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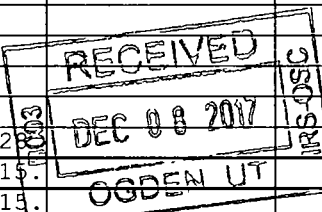


Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation THE SUSAN VAUGHAN FOUNDATION, INC.		A Employer identification number 76-0285765
Number and street (or P O box number if mail is not delivered to street address) 600 JEFFERSON STREET, SUITE 300	Room/suite	B Telephone number (see instructions) (713) 216-3447
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77002		C If exemption application is pending, check here. ☐ D 1 Foreign organizations check here. ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation. ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 23,402,165.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

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.				
	4 Dividends and interest from securities	480,998.	480,998.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	495,889.			
	b Gross sales price for all assets on line 6a 8,540,856.				
	7 Capital gain net income (from Part IV, line 2)		495,889.		
	8 Net short-term capital gain.				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH. 2	2,153.	2,528.		
	12 Total. Add lines 1 through 11	979,040.	979,415.		
	13 Compensation of officers, directors, trustees, etc.	124,537.	36,615.		87,922.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH. 3.	16,408.	12,306.		4,102.
	b Accounting fees (attach schedule) ATCH. 4	30,342.	22,756.		7,586.
	c Other professional fees (attach schedule) [5]	194,771.	194,771.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [6]	19,432.	5,460.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 7.	20,641.	8,929.		11,712.
	24 Total operating and administrative expenses. Add lines 13 through 23.	406,131.	280,837.		111,322.
25 Contributions, gifts, grants paid	897,000.			897,000.	
26 Total expenses and disbursements. Add lines 24 and 25	1,303,131.	280,837.	0.	1,008,322.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-324,091.				
b Net investment income (if negative, enter -0-)		698,578.			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	1,388,164.	976,049.	976,049.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use ATCH 8	4,465.	4,465.	4,465.
	9	Prepaid expenses and deferred charges ATCH 8	2,193,796.	2,346,475.	2,313,205.
	10a	Investments - U S and state government obligations (attach schedule) [9]	13,372,362.	13,563,785.	17,262,893.
	b	Investments - corporate stock (attach schedule) ATCH 10	3,080,392.	2,835,467.	2,788,419.
	c	Investments - corporate bonds (attach schedule) ATCH 11			
	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 ▶ ATCH 12)	66,768.	57,134.	57,134.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	20,105,947.	19,783,375.	23,402,165.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons . .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.		20,105,947.	19,783,375.	
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .	20,105,947.	19,783,375.	
	30	Total net assets or fund balances (see instructions)	20,105,947.	19,783,375.	
	31	Total liabilities and net assets/fund balances (see instructions)	20,105,947.	19,783,375.	

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	20,105,947.
2	Enter amount from Part I, line 27a	2	-324,091.
3	Other increases not included in line 2 (itemize) ▶ ATCH 13	3	1,519.
4	Add lines 1, 2, and 3	4	19,783,375.
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	19,783,375.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE PART IV SCHEDULE					
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	495,889.	
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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,559,734.	26,717,871.	0.058378
2014	1,164,161.	26,228,189.	0.044386
2013	1,270,902.	25,957,050.	0.048962
2012	1,301,987.	23,427,349.	0.055576
2011	1,238,136.	23,278,792.	0.053187
2 Total of line 1, column (d)			2 0.260489
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 0.052098
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 24,879,787.
5 Multiply line 4 by line 3.			5 1,296,187.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 6,986.
7 Add lines 5 and 6.			7 1,303,173.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 1,008,322.

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)		1	13,972.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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-)		2	
3 Add lines 1 and 2		3	13,972.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	13,972.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	35,239.	
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	35,239.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	21,267.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 21,267. Refunded ☐ 11	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		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 ☐ \$ _____		
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		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? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	X	
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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX, _____		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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).	Yes	No
11			X
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).	Yes	No
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	Yes	No
13		X	

Website address **▶** N/A

14 The books are in care of **▶** LEGACY TRUST COMPANY Telephone no **▶** 713-216-3447
 Located at **▶** 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX ZIP+4 **▶** 77002

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? **▶** ☒ Yes ☐ No

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country **▶** UNITED KINGDOM

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

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

1a	During the year did the foundation (either directly or indirectly)	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? ☐ Yes ☒ No	1b	X
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? ☐ Yes ☒ No	1c	X
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		
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) ☐ Yes ☒ No	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 ▶		
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) ☐ Yes ☒ No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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	X

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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? ☐ Yes ☒ No **6b**

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? ☐ Yes ☒ No **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 14		124,537.	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. ☐

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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 PROVIDE GRANTS TO SUPPORT RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, AND EDUCATIONAL PURPOSES. THIS IS THE ONLY ACTIVITY OF THE FOUNDATION.	
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 NO PROGRAM RELATED INVESTMENTS	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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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	23,324,486.
b	Average of monthly cash balances	1b	1,896,018.
c	Fair market value of all other assets (see instructions)	1c	38,163.
d	Total (add lines 1a, b, and c)	1d	25,258,667.
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	25,258,667.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	378,880.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,879,787.
6	Minimum investment return. Enter 5% of line 5	6	1,243,989.

