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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
KARL & GEORGIA MARTIN SRANNA BELLE
FLYNN KARL & JUNE MARTIN JR FDN

A Employer identification number
73-1504147

Number and street (or P O box number if mail is not delivered to street address) PO BOX 14940
Room/suite

B Telephone number (see instructions)
(405) 840-8401

City or town, state or province, country, and ZIP or foreign postal code
OKLAHOMA CITY, OK 73113

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 7,236,484

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	9,789	9,789	9,789	
	4	Dividends and interest from securities	117,369	117,369	117,369	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	140,659			
	b	Gross sales price for all assets on line 6a 657,000				
	7	Capital gain net income (from Part IV, line 2)		140,659		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	253,157	253,157	253,157	
	12	**Total.** Add lines 1 through 11	520,974	520,974	380,315	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	2,868	2,868	2,868	
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	25	25	25	
	b	Accounting fees (attach schedule)	7,600	7,600	7,600	
	c	Other professional fees (attach schedule)	59,029	59,029	59,029	
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	10,569	10,569	10,569	
	19	Depreciation (attach schedule) and depletion	37,249	37,249	37,249	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	18,706	18,706	18,706	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	136,046	136,046	136,046	0
	25	Contributions, gifts, grants paid	390,000			390,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	526,046	136,046	136,046	390,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-5,072			
	b	**Net investment income** (if negative, enter -0-)		384,928		
	c	**Adjusted net income**(if negative, enter -0-)			244,269	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	8,118	27,841	27,841
2	Savings and temporary cash investments	599,452	573,301	575,862
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)	2,692,245	2,697,418	4,089,591
c	Investments—corporate bonds (attach schedule)	1,723,780	1,757,212	1,732,804
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	524,235	524,235	810,386
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)	5,547,830	5,580,007	7,236,484
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	5,547,830	5,580,007	
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)	5,547,830	5,580,007	
31	**Total liabilities and net assets/fund balances** (see instructions)	5,547,830	5,580,007	

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	5,547,830
2	Enter amount from Part I, line 27a	2	-5,072
3	Other increases not included in line 2 (itemize) ▶	3	37,249
4	Add lines 1, 2, and 3	4	5,580,007
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	5,580,007

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	140,659
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	

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	364,319	7,123,497	0 051143
2014	388,282	7,871,617	0 049327
2013	398,453	7,151,644	0 055715
2012	323,460	6,366,504	0 050807
2011	299,812	6,342,202	0 047273

2 Total of line 1, column (d)	2	0 254265
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 050853
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	7,051,600
5 Multiply line 4 by line 3	5	358,595
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,849
7 Add lines 5 and 6	7	362,444
8 Enter qualifying distributions from Part XII, line 4	8	390,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	3,849
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	3,849
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	3,849
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,720		
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	3,720
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	129
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** ▶	**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)?.	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		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? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	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? *If "No," attach explanation* .	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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?	13	Yes	

Website address ▶WWW TRUSTOK COM

14 The books are in care of ▶TRUST COMPANY OF OKLAHOMA Telephone no ▶(405) 840-8401

Located at ▶P O BOX 14940 OKLAHOMA CITY OK ZIP+4 ▶73113

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (**If not paid, enter -0-**)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
RICHARD A GORANSON 780 E BRITTON ROAD OKLAHOMA CITY, OK 73114	TRUSTEE 000 00	0	0	0
PAUL KALLENBERGER 1924 S UTICA AVE TULSA, OK 741046540	TRUSTEE 000 00	0	0	0
JOE WOMACK 6307 WATERFORD BLVD SUITE 160 OKLAHOMA CITY, OK 73118	TRUSTEE 000 00	2,868	0	0
EDWARD J HAVRILLA 780 E BRITTON ROAD OKLAHOMA CITY, OK 73114	TRUSTEE 000 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	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 SCHOLARHIPS FOR PETROLEUM ENGINEERING & GEOLOGY AT OKLAHOMA STATE UNIVERSITY	75,000
2 TO HELP FUND SPEAKER SERIES AT OKLAHOMA CITY UNIVERSITY IN THE FIELD OF ENERGY MANAGEMENT AND RELATED STUDIES	50,000
3 SCHOLARSHIPS FOR 2016-2017 IN THE SCHOOL OF NURSING AT THE UNIVERSITY OF OKLAHOMA	50,000
4 SCHOLARSHIPS FOR 2016-2017 IN THE SCHOOL OF NURSING AT THE UNIVERSITY OF CENTRAL OKLAHOMA	50,000

