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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

OMB No. 1545-0052

2016

Open to Public Inspection

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

For calendar year 2016 or tax year beginning , and ending

Name of foundation VILFORDI FAM FDN-ALLIANCE LG CORE 6		A Employer identification number 75-2814885			
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31		B Telephone number (see instructions) 609-274-6834			
City or town, state or province, country, and ZIP or foreign postal code PENNINGTON NJ 08534-1501		C If exemption application is pending, check here ► <input type="checkbox"/>			
Foreign country name Foreign province/state/county Foreign postal code		D 1. Foreign organizations, check here ► <input type="checkbox"/>			
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
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 ► <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 1,185,985	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 ► <input type="checkbox"/>			
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)	586,735			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	22,018	22,018		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	147,358			
	b Gross sales price for all assets on line 6a 607,407				
	7 Capital gain net income (from Part IV, line 2)		147,358		
	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)					
12 Total. Add lines 1 through 11	756,111	169,376	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	11,977	7,186	4,791	
	c Other professional fees (attach schedule)				
	17 Interest MAY 10 '17 MAY 15 '17				
	18 Taxes (attach schedule) (see instructions)	107			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.	12,084	7,186	0	4,791
Add lines 13 through 23					
25 Contributions, gifts, grants paid	24,179			24,179	
26 Total expenses and disbursements. Add lines 24 and 25	36,263	7,186	0	28,970	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	719,848				
b Net investment income (if negative, enter -0-)		162,190			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		1	1
	2	Savings and temporary cash investments	3,847	52,304	52,304
	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)	433,448	982,096	1,133,680
	c	Investments—corporate bonds (attach schedule)			
Liabilities	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) .	437,295	1,034,401	1,185,985
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
	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	437,295	1,034,401	
	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) .	437,295	1,034,401	
	31	Total liabilities and net assets/fund balances (see instructions)	437,295	1,034,401	

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	437,295
2	Enter amount from Part I, line 27a	2	719,848
3	Other increases not included in line 2 (itemize) ► Federal Excise Tax Refund	3	416
4	Add lines 1, 2, and 3	4	1,157,559
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	123,158
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,034,401

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	147,358
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	24,826	526,325	0.047169
2014	22,225	542,136	0.040995
2013	21,276	494,249	0.043047
2012	21,930	427,681	0.051277
2011	8,503	446,711	0.019035

- 2 Total of line 1, column (d) **2** 0.201523
- 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** 0.040305
- 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 **4** 870,648
- 5 Multiply line 4 by line 3 **5** 35,091
- 6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 1,622
- 7 Add lines 5 and 6 **7** 36,713
- 8 Enter qualifying distributions from Part XII, line 4 **8** 28,970

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)	1	3,244
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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-)		
3	Add lines 1 and 2	2	0
4	Subtotal A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	3,244
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	4	
6	Credits/Payments	5	3,244
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	107
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	107
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,137
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax	Refunded	11
			0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X	
	<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>			
c	Did the foundation file Form 1120-POL for this year?	1b	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____	1c		
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	X	
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	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	X	
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	X	
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	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► TX	8b	X	
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	9	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	10	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>			

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► UST-MLT, A DIVISION OF BANK OF AMERICA, N. Telephone no ► 609-274-6834 Located at ► 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ► 08534-1501			
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			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?			
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?			

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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)?			5b N/A
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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? If "Yes" to 6b, file Form 8870			6b X
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?			7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARC F. VILFORDI 12222 MERIT DRIVE, STE 800 DALLAS, TX 75251	PRESIDENT 1 00	0		
SHIRLEY G. VILFORDI 5416 TANBARK ROAD DALLAS, TX 75229-5557	SECRETARY 1 00	0		
TERESA VILFORDI KORMAN 5007 MILL CREEK ROAD DALLAS, TX 75244	TRUSTEE AND AS 1 00	0		
ANNE VILFORDI ARNESON 3982 CEDARBRUSH DRIVE DALLAS, TX 75229	TRUSTEE AND AS 1 00	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