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	1,243,989.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	13,972.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,972.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,230,017.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,230,017.
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	1,230,017.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,008,322.
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	1,008,322.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,008,322.

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				1,230,017.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				11,507.
b From 2012				135,896.
c From 2013				12,345.
d From 2014				
e From 2015				142,644.
f Total of lines 3a through e	302,392.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,008,322.</u>				
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.				1,008,322.
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).)	221,695.			221,695.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	80,697.			
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.				
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.	80,697.			
10 Analysis of line 9				
a Excess from 2012 . . .				
b Excess from 2013 . . .				
c Excess from 2014 . . .				
d Excess from 2015 . . .	80,697.			
e Excess from 2016 . . .				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

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

ATCH 15

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

APPLICATIONS ARE IN LETTER FORM

c Any submission deadlines

NO SUBMISSION DEADLINES

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

NO RESTRICTIONS

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 ATCH 16				
Total			▶ 3a	897,000.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

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)

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					3,778.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					288.	
32,415.		SEE ATTACHMENT D-1 PROPERTY TYPE: SECURITIES 25,653.				P	VARIOUS	VARIOUS
							6,762.	
783,232.		SEE ATTACHMENT D-2 PROPERTY TYPE: SECURITIES 609,531.				P	VARIOUS	VARIOUS
							173,701.	
704,548.		SEE ATTACHMENT D-3 PROPERTY TYPE: SECURITIES 749,228.				P	VARIOUS	VARIOUS
							-44,680.	
1,245,240.		SEE ATTACHMENT D-4 PROPERTY TYPE: SECURITIES 1,099,890.				P	VARIOUS	VARIOUS
							145,350.	
643,865.		SEE ATTACHMENT D-5 PROPERTY TYPE: SECURITIES 599,831.				P	VARIOUS	VARIOUS
							44,034.	
2,139,951.		SEE ATTACHMENT D-6 PROPERTY TYPE: SECURITIES 1,993,053.				P	VARIOUS	VARIOUS
							146,898.	
723,331.		SEE ATTACHMENT D-7 PROPERTY TYPE: SECURITIES 715,390.				P	VARIOUS	VARIOUS
							7,941.	
2,264,208.		SEE ATTACHMENT D-7 PROPERTY TYPE: SECURITIES 2,252,391.				P	VARIOUS	VARIOUS
							11,817.	
TOTAL GAIN(LOSS)							<u>495,889.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
COMMERCIAL BONDS AND U.S. INSTRUMENTS	144,629.	144,629.
DIVIDENDS	336,369.	336,369.
TOTAL	<u>480,998.</u>	<u>480,998.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	30.	30.
PARTNERSHIP INCOME	2,123.	2,498.
TOTALS	2,153.	2,528.

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	16,408.	12,306.		4,102.
TOTALS	16,408.	12,306.		4,102.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
AUDIT AND TAX ACCOUNTING	30,342.	22,756.		7,586.
TOTALS	<u>30,342.</u>	<u>22,756.</u>		<u>7,586.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CYPRESS MANAGEMENT-INVESTMENT	42,802.	42,802.
JO HAMBRO INVESTMENT FEES	80,941.	80,941.
FROST-INVESTMENT	19,796.	19,796.
CUSTODY FEE	22,386.	22,386.
LUTHER KING CAPITAL-INVESTMENT	28,846.	28,846.
TOTALS	194,771.	194,771.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	5,460.	5,460.
EXCISE TAX	13,972.	
TOTALS	19,432.	5,460.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INSURANCE	8,270.	2,481.	5,789.
BOARD EXPENSE/TRAVEL	8,462.	2,539.	5,923.
MISC EXPENSE	3,909.	3,909.	
TOTALS	20,641.	8,929.	11,712.