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	6,216,842
b	Average of monthly cash balances.	1b	131,757
c	Fair market value of all other assets (see instructions).	1c	810,386
d	**Total** (add lines 1a, b, and c).	1d	7,158,985
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	7,158,985
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	107,385
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,051,600
6	**Minimum investment return.** Enter 5% of line 5.	6	352,580

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	352,580
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	3,849		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	3,849
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	348,731
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	348,731
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	348,731

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	390,000
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	390,000
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	3,849
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	386,151

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					348,731
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.	12,215				
c From 2013.	53,965				
d From 2014.	93,718				
e From 2015.	15,506				
f **Total** of lines 3a through e.		175,404			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 390,000					
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.					348,731
e Remaining amount distributed out of corpus		41,269			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		216,673			
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		216,673			
10 Analysis of line 9					
a Excess from 2012. . . .	12,215				
b Excess from 2013. . . .	53,965				
c Excess from 2014. . . .	93,718				
d Excess from 2015. . . .	15,506				
e Excess from 2016. . . .	41,269				

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)

	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					
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))

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

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

JOE WOMACK
6307 WATERFORD BLVD STE 160
OKLAHOMA CITY, OK 73118
(405) 840-8401

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

PREPRINTED APPLICATION SHOULD BE REQUESTED FROM THE FOUNDATION

c Any submission deadlines

APRIL 30 FOR THE FOLLOWING FALL SCHOOL YEAR

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

PRIMARY PURPOSE FOR OKLAHOMA COLLEGES AND NON PROFIT ORGANIZATIONS TO FURTHER THE EDUCATION OF STUDENTS IN THE FIELDS OF PETROLEUM,AEROSPACE ENGINEERING, ENERGY, ENGINEERING, EDUCATION, NURSING & OTHER FIELDS OF STUDY

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* See Additional Data Table				
Total . . . . ▶ **3a**				390,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	9,789	
4 Dividends and interest from securities			14	117,369	
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			15	253,157	
8 Gain or (loss) from sales of assets other than inventory			18	140,659	
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)				520,974	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 520,974

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2017-05-12	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
EDWARD J HAVRILLA		2017-05-12		P00955805
Firm's name ▶ CPAOKC PLLC				Firm's EIN ▶47-2242686
Firm's address ▶ 780 E BRITTON RD OKLAHOMA CITY, OK 731147705				Phone no (405) 843-1011

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
210 SHARES ABOTT L LABORATORIES	P	2004-07-23	2016-07-28
1100 SHARES BG GROUP	P	2010-03-24	2016-03-07
36 385 SHARES COHEN & STEERS REALTY	P	2014-12-11	2016-09-13
102 294 SHARES PIMCO HIGH YIELD INST	P	2014-05-30	2016-06-14
100 SHARES SELECT SPDR ETF - ENERGY	P	2015-08-17	2016-09-13
100 SHARES VANGUARD FINANCIALS ETF	P	2013-08-07	2016-07-28
1 135 SHARES VANGUARD MID-CAP INDEX	P	2012-03-21	2016-03-30
90 SHARES ABOTT L LABORATORIES	P	2004-07-23	2016-07-28
5 SHARES BLACKROCK INC	P	2014-08-11	2016-09-30
150 SHARES FORTIVE CORP	P	2012-03-30	2016-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,295		3,916	5,379
16,711		19,046	-2,335
1,740		1,807	-67
867		998	-131
6,850		6,963	-113
4,903		4,171	732
60		43	17
3,984		1,678	2,306
1,814		1,543	271
8,147		4,086	4,061