►

0
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ►

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments. See instructions		
3	NONE	
Total. Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:	
a	Average monthly fair market value of securities	1a 841,871
b	Average of monthly cash balances	1b 42,036
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 883,907
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	3 883,907
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4 13,259
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 870,648
6	Minimum investment return. Enter 5% of line 5	6 43,532

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 43,532
2a	Tax on investment income for 2016 from Part VI, line 5	2a 3,244
b	Income tax for 2016. (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 3,244
3	Distributable amount before adjustments Subtract line 2c from line 1	3 40,288
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 40,288
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 40,288

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 28,970
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	3a
a	Suitability test (prior IRS approval required)	3b
b	Cash distribution test (attach the required schedule)	4 28,970
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	
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
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 28,970

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				40,288
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			24,179	
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				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 28,970			24,179	
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				4,791
e Remaining amount distributed out of corpus				
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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)				35,497
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				
10 Analysis of line 9.				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling	► <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
b Check box to indicate whether the foundation is a private operating foundation described in section				
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	0			
c Qualifying distributions from Part XII, line 4 for each year listed	0			
d Amounts included in line 2c not used directly for active conduct of exempt activities	0			
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0			
3 Complete 3a, b, or c for the alternative test relied upon	0			
a "Assets" alternative test—enter				
(1) Value of all assets	0			
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	0			
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			
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)	0			
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)	0			
(3) Largest amount of support from an exempt organization	0			
(4) Gross investment income	0			

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> See Attached Statement				
Total				► 3a 24,179
<i>b Approved for future payment</i> NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	
1	Program service revenue			
a				
b				
c				
d				
e				
f				
g	Fees and contracts from government agencies			
2	Membership dues and assessments			
3	Interest on savings and temporary cash investments			
4	Dividends and interest from securities			
5	Net rental income or (loss) from real estate			
a	Debt-financed property			
b	Not debt-financed property			
6	Net rental income or (loss) from personal property			
7	Other investment income			
8	Gain or (loss) from sales of assets other than inventory			
9	Net income or (loss) from special events			
10	Gross profit or (loss) from sales of inventory			
11	Other revenue a			
b				
c				
d				
e				
12	Subtotal Add columns (b), (d), and (e)	0	169,376	0
13	Total. Add line 12, columns (b), (d), and (e)	13	169,376	

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
Not Applicable	

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

OMB No. 1545-0047

2016

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization**

VILFORDI FAM FDN-ALLIANCE LG CORE 6

Employer identification number

75-2814885

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ► \$ _____

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization	Employer identification number
VILFORDI FAM FDN-ALLIANCE LG CORE 6	75-2814885

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EUGENE E. VILFORDI (IRA) 5416 TANBARK ROAD DALLAS TX 75229-5557 Foreign State or Province _____ Foreign Country _____	\$ 532,279	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	EUGENE E. VILFORDI (IRA) 5416 TANBARK ROAD DALLAS TX 75229-5557 Foreign State or Province _____ Foreign Country _____	\$ 54,456	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization VILFORDI FAM FDN-ALLIANCE LG CORE 6	Employer identification number 75-2814885
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Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	AT&T COMMON STOCK	\$ 10,755	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	ABBVIE INC SHS COMMON STOCK	\$ 16,847	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	ALCOA INC COMMON STOCK	\$ 6,312	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	ALTRIA GROUP INC COMMON STOCK	\$ 19,878	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	BLACKROCK GLOBAL MUTUAL FUND	\$ 48,855	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	AMERICAN CAPITAL WORLD MUTUAL FUND	\$ 55,945	8/1/2016

Name of organization	Employer identification number
VILFORDI FAM FDN-ALLIANCE LG CORE 6	75-2814885

Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	FORD MOTOR CO COMMON STOCK	\$ 6,215	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	AMERICAN FUNDAMENTAL MUTUAL FUND	\$ 88,237	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	HARBOR INTERNATIONAL MUTUAL FUND	\$ 27,910	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	HARBOR CAPITAL MUTUAL FUND	\$ 44,002	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	MERRILL LYNCH CAP TR I PREFERRED STOCK	\$ 51,940	8/1/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	NORFOLK SOUTHERN CORP COMMON STOCK	\$ 11,115	8/1/2016