ATTACHMENT 8FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID INSURANCE	4,465.	4,465.
TOTALS	<u>4,465.</u>	<u>4,465.</u>

THE SUSAN VAUGHAN FOUNDATION, INC.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING</u>	<u>ENDING</u>
	<u>BOOK VALUE</u>	<u>FMV</u>
SEE STATEMENT 9-1	2,346,475.	2,313,205.
US OBLIGATIONS TOTAL	<u>2,346,475.</u>	<u>2,313,205.</u>

		Market	Cost	
	MORTGAGE SECURITIES			
170194.02	FED HOME LOAN MTGE CORP POOL #1N1417 30 YR GTD SINGLE FAMILY MORTGAGE DTD 04/01/2007 VAR CPN 02/01/2037 NON CALLABLE	179,301.10	181,442.80	2.60
			4,663.32	
	TOTAL			
	FEDERAL AGENCIES			
100000	FEDERAL FARM CREDIT BANK DTD 01/09/2007 4.875% 01/17/2017 NON CALLABLE	100,177.00	98,677.37	4.87
300000	FEDERAL HOME LOAN BANK DTD 08/06/2015 2.625% 03/14/2025 NON CALLABLE	299,037.00	303,375.00	2.63
300000	FEDERAL HOME LOAN MORTGAGE CORP MEDIUM TERM NOTE DTD 06/24/2015 1.325% 09/24/2018 CALLABLE	300,735.00	302,958.00	1.32
			3,975.00	

SHARES	DESCRIPTION	MARKET	COST	ANNUAL INCOME	AT MKT
100000	FEDERAL NATIONAL MORTGAGE ASSN DTD 04/16/2007 5.000% 05/11/2017 NON CALLABLE	101,526.00	99,595.46	5,000.00	4.92
150000	FEDERAL NATIONAL MORTGAGE ASSN DTD 06/08/2007 5.375% 06/12/2017 NON CALLABLE	153,075.00	150,055.46	8,062.50	5.27

FIXED INCOME - TAXABLE		Market	Cost	
	U. S. GOVERNMENT BONDS & NOTES			
1000000	UNITED STATES TREASURY NOTES DTD 08/15/2015 2.000% 08/15/2025	968,670.00	994,453.13	2.06
125000	UNITED STATES TREASURY NOTES DTD 08/15/2016 1.500% 08/15/2026	114,966.25	121,083.98	1.63

		Market	Cost	
	GOVERNMENT CMO'S AND REMICS			
46651.2	UNITED STATES TREASURY NOTES			
	TREASURY INFLATION INDEX			
	DTD 07/15/2007 2.625% 07/15/2017	47,766.63	49,337.80	1,224.59
				2.56
47944.8	UNITED STATES TREASURY NOTES			
	TREASURY INFLATION INDEX			
	DTD 01/15/2007 2.375% 01/15/2017	47,950.55	45,495.59	1,138.69
				2.37
	Grand Total	\$2,313,204.53	\$2,346,474.59	

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE STATEMENT 10-1	4,590,057.	7,761,339.
SEE STATEMENT 10-2	6,512,776.	6,610,135.
SEE STATEMENT 10-3	2,460,952.	2,891,419.
TOTALS	<u>13,563,785.</u>	<u>17,262,893.</u>

		Market	Cost	
	<u>U.S. COMMON STOCK</u>			
80	ALPHABET INC CL A	63,396.00	34,259.52	0.00
80	ALPHABET INC CL C	61,745.60	34,255.24	0.00
500	AMAZON COM INC COM	374,935.00	48,824.17	0.00

		Market	Cost	
2500		ANALOG DEVICES INC	181,550.00	40,110.90
				4,200.00
1550		APPLE INC	179,521.00	45,337.49
				3,534.00
300		BECTON DICKINSON & CO	49,665.00	42,559.77
				876.00
70		BIDGEN INC	19,850.60	27,168.39
				0.00
1150		BRISTOL MYERS SQUIBB CO	67,206.00	40,894.00
				1,794.00
400		CARDINAL HEALTH INC	28,788.00	34,233.57
				718.40
400		CHEVRON CORPORATION	47,080.00	21,701.00
				1,728.00
800		COCA COLA CO	33,168.00	27,714.31
				1,120.00
1000		COLGATE PALMOLIVE CO	65,440.00	43,819.73
				1,560.00
250		CONSTELLATION BRANDS INC	38,327.50	39,984.50
				400.00
300		COSTCO WHOLESALE CORP	48,033.00	42,749.50
				540.00
542		COTY INC	9,924.02	4,803.54
				67.75
860		CVS HEALTH CORP	67,862.60	84,171.33
				1,720.00
550		DANAHER CORP	42,812.00	36,321.18
				275.00
				0.64