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,379
			-2,335
			-67
			-131
			-113
			732
			17
			2,306
			271
			4,061

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
97 339 SHARES PIMCO HIGH YIELD INSTI	P	2014-06-30	2016-06-14
25 SHARES SELECT SPDR ETF - ENERGY	P	2015-08-17	2016-09-30
50 SHARES VANGUARD FINANCIALS ETF	P	2013-08-07	2016-09-13
88 55 SHARES VANGUARD MID-CAP INDEX	P	2012-12-21	2016-03-30
55 SHARES ABOTT L LABORATORIES	P	1999-12-28	2016-09-13
75 SHARES CAPITAL ONE FINL CORP	P	2013-08-07	2016-12-19
150 SHARES FORTIVE CORP	P	2012-04-24	2016-11-18
102 273 SHARES PIMCO HIGH YIELD INST	P	2014-07-31	2016-06-14
107 525 SHARES VANGUARD SHORT TERM C	P	2014-11-28	2016-06-14
240 SHARES VANGUARD FINANCIALS ETF	P	2013-08-21	2016-09-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
825		951	-126
1,769		1,741	28
2,474		2,085	389
4,717		3,427	1,290
2,237		919	1,318
6,747		5,132	1,615
8,147		3,921	4,226
867		981	-114
1,155		1,155	
11,873		9,758	2,115

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-126
			28
			389
			1,290
			1,318
			1,615
			4,226
			-114
			2,115

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
0 883 SHARES VANGUARD MID-CAP INDEX	P	2013-03-19	2016-03-30
10 SHARES ABOTT L LABORATORIES	P	2000-05-17	2016-09-13
400 SHARES CHUBB	P	2010-11-19	2016-01-19
450 SHARES ITT INC	P	2012-01-20	2016-06-14
102 717 SHARES PIMCO HIGH YIELD INST	P	2014-08-29	2016-06-14
4547 968 SHARES VANGUARD SHORT TERM	P	2013-08-07	2016-06-14
100 SHARES VANGUARD FINANCIALS ETF	P	2013-09-05	2016-09-13
63 975 SHARES VANGUARD MID-CAP INDEX	P	2013-12-23	2016-03-30
5 SHARES ABOTT L LABORATORIES	P	2002-08-27	2016-09-13
13 281 SHARES COHEN & STEERS REALTY	P	2008-12-19	2016-09-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
47		38	9
407		174	233
51,916		22,980	28,936
15,491		9,881	5,610
871		998	-127
48,845		48,663	182
4,947		4,055	892
3,408		3,344	64
203		91	112
635		313	322

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			9
			233
			28,936
			5,610
			-127
			182
			892
			64
			112
			322