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization VILFORDI FAM FDN-ALLIANCE LG CORE 6	Employer identification number 75-2814885
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	J C PENNY CO COM COMMON STOCK	\$ 1,693	8/1/2016
1	PFIZER INC COMMON STOCK	\$ 17,555	8/1/2016
1	AMERICAN SMALL WORLD CAP MUTUAL FUND	\$ 83,125	8/1/2016
1	TIFFANY & CO NEW COMMON STOCK	\$ 16,977	8/1/2016
1	VALERO ENERGY CORP NEW COMMON STOCK	\$ 13,630	8/1/2016
1	ABBOT LABS COMMON STOCK	\$ 11,288	8/1/2016

Name of organization VILFORDI FAM FDN-ALLIANCE LG CORE 6		Employer identification number 75-2814885	
Part III <i>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.</i> Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of <i>exclusively religious, charitable, etc., contributions of \$1,000 or less</i> for the year. (Enter this information once. See instructions) ► \$ <u>0</u> Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For Prov	Country	-----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For Prov	Country	-----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For Prov	Country	-----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For Prov	Country	-----	

VILFORDI FAM FDN-ALLIANCE LG CORE 6

75-2814885 Page 1 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

LEWIS-TOLKIEN SOCIETY

Street

4052 HERSCHEL AVE

City DALLAS	State TX	Zip Code 75219	Foreign Country
----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,600
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Name

JESUIT COLLEGE PREPATORY SCHOOL

Street

12345 INWOOD RD

City DALLAS	State TX	Zip Code 75244	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,600
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Name

THE WINSTON SCHOOL

Street

5707 ROYAL LANE

City DALLAS	State TX	Zip Code 75229	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 1,179
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Name

PARKLAND FOUNDATION

Street

2777 N STEMMONS FRWY

City DALLAS	State TX	Zip Code 75207	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,600
--	-----------------

Name

URSULINE ACADEMY OF DALLAS FDN, INC

Street

4900 WALNUT HILL LN

City DALLAS	State TX	Zip Code 75229	Foreign Country
----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,600
--	-----------------

Name

CISTERIAN PREPARATORY SCHOOL

Street

3660 CISTERIAN ROAD

City IRVING	State TX	Zip Code 75039	Foreign Country
----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,600
--	-----------------

VILFORDI FAM FDN-ALLIANCE LG CORE 6

75-2814885 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

OUR LADY OF PERPETUAL HELP SCHOOL

Street

7625 CORTLAND AVENUE

City DALLAS	State TX	Zip Code 75235	Foreign Country
----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 5,000
--	-----------------

Name

MOUNT ST MICHAEL CATHOLIC SCHOOL

Street

P O BOX 225159

City DALLAS	State TX	Zip Code 75222	Foreign Country
----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 5,000
--	-----------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
-------------------------------	--------