		Market	Cost	
1000	DELTA AIR LINES INC	49,190.00	41,969.00	810.00 1.65
1700	DISNEY WALT CO	177,174.00	116,656.18	2,652.00 1.50
1600	DU PONT E I DE NEMOURS & CO	117,440.00	69,907.54	2,432.00 2.07
800	EASTMAN CHEMICAL CO	60,168.00	61,614.99	1,632.00 2.71
350	EOG RESOURCES INC	35,385.00	16,798.84	234.50 0.66
600	EXXON MOBIL CORP	54,156.00	23,418.00	1,800.00 3.32
350	FACEBOOK INC-A	40,267.50	42,342.27	0.00 0.00
475	FEDEX CORP COM	88,445.00	83,213.71	760.00 0.86
200	GENERAL DYNAMICS CORP	34,532.00	29,246.00	608.00 1.76
5800	GENERAL ELEC CO	183,280.00	193,227.40	5,568.00 3.04
1100	GENERAL MILS INC	67,947.00	42,777.84	2,112.00 3.11
1150	GILEAD SCIENCES INC	82,351.50	95,688.25	2,162.00 2.63
750	HOME DEPOT INC	100,560.00	60,336.50	2,070.00 2.06

		Market	Cost	
2500	HONEYWELL INTL INC	289,625.00	114,578.03	6,650.00 2.30
1400	J.P. MORGAN CHASE & CO	120,806.00	66,748.00	2,688.00 2.23
1900	JOHNSON & JOHNSON	218,899.00	81,460.73	6,080.00 2.78
500	KIMBERLY CLARK CORP	57,060.00	56,841.75	1,840.00 3.22
550	KRAFT HEINZ CO	48,026.00	22,198.38	1,320.00 2.75
1600	LILLY ELJ & CO	117,680.00	66,274.95	3,328.00 2.83
350	LOCKHEED MARTIN CORP	87,479.00	77,988.00	2,548.00 2.91
1150	LOWES COS INC	81,788.00	45,603.68	1,610.00 1.97
900	MASTERCARD INC CL A	92,925.00	79,130.00	792.00 0.85
250	MCKESSON CORP	35,112.50	51,814.91	280.00 0.80
1450	MERCK & CO INC	85,361.50	58,528.26	2,726.00 3.19
1500	MICROSOFT CORP	93,210.00	77,400.00	2,340.00 2.51
1900	MONDELEZ INTERNATIONAL INC	84,227.00	47,721.77	1,444.00 1.71

		Market	Cost	
2800	NIKE INC-CLASS B	132,158.00	70,046.19	1.42
600	OCCIDENTAL PETE CORP	42,738.00	46,869.60	4.27
2200	PEPSICO INC	230,186.00	95,068.50	2.88
2800	PFIZER INC	90,944.00	77,226.17	3.94
1250	PNC FINANCIAL SERVICES GROUP	146,200.00	54,386.50	1.88
1711	PROCTER & GAMBLE CO	143,860.88	58,604.93	3.19
1650	QUALCOMM INC	107,580.00	46,483.59	3.25
650	RAYTHEON CO COM NEW	92,300.00	74,286.00	2.06
150	REGENERON PHARMACEUTICALS INC	55,063.50	60,596.00	0.00
1000	SOUTHWEST AIRLS CO	49,840.00	37,310.00	0.80
600	STARBUCKS CORP	33,312.00	33,901.50	1.80
700	SYSCO CORP	38,759.00	28,580.24	2.38
1200	TIME WARNER INC	115,836.00	85,642.01	1.67

	Market	Cost	
1000	UNION PAC CORP	103,680.00	56,381.01
			2,420.00
900	UNITED TECHNOLOGIES CORP	98,658.00	74,350.28
			2,376.00
1200	V.F. CORP	64,020.00	47,886.50
			2,016.00
1400	VERIZON COMMUNICATIONS	74,732.00	62,649.32
			3,234.00
1000	WALGREENS BOOTS ALLIANCE INC	82,760.00	77,623.19
			1,500.00
2700	WELLS FARGO & CO NEW	148,797.00	98,619.49
			4,104.00
1400	WEYERHAEUSER CO	42,126.00	43,271.32
			1,736.00
1100	WILLIAMS COS INC	34,254.00	35,749.00
			880.00
1850	XILINX INC	111,684.50	48,912.85
			2,442.00
1700	YUM CHINA HOLDINGS INC	44,404.00	24,173.67
			0.00
1700	YUM! BRANDS INC	107,661.00	61,041.51
			2,040.00
700	ZOETIS INC	37,471.00	22,162.00
			294.00
250	3M CO	44,642.50	39,313.68
			1,110.00
			2.49