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
30 SHARES ITT INC	P	2004-11-08	2016-07-28
99 703 SHARES PIMCO HIGH YIELD INSTI	P	2014-09-30	2016-06-14
46 146 SHARES VANGUARD SHORT TERM CO	P	2013-06-28	2016-09-13
260 SHARES VANGUARD FINANCIALS ETF	P	2008-10-14	2016-09-13
0 368 SHARES VANGUARD MID-CAP INDEX	P	2014-03-24	2016-03-30
20 SHARES ABOTT L LABORATORIES	P	1998-08-07	2016-09-13
12 936 SHARES COHEN & STEERS REALTY	P	2009-03-31	2016-09-13
190 SHARES ITT INC	P	2012-01-20	2016-07-28
107 411 SHARES PIMCO HIGH YIELD INST	P	2014-10-31	2016-06-14
48 839 SHARES VANGUARD SHORT TERM CO	P	2013-07-31	2016-09-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
953		486	467
845		944	-99
497		492	5
12,863		8,731	4,132
20		20	
814		361	453
619		212	407
6,033		4,172	1,861
911		1,032	-121
526		522	4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			467
			-99
			5
			4,132
			453
			407
			1,861
			-121
			4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
40 SHARES VANGUARD FINANCIALS ETF	P	2008-10-14	2016-09-30
71 216 SHARES VANGUARD MID-CAP INDEX	P	2014-12-19	2016-03-30
510 SHARES ABOTT L LABORATORIES	P	2004-07-23	2016-09-13
8 268 SHARES COHEN & STEERS REALTY S	P	2009-06-30	2016-09-13
80 SHARES ITT INC	P	2004-08-24	2016-07-28
92 554 SHARES PIMCO HIGH YIELD INSTI	P	2014-11-28	2016-06-14
2090 626 SHARES VANGUARD SHORT TERM	P	2013-08-07	2016-09-13
110 SHARES VANGUARD FINANCIALS ETF	P	2008-10-14	2016-12-19
55 997 SHARES VANGUARD MID-CAP INDEX	P	2008-05-02	2016-03-30
24 SHARES ADVANSIX	P	2013-08-21	2016-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,977		1,343	634
3,794		3,957	-163
20,747		9,510	11,237
395		173	222
2,540		1,202	1,338
785		881	-96
22,516		22,370	146
6,540		3,694	2,846
2,983		1,777	1,206
410		261	149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			634
			-163
			11,237
			222
			1,338
			-96
			146
			2,846
			1,206
			149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5 775 SHARES COHEN & STEERS REALTY S	P	2009-09-30	2016-09-13
35 SHARES ITT INC	P	2004-01-14	2016-11-18
444 182 SHARES PIMCO HIGH YIELD INST	P	2014-12-10	2016-06-14
60 404 SHARES VANGUARD SHORT TERM CO	P	2013-08-30	2016-09-13
200 SHARES VANGUARD INFO TECHNOLOGY	P	2009-02-17	2016-03-30
250 SHARES WAL-MART	P	2012-12-13	2016-05-19
8 SHARES ADVANSIX	P	2014-05-21	2016-11-18
813 705 SHARES COHEN & STEERS REALTY	P	2009-11-23	2016-09-13
10 SHARES ITT INC	P	2003-10-09	2016-11-18
99 104 SHARES PIMCO HIGH YIELD INSTI	P	2014-12-29	2016-06-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
276		163	113
1,337		485	852
3,767		4,051	-284
651		643	8
21,916		6,739	15,177
17,175		17,337	-162
137		97	40
38,920		23,443	15,477
382		120	262
840		907	-67

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			113
			852
			-284
			8
			15,177
			-162
			40
			15,477
			262
			-67

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
123 275 SHARES VANGUARD SHORT TERM C	P	2013-12-31	2016-09-13
76 633 SHARES VANGUARD MID-CAP INDEX	P	2015-08-17	2016-09-13
250 SHARES WAL-MART	P	2012-12-13	2016-06-14
339 486 SHARES AMERICAN BEACON SMALL	P	2013-12-20	2016-09-13
6 794 SHARES COHEN & STEERS REALTY S	P	2013-12-12	2016-09-13
70 SHARES ITT INC	P	2004-08-24	2016-11-18
119 29 SHARES PIMCO HIGH YIELD INSTI	P	2014-12-31	2016-06-14
152 965 SHARES VANGUARD SHORT TERM C	P	2014-12-17	2016-09-13
31 324 SHARES VANGUARD MID-CAP INDEX	P	2006-12-21	2016-03-30
0 76 SHARES WAL-MART	P	2016-01-15	2016-01-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,328		1,319	9
12,000		12,316	-316
17,750		17,337	413
8,218		9,047	-829
325		270	55
2,675		1,051	1,624
1,012		1,090	-78
1,647		1,629	18
1,669		1,019	650
84		84	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			9
			-316
			413
			-829
			55
			1,624
			-78
			18
			650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
115 059 SHARES AMERICAN BEACON SMALL	P	2014-12-22	2016-09-13
11 103 SHARES COHEN & STEERS REALTY	P	2013-04-24	2016-09-13
75 SHARES ITT INC	P	2004-09-28	2016-11-18
2059 312 SHARES PIMCO HIGH YIELD INS	P	2014-04-22	2016-06-14
111 692 SHARES VANGUARD SHORT TERM C	P	2014-12-31	2016-09-13
0 557 SHARES VANGUARD MID-CAP INDEX	P	2007-03-21	2016-03-30
339 728 SHARES AMERICAN BEACON SMALL	P	2014-12-22	2016-09-30
17 657 SHARES COHEN & STEERS REALTY	P	2013-07-25	2016-09-13
510 SHARES ITT INC	P	2004-07-23	2016-11-18
200 SHARES QUALCOMM INC	P	2012-12-07	2016-05-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,784		2,860	-76
531		457	74
2,866		1,115	1,751
17,463		20,017	-2,554
1,203		1,191	12
30		19	11
8,500		8,446	54
845		709	136
19,488		7,532	11,956
10,530		12,744	-2,214