Name**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
-------------------------------	--------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount	Long Term CG Distributions		Short Term CG Distributions		Capital Gains/Losses		Sales		Depreciation and Adjustments		Net Gain or Loss		
	Check "X" to Indicate CG Distribution	Check "X" to Indicate CG Distribution	Check "X" if Purchaser is a Business	Purchaser	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments
1	AT&T INC	00206R102	X			10/10/2008	8/22/2016	10,229	5,628			0	4,601
2	ABBOTT LABS	002824100	X			1/25/2011	8/22/2016	11,043	5,310			0	5,233
3	ABBY INC SHS	002871109	X			8/22/2016	8/22/2016	16,786	6,301			0	10,485
4	ADVANIX INC	007731101	X			10/11/2016	8/22/2016	2	3			0	-1
5	ALCOA INC	013817101	X			4/8/2015	8/22/2016	6,156	8,166			0	-2,010
6	ALTRIA GROUP INC	022095103	X			10/10/2008	8/22/2016	19,897	5,069			0	14,828
7	BLACKROCK GLOBAL	092511509	X			12/20/2012	8/22/2016	635	674			0	-39
8	BLACKROCK GLOBAL	092511509	X			7/17/2015	8/22/2016	19	20			0	-1
9	BLACKROCK GLOBAL	092511509	X			12/18/2013	8/22/2016	691	774			0	-83
10	BLACKROCK GLOBAL	092511509	X			12/16/2015	8/22/2016	840	801			0	39
11	BLACKROCK GLOBAL	092511509	X			12/20/2011	8/22/2016	1,120	1,067			0	53
12	BLACKROCK GLOBAL	092511509	X			12/18/2014	8/22/2016	1,102	1,158			0	-56
13	BLACKROCK GLOBAL	092511509	X			12/17/2014	8/22/2016	6,533	6,990			0	-337
14	BLACKROCK GLOBAL	092511509	X			7/19/2013	8/22/2016	728	831			0	-103
15	BLACKROCK GLOBAL	092511509	X			12/17/2008	8/22/2016	19	15			0	4
16	BLACKROCK GLOBAL	092511509	X			12/18/2013	8/22/2016	19	21			0	-2
17	BLACKROCK GLOBAL	092511509	X			12/18/2013	8/22/2016	3,249	3,638			0	-389
18	BLACKROCK GLOBAL	092511509	X			7/18/2008	8/22/2016	932	962			0	-30
19	BLACKROCK GLOBAL	092511509	X			7/22/2011	8/22/2016	803	875			0	-72
20	BLACKROCK GLOBAL	092511509	X			12/18/2013	8/22/2016	1,158	1,296			0	-138
21	BLACKROCK GLOBAL	092511509	X			12/21/2009	8/22/2016	1,270	1,211			0	59
22	BLACKROCK GLOBAL	092511509	X			7/22/2011	8/22/2016	19	19			0	0
23	BLACKROCK GLOBAL	092511509	X			7/20/2012	8/22/2016	747	757			0	-10
24	BLACKROCK GLOBAL	092511509	X			12/20/2012	8/22/2016	19	18			0	1
25	BLACKROCK GLOBAL	092511509	X			7/22/2016	8/22/2016	8,831	8,415			0	416
26	BLACKROCK GLOBAL	092511509	X			12/16/2015	8/22/2016	747	712			0	35
27	BLACKROCK GLOBAL	092511509	X			7/17/2015	8/22/2016	597	658			0	-61
28	BLACKROCK GLOBAL	092511509	X			7/18/2014	8/22/2016	840	989			0	-149
29	BLACKROCK GLOBAL	092511509	X			12/18/2014	8/22/2016	1,755	1,845			0	-90
30	BLACKROCK GLOBAL	092511509	X			12/18/2014	8/22/2016	19	20			0	-1
31	BLACKROCK GLOBAL	092511509	X			12/19/2013	8/22/2016	19	21			0	-2
32	BLACKROCK GLOBAL	092511509	X			12/18/2016	8/22/2016	19	19			0	0
33	BLACKROCK GLOBAL	092511509	X			12/18/2007	8/22/2016	19	19			0	0