	FOREIGN COMMON STOCK	Market	Cost	
350	ALIBABA GROUP HOLDING LTD SPONSORED AMERICAN DEPOSITORY RECEIPT	30,733.50	28,958.76	0.00
400	ANHEUSER BUSCH INBEV SPONSORED AMERICAN DEPOSITORY RECEIPT	42,176.00	39,323.32	3.03
2000	CANADIAN NATIONAL RAILWAY CO COMMON STOCK ISIN CA1363751027	134,800.00	44,205.52	1.67
600	CHUBB LTD	79,272.00	73,699.00	2.09
1850	DIAGEO PLC AMERICAN DEPOSITORY RECEIPT	192,289.00	99,682.00	3.00
1200	EATON CORP PLC	80,508.00	69,061.99	3.40

		Market	Cost	
1002	JOHNSON CONTROLS INTERNATIONAL PLC	41,272.38	48,206.22	1,002.00 2.43
500	MEDTRONIC PLC	35,615.00	37,557.50	860.00 2.41
2400	NESTLE SA SPONSORED AMERICAN DEPOSITORY RECEIPT	172,176.00	97,587.34	4,672.80 2.71
1650	NOVARTIS AG SPONSORED ADR	120,186.00	79,146.80	3,799.95 3.16
1550	SANOFI SPONSORED AMERICAN DEPOSITORY RECEIPT	62,682.00	55,524.71	1,742.20 2.78
1000	SILVER WHEATON CORP	19,320.00	25,445.00	240.00 1.24

	U.S. STOCK-PARTNERSHIPS	Market	Cost	
2000	BLACKSTONE GROUP LP EXCHANGE TRADED PARTNERSHIP	54,060.00	51,780.41	6.14
11500	ENTERPRISE PRODS PARTNERS LP COM UNIT	310,960.00	99,766.95	5.99
1750	MAGELLAN MIDSTREAM PARTNERS LP EXCHANGE TRADED PARTNERSHIP	132,352.50	51,471.02	4.43
3000	PLAINS ALL AMERICAN PIPELINE LP EXCHANGE TRADED PARTNERSHIP	96,870.00	67,697.65	6.81
Total Equities		\$7,761,399.14	\$4,802,642.36	
Partnership Basis Adjustment			(212,585.35)	
Grand Total		\$7,761,339.14	\$4,590,057.07	

U. S. EQUITIES		Market		Cost	
U.S. COMMON STOCK					
175	ACUITY BRANDS INC	40,400.50	12,701.55	91.00	0.23
695	AKAMAI TECHNOLOGIES INC	46,342.60	39,263.14	0.00	0.00
2000	AKORN INC	43,660.00	26,919.24	0.00	0.00
635	ALIGN TECHNOLOGY INC	61,042.55	37,912.16	0.00	0.00
885	B/E AEROSPACE INC	53,268.15	41,319.71	743.40	1.40

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
845	BALL CORP COM	63,434.15	59,786.17	439.40	0.69
4090	BROOKDALE SENIOR LIVING INC	50,797.80	73,501.33	0.00	0.00
360	BURLINGTON STORES INC	30,510.00	19,077.85	0.00	0.00
760	CANTEL MEDICAL CORPORATION	59,850.00	48,888.70	106.40	0.18
1030	CF INDUSTRIES HOLDINGS INC	32,424.40	31,062.12	1,236.00	3.81
965	CHARLES RIV LABORATORIES INTL INC	73,523.35	68,932.48	0.00	0.00
1485	COLONY CAPITAL INC REAL ESTATE INVESTMENT TRUST	30,071.25	29,264.90	2,376.00	7.90
680	COLUMBIA SPORTSWEAR CO	39,644.00	40,572.45	489.60	1.23
440	DEXCOM	26,268.00	19,124.77	0.00	0.00
445	DIAMONDBACK ENERGY INC	44,971.70	32,798.96	0.00	0.00
715	EURONET WORLDWIDE INC	51,787.45	36,703.42	0.00	0.00
1360	F M C CORP COM NEW	76,921.60	57,540.32	897.60	1.17
265	FAIR ISAAC CORP	31,593.30	24,210.04	21.20	0.07
1175	FIRST INDUSTRIAL REALTY TRUST REAL ESTATE INVESTMENT TRUST	32,958.75	28,463.32	893.00	2.71