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-76
			74
			1,751
			-2,554
			12
			11
			54
			136
			11,956
			-2,214

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1080 073 SHARES VANGUARD SHORT TERM	P	2009-11-12	2016-09-13
37 178 SHARES VANGUARD MID-CAP INDEX	P	2007-12-19	2016-03-30
200 SHARES APACHE CORP	P	2004-08-24	2016-06-14
6 115 SHARES COHEN & STEERS REALTY S	P	2014-03-31	2016-09-13
250 SHARES ITT CORP	P	2012-01-20	2016-03-30
200 SHARES QUALCOMM INC	P	2012-12-07	2016-06-14
85 SHARES VANGUARD CONSUMER DISCR ET	P	2013-11-15	2016-09-13
53 603 SHARES VANGUARD MID-CAP INDEX	P	2010-12-24	2016-03-30
200 SHARES APACHE CORP	P	2004-09-28	2016-06-14
6 129 SHARES COHEN & STEERS REALTY S	P	2014-06-30	2016-09-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,632		11,470	162
1,980		1,197	783
10,801		8,624	2,177
292		272	20
9,248		5,490	3,758
10,528		12,744	-2,216
10,494		8,938	1,556
2,855		1,872	983
10,801		10,008	793
293		289	4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			162
			783
			2,177
			20
			3,758
			-2,216
			1,556
			983
			793
			4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
50 SHARES INTERCONTINENTAL EXCHANGE	P	2013-09-05	2016-12-19
400 SHARES QUALCOMM INC	P	2012-11-08	2016-09-13
50 SHARES VANGUARD CONSUMER DISCR ET	P	2013-09-05	2016-09-13
0 435 SHARES VANGUARD MID-CAP INDEX	P	2011-03-22	2016-03-30
100 SHARES APACHE CORP	P	2006-04-25	2016-06-14
5 755 SHARES COHEN & STEERS REALTY S	P	2014-09-30	2016-09-13
90 82 SHARES PIMCO HIGH YIELD INSTIT	P	2014-04-30	2016-06-14
30000 SHARES SALLIE MAE BANK	P	2013-11-05	2016-10-31
25 SHARES VANGUARD CONSUMER DISCR ET	P	2013-09-05	2016-12-19
64 527 SHARES VANGUARD MID-CAP INDEX	P	2011-12-22	2016-03-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,876		1,827	1,049
24,536		24,416	120
6,173		4,767	1,406
23		16	7
5,401		7,354	-1,953
275		262	13
770		884	-114
30,000		30,131	-131
3,278		2,383	895
3,437		2,162	1,275

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,049
			120
			1,406
			7
			-1,953
			13
			-114
			-131
			895
			1,275