34	BLACKROCK GLOBAL	092511509	X			7/23/2010	8/22/2016	392	371			0	21
35	BLACKROCK GLOBAL	092511509	X			12/17/2007	8/22/2016	4,443	4,670			0	-227
36	BLACKROCK GLOBAL	092511509	X			7/24/2009	8/22/2016	485	427			0	58
37	BLACKROCK GLOBAL	092511509	X			12/18/2010	8/22/2016	896	921			0	-25
38	BLACKROCK GLOBAL	092511509	X			12/18/2016	8/22/2016	2,559	2,668			0	-129
39	BLACKROCK GLOBAL	092511509	X			7/23/2010	8/22/2016	19	18			0	40
40	BLACKROCK GLOBAL	092511509	X			12/16/2015	8/22/2016	19	18			0	11,982
41	BLACKROCK GLOBAL	092511509	X			7/27/2009	8/22/2016	19	17			0	1,078
42	BLACKROCK GLOBAL	092511509	X			12/16/2008	8/22/2016	6,198	4,787			0	29,108
43	BLACKROCK GLOBAL	092511509	X			12/21/2011	8/22/2016	1,008	960			0	48
44	AMERICAN CAPITAL WORLD	140543109	X			7/29/2016	8/22/2016	40	0			0	40
45	AMERICAN CAPITAL WORLD	140543109	X			12/6/2004	8/22/2016	56,376	44,794			0	11,580
46	FORD MOTOR CO	345370980	X			8/19/2011	8/22/2016	6,186	5,078			0	1,098
47	AMERICAN FUNDAMENTAL	360802102	X			5/30/2001	8/22/2016	8,972	58,864			0	50,892
48	HARBOR INTERNATIONAL	360802102	X			7/29/2016	8/22/2016	11	0			0	11
49	HARBOR INTERNATIONAL	411511506	X			12/17/2013	8/22/2016	1,119	1,217			0	-98
50	HARBOR INTERNATIONAL	411511506	X			12/17/2012	8/22/2016	62	60			0	0
51	HARBOR INTERNATIONAL	411511506	X			12/17/2012	8/22/2016	985	980			0	5
52	HARBOR INTERNATIONAL	411511506	X			12/16/2011	8/22/2016	1,243	1,013			0	230
53	HARBOR INTERNATIONAL	411511506	X			7/25/2011	8/22/2016	20,703	21,335			0	-632
54	HARBOR INTERNATIONAL	411511506	X			12/17/2015	8/22/2016	933	885			0	48
55	HARBOR INTERNATIONAL	411511506	X			12/17/2015	8/22/2016	62	60			0	2
56	HARBOR INTERNATIONAL	411511506	X			12/17/2015	8/22/2016	1,534	1,475			0	59
57	HARBOR INTERNATIONAL	411511506	X			12/17/2014	8/22/2016	1,119	1,185			0	14
58	HARBOR CAPITAL	411511504	X			12/17/2013	8/22/2016	2,320	2,074			0	246
59	HARBOR CAPITAL	411511504	X			12/17/2013	8/22/2016	61	55			0	6
60	HARBOR CAPITAL	411511504	X			12/17/2012	8/22/2016	244	169			0	75
61	HARBOR CAPITAL	411511504	X			12/17/2012	8/22/2016	61	39			0	22
62	HARBOR CAPITAL	411511504	X			12/16/2011	8/22/2016	4,946	4,758			0	188
63	HARBOR CAPITAL	411511504	X			12/17/2013	8/22/2016	61	47			0	0
64	HARBOR CAPITAL	411511504	X			12/17/2013	8/22/2016	1,119	1,185			0	0
65	HARBOR CAPITAL	411511504	X			12/17/2013	8/22/2016	61	61			0	0
66	HARBOR CAPITAL	411511504	X			12/17/2012	8/22/2016	244	144			0	41
67	HARBOR CAPITAL	411511504	X			12/16/2011	8/22/2016	61	36			0	25
68	HARBOR CAPITAL	411511504	X			12/17/2011	8/22/2016	30,469	20,479			0	9,990
69	HARBOR CAPITAL	411511504	X			12/17/2011	8/22/2016	117	117			0	0
70	LINEAR TECHNOLOGY CORP	535671016	X			4/8/2016	4/8/2016	44	44			0	6
71	LINEAR TECHNOLOGY CORP	535671016	X			11/29/2013	4/8/2016	44	44			0	3
72	LINEAR TECHNOLOGY CORP	535671016	X			2/4/2013	4/8/2016	44	37			0	0