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	EST. AT MKT
1720	FIRSTCASH INC	80,840.00	80,089.77	1,307.20	1.62
1390	FLIR SYSTEMS INC	50,304.10	44,965.86	667.20	1.33
1140	FLOWSERVE CORP	54,777.00	53,864.88	866.40	1.58
2095	FORTINET INC	63,101.40	56,062.62	0.00	0.00
780	FORTUNE BRANDS HOME & SECURITY, INC	41,698.80	39,244.83	561.60	1.35
1540	FTI CONSULTING INC	69,423.20	63,630.33	0.00	0.00
890	GENESEE & WYOMING INC CL A	61,774.90	58,323.06	0.00	0.00
890	GUIDEWIRE SOFTWARE INC	43,903.70	50,211.92	0.00	0.00
1385	GULFPORT ENERGY CORP	29,971.40	42,295.83	0.00	0.00
1135	HEALTHCARE SVCS GROUP INC	44,457.95	36,480.24	839.90	1.89
1990	HOME BANCSHARES INC	55,262.30	43,208.26	716.40	1.30
705	KIRBY CORP	46,882.50	42,204.57	0.00	0.00
365	LIFE STORAGE INC REAL ESTATE INVESTMENT TRUST	31,119.90	32,712.72	1,387.00	4.46
495	MANHATTAN ASSOCIATES INC	26,249.85	31,531.21	0.00	0.00
370	MARTIN MARIETTA MATLS INC	81,966.10	44,287.00	621.60	0.76

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
2105	MATADOR RESOURCES CO	54,224.80	50,501.33	0.00	0.00
440	MIDDLEBY CORP	56,676.40	29,219.90	0.00	0.00
610	MSC INDUSTRIAL DIRECT CO INC CL A	56,357.90	45,037.11	1,098.00	1.95
665	MSCI INC	52,388.70	52,663.36	744.80	1.42
2185	OUTFRONT MEDIA INC REAL ESTATE INVESTMENT TRUST	54,340.95	51,943.40	2,971.60	5.47
840	PINNACLE FINANCIAL PARTNERS INC	58,212.00	44,708.46	470.40	0.81
785	POOL CORPORATION	81,906.90	43,585.59	973.40	1.19
1345	PRA HEALTH SCIENCES INC	74,136.40	57,637.47	0.00	0.00
935	SEI INVESTMENTS COMPANY	46,151.60	46,493.90	523.60	1.13
1265	SNYDER'S-LANCE INC	48,500.10	43,708.57	809.60	1.67
1710	SPROUTS FARMERS MARKET INC	32,353.20	47,713.86	0.00	0.00
545	SVB FINANCIAL GROUP	93,554.70	57,919.87	0.00	0.00
1795	TAKE-TWO INTERACTIVE SOFTWARE INC	88,475.55	41,476.12	0.00	0.00
275	TELEFLEX INC	44,316.25	39,009.73	374.00	0.84

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
500	TIFFANY & CO	38,715.00	37,111.80	900.00	2.32
640	TREEHOUSE FOODS	46,201.60	54,482.55	0.00	0.00
2680	TRIMBLE INC	80,802.00	66,847.79	0.00	0.00
2885	VWR CORP	72,211.55	76,029.45	0.00	0.00
260	WATSCO INC	38,511.20	32,927.06	1,092.00	2.84
4535	WPX ENERGY INC	66,074.95	51,226.80	0.00	0.00
640	MICHAEL KORS HOLDINGS LIMITED	36,103.20	43,551.06	0.00	0.00
Grand Total		\$2,891,418.54	\$2,460,951.85		

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE STATEMENT 11-1	2,835,467.	2,788,419.
TOTALS	<u>2,835,467.</u>	<u>2,788,419.</u>

	Market	Cost	
	CORPORATE CMO'S AND REMICS		
50000	50,010.50	50,044.92	1.23
CABELA'S MASTER CREDIT CARD TRUST ASSET BCKD SEC SER 2012-1A CL A2 DTD 03/07/2012 VAR CPN 02/18/2020 NON CALLABLE 144A PRIVATE PLACEMENT			
75000	75,006.75	74,991.21	1.05
CABELA'S MASTER CREDIT CARD TRUST ASSET BCKD SEC SER 2014-1 CL A DTD 03/25/2014 VAR CPN 03/16/2020 NON CALLABLE			
48000	48,005.76	47,951.25	1.34
CALIFORNIA REPUBLIC AUTO RECEIVABLE ASSET BCKD SEC SER 2016-2 CL A2 DTD 06/16/2016 1.340% 03/15/2019			

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	NON CALLABLE				
42129.86	CPS AUTO TRUST ASSET BCKD SEC SER 2015-A CL A DTD 03/25/2015 1.530% 07/15/2019 CALLABLE 144A PRIVATE PLACEMENT	42,142.92	42,128.34	644.59	1.53
158703.45	CPS AUTO TRUST ASSET BCKD SEC SER 2016-C CL A DTD 07/27/2016 1.620% 01/15/2020 NON CALLABLE 144A PRIVATE PLACEMENT	158,654.25	158,846.04	2,571.00	1.62
125000	DRIVE AUTO RECEIVABLES TRUST ASSET BCKD SEC SER 2016-BA CL A3 DTD 05/25/2016 1.670% 07/15/2019 CALLABLE 144A PRIVATE PLACEMENT	125,103.75	125,134.77	2,087.50	1.67
89174.57	FORD CREDIT AUTO OWNER TRUST ASSET BCKD SEC SER 2016-B CL A2A DTD 04/26/2016 1.080% 03/15/2019 NON CALLABLE	89,163.87	89,094.46	963.09	1.08
75000	GE CAPITAL CREDIT CARD MASTER NOTE ASSET BCKD SEC SER 2012-6 CL A	75,042.00	75,117.19	1,020.00	1.36

