOVER FINCL SVCS	10/12/16	12/05/16	25,000	1,700.78	1,369.41	331.37	
	10/14/16	12/08/16	25,000	1,794.13	1,389.41	404.72	
EATON CORP P.L.C. SHS	03/22/16	08/24/16	20,000	1,345.92	1,277.74	68.18	
ELI LILLY & CO	01/07/16	03/07/16	250,000	18,275.34	20,259.23	(1,983.89)	
FAST NAL CO	03/28/16	07/06/16	450,000	19,956.54	21,855.11	(1,898.57)	
	04/13/16	07/06/16	75,000	3,104.35	3,207.59	(103.24)	
GILEAD SCIENCE	07/08/16	11/21/16	250,000	19,740.33	21,627.93	(1,887.60)	
INTEL CORP	01/07/16	04/26/16	625,000	19,617.01	20,097.50	(480.49)	
JOHNSON CONTROLS INCORPORATED	06/03/16	09/06/16	425,000	2,434.96	2,462.30	(27.34)	
	06/03/16	09/06/16	0.172	15,277.81	16,543.58	(315.77)	
JOHNSON CITS INTL PLC	09/06/16	09/06/16	0.172	8.17	7.86	0.31	
JPMORGAN CHASE & CO	08/02/16	08/24/16	25,000	1,647.84	1,593.27	54.57	
	08/02/16	11/30/16	35,000	2,796.87	2,230.58	566.29	
	08/02/16	12/05/16	35,000	2,909.93	2,230.58	679.35	
	08/02/16	12/08/16	10,000	846.65	637.31	209.34	
LYONCELL BASILL NV CL A	07/20/16	06/03/16	250,000	19,653.64	23,996.78	(4,343.14)	
	01/07/16	06/03/16	25,000	1,595.35	2,009.22	(133.87)	
MCNEIL / INTL INC COM	06/02/16	03/24/16	565,000	22,375.43	22,897.92	(522.49)	
NEXTERA ENERGY INC COM	01/07/16	08/24/16	10,000	1,241.27	1,043.77	197.50	
NIKE INC B	04/15/16	08/02/16	350,000	19,241.39	20,874.67	(1,633.28)	
OCCIDENTAL PETROLEUM CORP 14	08/27/16	04/11/16	325,000	23,988.56	22,705.68	1,282.88	
PUBLIC STORAGE	04/29/16	11/21/16	88,000	17,905.93	21,388.60	(3,482.67)	
SCHLUMBERGER LTD	12/02/16	08/24/16	20,000	1,623.62	1,536.09	87.53	
	12/02/16	09/02/16	295,000	23,392.22	22,657.36	734.86	
STRYKER CORP	09/18/16	06/15/16	20,000	2,280.96	1,995.66	285.30	
	09/18/16	08/24/16	15,000	1,687.71	1,496.75	190.96	
THE J.M. SMUCKER COMPANY	10/13/16	06/15/16	20,000	2,875.05	2,377.47	497.58	
	10/13/16	08/24/16	10,000	1,421.76	1,186.74	235.02	
U.S. BANCORP COM NEW	02/10/16	01/04/16	500,000	20,807.06	22,296.95	(1,489.89)	
VENTAS INC	05/10/16	10/05/16	285,000	19,204.19	18,989.46	214.73	
VERSUM MATERIALS	04/28/16	09/30/16	0.509	11.60	12.72	(1.12)	
	04/28/16	10/04/16	72,000	1,773.54	1,830.97	(57.43)	
XCEL ENERGY INC	01/11/16	11/30/16	525,000	20,842.09	19,067.84	1,774.25	

Account Detail

Portfo

AARON & GERTRUDE KARCHMER
MEMORIAL FDN A NON-PROFIT ORG

Morgan Stanley

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
Short-Term Year to Date				\$376,877.28	\$384,921.49	\$(8,044.21)	
Net Realized Gain/(Loss) This Period				\$53,344.89	\$49,173.94	\$4,170.95	
Net Realized Gain/(Loss) Year to Date				\$769,403.92	\$676,598.46	\$92,805.46	