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

	Amount	Capital Gains/Losses Other sales						Cost or Other Basis, Expenses, Depreciation and Adjustments			Net Gain or Loss
Long Term CG Distributions	0	Gross Sales						607,407			460,049
Short Term CG Distributions	0	Capital Gains/Losses Other sales						0			0
Description	CUSIP #	Check "X" to include in Part IV	Check "X" if Purchaser is a Business	Purchaser	Acquisition Method	Date Acquired	Date	Gross Sales Price	Cost or Other Basis	Valuation Method	Net Gain or Loss
7.3 LINEAR TECHNOLOGY CORP	533678106	X				8/29/2013	4/8/2016	221	192		29
7.4 LINEAR TECHNOLOGY CORP	533678106	X				2/4/2013	4/8/2016	33,689	28,331		5,558
7.5 LINEAR TECHNOLOGY CORP	533678106	X				5/30/2013	4/8/2016	221	188		33
7.6 LINEAR TECHNOLOGY CORP	533678106	X				11/30/2015	4/8/2016	6,862	7,091		-229
7.7 LINEAR TECHNOLOGY CORP	533678106	X				2/27/2014	4/8/2016	177	189		-12
7.8 LINEAR TECHNOLOGY CORP	533678106	X				2/27/2014	4/1/2016	26	27		-1
7.9 MERRILL LYNCH CAP TR1	590199204	X				12/7/2006	8/25/2016	50,987	50,000		987
8.0 NORFOLK SOUTHERN CORP	655844108	X				10/26/2012	8/22/2016	11,409	7,858		3,551
8.1 PAYCHEX INC	704326107	X				2/19/2014	8/22/2016	422	291		131
8.2 PAYCHEX INC	704326107	X				11/18/2013	8/22/2016	352	261		101
8.3 PAYCHEX INC	704326107	X				11/18/2013	8/22/2016	60	41		19
8.4 PAYCHEX INC	704326107	X				8/16/2013	8/22/2016	422	276		146
8.5 PAYCHEX INC	704326107	X				2/4/2013	8/22/2016	31,704	28,158		25,546
8.6 PAYCHEX INC	704326107	X				2/4/2013	8/22/2016	60	33		27
8.7 PAYCHEX INC	704326107	X				2/19/2014	8/23/2016	58	41		17
8.8 I.C PENNEY CO COM	708160106	X				4/30/2012	8/22/2016	1,503	5,475		-3,972
8.9 PFIZER INC	717081103	X				10/12/2008	8/22/2016	17,442	7,541		9,901
9.0 AMERICAN SMALL CAP WORKS	831681101	X				7/29/2016	8/22/2016	18	0		18
9.1 AMERICAN SMALL CAP WORKS	831681101	X				7/29/2016	8/22/2016	82,808	64,452		18,356
9.2 VALERO ENERGY CORP NEW	91913Y100	X				5/14/2013	8/22/2016	13,525	9,722		3,803

Part I, Line 16c (990-PF) - Other Professional Fees

	11,977	7,186	0	4,791
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 UST-MLT FEES AS AGENT	11,977	7,186		4,791

Part I, Line 18 (990-PF) - Taxes

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 ESTIMATED EXCISE PAYMENTS	107			

Part II, Line 10b (990-PF) - Investments - Corporate Stock

1	Description	Num Shares/ Face Value	Book Value Beg. of Year	433,448		982,096	0	1,133,680
				Book Value End of Year	FMV Beg. of Year			
2 AUTOMATIC DATA PROCESSING INC CON		0		57,806				84,491
3 COCA-COLA CO USD		0		68,869				70,006
4 CUMMINS ENGINE INC		0		62,551				79,952
5 DOVER CORPORATION		0		73,781				74,659
6 EXXON MOBIL CORP		0		71,041				75,291
7 HONEYWELL INTL INC		0		53,534				72,933
8 JOHNSON & JOHNSON COM		0		73,253				70,854
9 MC DONALDS CORPORATION COMMON		0		67,610				77,936
10 MICROSOFT CORP COM		0		52,143				79,076
11 PROCTER & GAMBLE CO COM		0		73,236				71,048
12 QUALCOMM INC		0		69,842				76,805
13 3M CO		0		54,024				73,045
14 TIFFANY & CO NEW		0		70,870				83,747
15 UNITED TECHNOLOGIES CORP		0		65,469				73,721
16 WAL MART STORES INC		0		67,783				69,562
17 ADVANSIX INC		0		284				554

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1	Federal Excise Tax Refund	1	416
2	Total	2	416