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	DTD 08/29/2012 1.360% 08/17/2020 NON CALLABLE				
120956.95	GM FINANCIAL AUTOMOBILE LEASING ASSET BCKD SEC SER 2014-2A CL A3 DTD 09/18/2014 1.220% 01/22/2018 CALLABLE 144A PRIVATE PLACEMENT	120,981.14	121,027.83	1,475.67	1.22
250000	NELNET STUDENT LOAN TRUST ASSET BCKD SEC SER 2013-3A CL B DTD 04/30/2013 VAR CPN 07/25/2047 CALLABLE 144A PRIVATE PLACEMENT	202,615.00	227,978.53	5,210.00	2.57
10903.27	SLM STUDENT LOAN TRUST ASSET BCKD SEC SER 2012-A CL A1 DTD 02/09/2012 VAR CPN 08/15/2025 NON CALLABLE 144A PRIVATE PLACEMENT	10,915.81	10,903.27	229.40	2.10
135000	VOLKSWAGEN CREDIT AUTO MASTER TRUST ASSET BCKD SEC SER 2014-1A CL A2 DTD 08/20/2014 1.400% 07/22/2019 NON CALLABLE 144A PRIVATE PLACEMENT	134,906.85	134,071.88	1,890.00	1.40

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	TOTAL	1,132,548.60	1,157,289.69	18,141.82	1.60
	CORPORATE BONDS				
225000	AMERICAN EXPR CENTURION MEDIUM TERM NOTE DTD 06/12/2007 5.950% 06/12/2017 NON CALLABLE	229,394.25	258,531.75	13,387.50	5.84
250000	APPLE INC DTD 05/03/2013 1.000% 05/03/2018 NON CALLABLE	249,062.50	249,010.00	2,500.00	1.00
190000	IBM CORP DTD 10/30/1995 7.000% 10/30/2025 NON CALLABLE	244,444.50	248,330.00	13,300.00	5.44
250000	NATIONAL CITY BANK MEDIUM TERM NOTE DTD 06/07/2007 VAR CPN 06/07/2017 NON CALLABLE	250,102.50	236,760.00	3,295.00	1.32
200000	ORACLE CORP DTD 07/15/2011 3.875% 07/15/2020 NON CALLABLE	212,260.00	214,797.40	7,750.00	3.65

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
240000	PHILIP MORRIS INTL INC DTD 08/11/2015 3.375% 08/11/2025 CALLABLE	244,010.40	242,764.80	8,100.00	3.32

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	<u>FIXED INCOME - FOREIGN</u>				
	<u>FOREIGN CORPORATE</u>				
210000	CREDIT SUISSE NEW YORK MEDIUM TERM NOTE DTD 08/13/2009 5.300% 08/13/2019 AND CALLABLE	226,596.30	227,982.30	11,130.00	4.91
	Grand Total	\$2,788,419.05	\$2,835,466.54		

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 12

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PURCHASED INTEREST RECEIVABLE	35,867.	35,867.
FEDERAL EXCISE TAX RECEIVABLE	21,267.	21,267.
TOTALS	<u>57,134.</u>	<u>57,134.</u>

ATTACHMENT 13FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
BASIS ADJUSTMENT	1,519.
TOTAL	<u>1,519.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SUSAN CLAYTON GARWOOD 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	19,000.	0.	0.
DUNCAN E OSBORNE 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	15,000.	0.	0.
ELIZABETH B OSBORNE 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	15,000.	0.	0.
LEGACY TRUST COMPANY - HOUSTON 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	SEC/TREAS 1.00	60,537.	0.	0.
GEORGE PETERKIN 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	15,000.	0.	0.
GRAND TOTALS		124,537.	0.	0.