Form 990PF Part XV Line 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*				
OSU FOUNDATION 400 SOUTH MONROE STILLWATER, OK 74074			SCHOLORSHIPS FOR PETRO ENGINEERING	75,000
OKLAHOMA CITY UNIVERSITY 2501 N BLACKWELDER OKLAHOMA CITY, OK 73106			ENERGY SPEAKER PROGRAM	50,000
THE UNIVERSITY OF OKLAHOMA 307 WEST BROOKS RM 105-K NORMAN, OK 73019			FOR NURSING SCHOLARSHIPS	50,000
UNIVERSITY OF CENTRAL OKLAHOMA 100 N UNIVERSITY DRIVE EDMOND, OK 73034			FOR NURSING SCHOLARSHIPS	50,000
UNIVERSITY OF TULSA 800 SOUTH TUCKER DR TULSA, OK 74101			SCHOLORSHIPS FOR PETRO ENG	40,000
SPECIAL CARE INC 12201 N WESTERN AVE OKLAHOMA CITY, OK 73114			PROVIDE CARE FOR CHILDREN	35,000
UNIVERSITY OF OKLAHOMA FOUNDATION 307 WEST BROOKS RM 105-K NORMAN, OK 73019			2016-2017 ENERGY MGMT SCHOLARSHIPS	30,000
NEIGHBOR FOR NEIGHBOR 505 E 36TH STREET N TULSA, OK 741061812			PROVIDE FOOD AND SERVICES FOR IMPROV	15,000
UNIVERSITY OF OKLAHOMA FOUNDATION 307 WEST BROOKS RM 105-K NORMAN, OK 73019			2016-2017 PROGRAM SUPPORT	10,000
POSITIVE TOMORROWS 1804 N BAUER AVE OKLAHOMA CITY, OK 73106			PROVIDE ELEM EDUCATION TO HOMELESS	10,000
REGIONAL FOOD BANK OF OKLAHOMA 3355 SOUTH PURDUE OKLAHOMA CITY, OK 73179			PROVIDE FOOD AND GOODS FOR IMPOVERI	10,000
UNIVERSITY OF TULSA 800 SOUTH TUCKER DR TULSA, OK 74101			MINERAL MANAGEMENT PROGRAM	10,000
RONALD MCDONALD HOUSE 1301 NE 13TH STREET OKLAHOMA CITY, OK 73117			ASSISTING FAMILIES AND CHILDREN	5,000
Total . . . . ▶ **3a**				390,000

TY 2016 Accounting Fees Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE
FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	7,600	7,600	7,600	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DEPLETION			39,683			37,249	37,249	37,249	

TY 2016 Investments Corporate Bonds Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE
FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25,000 HSBC USA INC	25,365	25,065
40,000 G E	40,000	40,619
25,000 INTERCONTINENTAL EX	25,691	25,421
25,000 CREDIT SUISSE NEW YORK	25,565	25,239
27,454.07 METRO WEST TOTAL RET	281,221	272,070
18,673.66 PIMCO HIGH YIELD	178,390	164,515
27,856.09 PIMCO TOTAL RETURN	289,332	279,397
6,955.30 TEMPLETON GLOB BOND	91,295	83,185
20,723.44 THORNBURG LTD TERM INCOME	275,000	276,451
29,787.93 VANGUARD ADM S/T INV	302,585	316,646
16,631.18 VANGUARD TOTAL BOND	182,830	177,122
1,847.51 VANGUARD ADM INFLATIO	39,938	47,074

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TY 2016 Investments Corporate Stock Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Name of Stock	End of Year Book Value	End of Year Fair Market Value
900 ABBOTT LABORATORIES		
750 ACCENTURE PLC IRELAND SHS CLASS	40,681	87,848
65 ALPHABET INC CL A	16,380	51,509
65 ALPHABET INC CL C	16,380	50,168
3558.33 AMERICAN BEACON SMALL CAP VA	60,506	98,317
500 APACHE		
1105 APPLE INC	57,818	127,981
300 BARD C R INC	20,464	67,398
1100 BG GROUP PLC ADR		
110 BLACKROCK INC	33,936	41,859
150 BOEING	21,914	23,352
425 CAPITAL ONE FINANCIAL	28,270	37,077
600 CELGENE CORP	41,631	69,450
325 CHEVRON CORPORATION	36,830	38,253
240 CHUBB LTD	26,659	31,709
700 CITIGROUP INC	37,863	41,601
1000 COGNIZANT TECHNOLOGY SOLUTIONS	36,015	56,030
943.9 COHEN & STEERS REALTY SHS CLAS		
450 COSTCO WHOLESALE	51,374	72,050
1000 CVS HEALTH CORP	28,530	78,910
600 DANAHER CORP	24,588	46,704
1050 DICKS SPORTING GOODS	44,928	55,755
400 DISCOVER FINANCIAL SERVICES	28,955	28,836
750 DISNEY WALT CO NEW	24,874	78,165
4867.9 DODGE & COX INTERNATIONAL STO	175,334	185,467
900 EXPRESS SCRIPTS HLDG	48,969	61,911
375 EXXON MOBIL	16,855	33,845
1000 FEE INTL LTD CL A	500	
2500 GENERAL ELECTRIC CORP	61,318	79,000
200 GILEAD SCIENCES INC	16,370	14,322