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

1	Excess FMV over Cost of Assets Contributed	1	123,150
2	Cost Basis Adjustment	2	8
3	Total	3	123,158

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

Amount		Long Term CG Distributions			Short Term CG Distributions			0			607,407			0			460,049			147,358			0			0			147,358		
Description of Property Sold		CUSIP #			Acquisition Method			Date Acquired			Date Sold			Gross Sales Price			Depreciation Allowed			Cost or Other Basis Plus			Excess of FMV as of 12/31/68			Adjusted Basis as of 12/31/68			Excess of FMV Over Adjusted Basis		
1	AT&T INC	00206R102			002264100			10/10/2008			8/22/2016			10,229			0			5,628			4,601			0			0		
2	ABBOTT LABS	00287Y109			00287Y109			1/25/2011			8/22/2016			11,043			0			5,810			5,233			0			5,233		
3	ABBBV INC SHS	00773T101			00773T101			8/22/2016			10/11/2016			2			0			0			3			0			0		
4	ADVANXIX INC	013617101			4B/2015			8/22/2016			10/11/2016			6,156			0			8,166			-2,010			0			-2,010		
5	ALCOA INC	02209S103			10/10/2008			8/22/2016			19,897			0			0			5,069			14,828			0			14,828		
6	ALTRIA GROUP INC	02209S103			12/20/2012			8/22/2016			635			0			0			674			39			0			0		
7	BLACKROCK GLOBAL	09231T509			7/17/2015			8/22/2016			19			0			0			20			0			-33			-33		
8	BLACKROCK GLOBAL	09231T509			12/18/2013			8/22/2016			691			0			0			774			-83			0			-83		
9	BLACKROCK GLOBAL	09231T509			12/16/2015			8/22/2016			840			0			0			801			39			0			39		
10	BLACKROCK GLOBAL	09231T509			12/20/2011			8/22/2016			1,120			0			0			1,067			53			0			53		
11	BLACKROCK GLOBAL	09231T509			12/18/2014			8/22/2016			1,102			0			0			1,158			-56			-56			-56		
12	BLACKROCK GLOBAL	09231T509			12/18/2014			8/22/2016			6,553			0			0			6,890			-37			-37			-37		
13	BLACKROCK GLOBAL	09231T509			7/19/2013			8/22/2016			728			0			0			831			-103			0			0		
14	BLACKROCK GLOBAL	09231T509			12/17/2008			8/22/2016			19			0			0			15			4			4			4		
15	BLACKROCK GLOBAL	09231T509			12/18/2013			8/22/2016			19			0			0			21			2			2			2		
16	BLACKROCK GLOBAL	09231T509			12/18/2013			8/22/2016			3,249			0			0			3,638			-389			-389			-389		
17	BLACKROCK GLOBAL	09231T509			7/18/2008			8/22/2016			952			0			0			962			-10			-10			-10		
18	BLACKROCK GLOBAL	09231T509			7/17/2011			8/22/2016			803			0			0			875			-72			-72			-72		
19	BLACKROCK GLOBAL	09231T509			12/18/2013			8/22/2016			1,158			0			0			1,296			-138			-138			-138		
20	BLACKROCK GLOBAL	09231T509			12/21/2009			8/22/2016			1,270			0			0			1,211			59			59			59		
21	BLACKROCK GLOBAL	09231T509			7/22/2011			8/22/2016			19			0			0			19			0			0			0		
22	BLACKROCK GLOBAL	09231T509			7/22/2012			8/22/2016			19			0			0			20			-2			-2			-2		
23	BLACKROCK GLOBAL	09231T509			12/18/2014			8/22/2016			485			0			0			492			-58			-58			-58		
24	BLACKROCK GLOBAL	09231T509			12/21/2016			8/22/2016			896			0			0			960			48			48			48		
25	BLACKROCK GLOBAL	09231T509			12/21/2016			8/22/2016			2,539			0			0			2,668			-129			-129			-129		
26	BLACKROCK GLOBAL	09231T509			7/23/2010			8/22/2016			19			0			0			19			0			0			0		
27	BLACKROCK GLOBAL	09231T509			7/23/2010			8/22/2016			19			0			0			18			-1			-1			-1		
28	BLACKROCK GLOBAL	09231T509			1																										

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

		Amount		Long Term CG Distributions		Short Term CG Distributions		607,407		0		460,049		147,358		0		Excess of FMV Over Adjusted Basis		0		Gains Minus Excess FMV Over Adj Basis or Losses				
				Acquisition Method		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus Expense of Sale		Gain or Loss		12/31/69		0		0		
Description of Property Sold		CUSIP #																								
70	LINEAR TECHNOLOGY CORP	535678106		11/29/2013	4/8/2016	177										0	171	6					0	0	0	0
71	LINEAR TECHNOLOGY CORP	535678106		11/29/2013	4/8/2016	44										0	41	3					0	0	0	3
72	LINEAR TECHNOLOGY CORP	535678106		2/4/2013	4/8/2016	44										0	37	7					0	0	0	7
73	LINEAR TECHNOLOGY CORP	535678106		8/29/2013	4/8/2016	221										0	192	29					0	0	0	29
74	LINEAR TECHNOLOGY CORP	535678106		2/4/2013	4/8/2016	33,689										0	28,131	5,558					0	0	0	5,558
75	LINEAR TECHNOLOGY CORP	535678106		5/30/2013	4/8/2016	221										0	188	33					0	0	0	33
76	LINEAR TECHNOLOGY CORP	535678106		11/29/2013	4/8/2016	6,862										0	7,091	-229					0	0	0	-229
77	LINEAR TECHNOLOGY CORP	535678106		2/27/2014	4/8/2016	177										0	189	-12					0	0	0	-12
78	LINEAR TECHNOLOGY CORP	535678106		2/27/2014	4/11/2016	26										0	27	-1					0	0	0	-1
79	MERRILL LYNCH CAP TR 1	580199204		12/7/2006	8/25/2016	50,987										0	50,000	-987					0	0	0	987
80	NORFOLK SOUTHERN CORP	6556444108		10/26/2012	8/22/2016	11,409										0	11,409	-3,551					0	0	0	-3,551
81	PAYCHEX INC	704326107		2/19/2014	9/22/2016	422										0	291	131					0	0	0	131
82	PAYCHEX INC	704326107		11/30/2015	8/22/2016	362										0	101	0					0	0	0	0
83	PAYCHEX INC	704326107		11/18/2013	8/22/2016	60										0	41	19					0	0	0	19
84	PAYCHEX INC	704326107		8/16/2013	8/22/2016	422										0	276	146					0	0	0	146
85	PAYCHEX INC	704326107		2/4/2013	8/22/2016	51,704										0	28,158	23,546					0	0	0	23,546
86	PAYCHEX INC	704326107		2/4/2013	8/22/2016	60										0	33	27					0	0	0	27
87	PAYCHEX INC	704326107		2/19/2014	8/23/2016	58										0	41	17					0	0	0	17
88	J.C PENNEY CO COM	708160106		4/30/2012	8/22/2016	1,503										0	5,475	-3,972					0	0	0	-3,972
89	PFIZER INC	717081103		10/10/2008	8/22/2016	17,442										0	7,541	9,901					0	0	0	9,901
90	AMERICAN SMALL CAP WOR	831681101		7/29/2016	8/22/2016	18										0	0	18					0	0	0	18
91	AMERICAN SMALL CAP WOR	831681101		7/29/2016	8/22/2016	82,808										0	64,452	18,356					0	0	0	18,356
92	VALERO ENERGY CORP NEV	919131Y00		5/14/2013	8/22/2016	13,525										0	9,122	3,803					0	0	0	3,803

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	MARC F VILFORDI		12222 MERIT DRIVE, STE 800	DALLAS	TX	75251		PRESIDENT	1 00	0	0	0
2	SHIRLEY G VILFORDI		5416 TANBARK ROAD	DALLAS	TX	75229-5557		SECRETARY	1 00	0	0	0
3	TERESA VILFORDI KORMAN		5007 MILL CREEK ROAD	DALLAS	TX	75244		TRUSTEE AND ASSISTANT	1 00	0	0	0
4	ANNE VILFORD ARNESON		3982 CEDARBRUSH DRIVE	DALLAS	TX	75229		TRUSTEE AND ASSISTANT	1 00	0	0	0

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

	Date	Amount
1 Credit from prior year return		1
2 First quarter estimated tax payment	5/15/2016	2 107
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6
7 Total		7 107

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	24,179
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	24,179