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3753.78 HARBOR INTERNATIONAL FUND CL	169,645	219,258
800 HONEYWELL INTL	66,830	92,680
700 INTERCONTINENTAL EXCHANGE	25,406	39,494
1700 ITT CORP NEW		
700 KINDER MORGAN INC	12,159	14,497
5718.06 LAZARD EMERGING MKTS CL I	111,158	91,260
1150 MATERIALS SELECT SECTOR SPDRF	42,476	57,155
693 MEDTRONIC PLC	51,542	49,362
500 MICROSOFT CORP	25,932	31,070
1100 MONDELEZ INTERNATIONAL INC	41,368	48,763
750 NIELSEN HOLDINGS PLC	38,921	31,463
1500 NIKE INC CL B	15,871	76,245
900 NOBLE ENERGY INC	20,396	34,254
600 NOVARTIS AG SPONSORED ADR	42,300	43,704
800 PEPSICO	39,589	83,704
550 PPL	15,252	18,728
35 PRICELINE GROUP INC	41,838	51,312
800 QUALCOMM		
550 SCHLUMBERGER LTD	43,397	46,173
675 SELECT SPDR ETF - ENERGY	45,997	50,841
400 SELECT SPDR ETF - UTILITIES	19,997	19,428
325 THERMO FISHER SCIENTIFIC	40,317	45,858
575 UNITED TECHNOLOGIES	25,986	63,032
1018.92 VANGUARD ADMIRAL INT'L GROWT	56,888	68,604
925 VANGUARD CONSUMER DISCR ETF	65,484	119,020
4000 VANGUARD FINANCIALS ETF	101,595	237,400
1000 VANGUARD INDEX REIT ETF	84,880	82,530
1000 VANGUARD INFO TECHNOLOGY ETF	32,040	121,500
1422.69 VANGUARD MID CAP INDEX-ADM	198,050	231,812
4572.3 VANGUARD SMALL-CAP INDEX-ADM	125,324	282,431

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400 VANGUARD TELECOMMUNICATION ETF	35,551	40,060
1800 VISA INC CL A	63,287	140,436
500 WAL-MART		

TY 2016 Investments - Other Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OIL & GAS PROPERTIES-NON-PRODUCING		524,235	250,728
OIL & GAS PRODUCING			559,658

TY 2016 Legal Fees Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE
FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - ROYALTIES	25	25	25	

TY 2016 Other Expenses Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE
FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
APPRAISAL FEES	8,724	8,724	8,724	
OTHER ROYALTY EXPENSES	9,982	9,982	9,982	

TY 2016 Other Income Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	248,324	248,324	248,324
LEASE BONUS	4,833	4,833	4,833

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TY 2016 Other Increases Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Description	Amount
DEPLETION	37,249

TY 2016 Other Professional Fees Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE
FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES - MARTIN OIL	20,124	20,124	20,124	
TRUSTEE FEES	38,905	38,905	38,905	

TY 2016 Taxes Schedule

Name: KARL & GEORGIA MARTIN SRANNA BELLE FLYNN KARL & JUNE MARTIN JR FDN

EIN: 73-1504147

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES - DIVIDENDS	1,664	1,664	1,664	
FEDERAL EXCISE TAX	39	39	39	
GPT - ROYALTIES	8,866	8,866	8,866	