ATTACHMENT 15FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

LEGACY TRUST COMPANY
600 JEFFERSON STREET, SUITE 300
HOUSTON, TX 77002
713-651-8800

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONTEMPORARY ARTS MUSEUM OF HOUSTON 5216 MONTROSE HOUSTON, TX 77006	NONE PC		PROGRAM SUPPORT	10,000
COMMUNITIES IN SCHOOLS HOUSTON, INC 2150 W 18TH ST STE 100 HOUSTON, TX 77008	NONE PC		CHARITABLE	10,000
URBAN HARVEST P O BOX 980460 HOUSTON, TX 77098	NONE PC		CHARITABLE	15,000
HOUSTON PARKS BOARD 2001 KIRBY, STE 814 HOUSTON, TX 77019	NONE PC		CHARITABLE	5,000
RICE DESIGN ALLIANCE P O BOX 1892 HOUSTON, TX 77251	NONE PC		CHARITABLE	15,000
CHINATI FOUNDATION P O BOX 1135 MARFA, TX 79843	NONE PC		CHARITABLE	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BREAKTHROUGH HOUSTON 2401 CLAREMONT LANE HOUSTON, TX 77019	NONE PC	CHARITABLE	7,500
MUSEUM OF FINE ARTS HOUSTON PO BOX 6826 HOUSTON, TX 77265	NONE PC	CHARITABLE	40,000
BUFFALO BAYOU PARTNERSHIP 1113 VINE ST STE 200 HOUSTON, TX 77002	NONE PC	CHARITABLE	10,000
HOUSTON ARBORETUM & NATURE CENTER 4501 WOODWAY DR HOUSTON, TX 77024	NONE PC	CHARITABLE	125,000
KATY PRAIRIE CONSERVANCY 3015 RICHMOND AVE SUITE 230 HOUSTON, TX 77098	NONE PC	CHARITABLE	15,000
PLANNED PARENTHOOD GULF COAST INC 4600 GULF FREEWAY HOUSTON, TX 77023	NONE PC	SOCIAL SERVICE	85,000

FORM 990PF - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RICE GALLERY 6100 MAIN STREET HOUSTON, TX 77005	NONE PC		ARTS/EDUCATION	3,000
WORKSHOP HOUSTON P O BOX 88365 ATTN BENJAMIN MASON HOUSTON, TX 77288	NONE PC		CHARITABLE	15,000
SUSTAINABLE FOOD CENTER INC 2921 E. 17TH STREET, BUILDING C AUSTIN, TX 78702	NONE PC		CHARITABLE	10,000
BAYOU PRESERVATION ASSOCIATION P O BOX 131563 HOUSTON, TX 77219	NONE PC		CHARITABLE	10,000
CAMP FIRE CENTRAL TEXAS P O BOX 303040 AUSTIN, TX 78703	NONE PC		CHARITABLE	3,000
CHINQUAPIN SCHOOL 2615 E WALLISVILLE RD HIGHLANDS, TX 77562	NONE PC		CHARITABLE	10,000

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
SMALL STEPS NURTURING CENTER 2902 JENSON DRIVE HOUSTON, TX 77026	NONE PC		CHARITABLE	5,000
ST THOMAS HIGH SCHOOL 4500 MEMORIAL DR HOUSTON, TX 77007	NONE PC		CHARITABLE	105,000
MINDPOP 5511 PARKCREST DR SUITE 207 AUSTIN, TX 78731	NONE PC		CHARITABLE	10,000
PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVE, SUITE 206 DALLAS, TX 75231	NONE PC		CHARITABLE	20,000
BERKSHIRE HISTORY SOCIETY AT ARROWHEAD PO BOX 1437 PITTSFIELD, MA 01202	NONE PC		CHARITABLE	10,000
EL CENTRO DEL CORAZON 7037 CAPITOL ST HOUSTON, TX 77011	NONE PC		CHARITABLE	5,000

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EPISCOPAL HIGH SCHOOL 4650 BISSENET ST BELLAIRE, TX 77401	NONE PC	CHARITABLE	5,000
HOUSTON PUBLIC LIBRARY FOUNDATION INC PO BOX 2105 HOUSTON, TX 77252	NONE PC	CHARITABLE	43,500
PECKERWOOD GARDENS CONSERVATION FOUNDATION INC 20571 FM 359 RD HEMPSTEAD, TX 77445	NONE PC	CHARITABLE	10,000
WILLIAM MARSH RICE UNIVERSITY P O. BOX 1892 HOUSTON, TX 77251	NONE PC	CHARITABLE	10,000
HERMANN PARK CONSERVANCY 6201 A HERMANN PARK DRIVE HOUSTON, TX 77030	NONE PC	CHARITABLE	25,000
ANNUNCIATION GREEK ORTHODOX ENDOWMENT FUND 3511 YOAKUM BLVD HOUSTON, TX 77006	NONE PC	CHARITABLE	30,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARCHAEOLOGICAL INSTITUTE OF AMERICA 656 BEACON STREET BOSTON, MA 022152006	NONE PC		CHARITABLE	10,000
ASSOCIATION OF ART MUSEUM CURATORS 174 E 80TH STREET NEW YORK, NY 10075	NONE PC		CHARITABLE	5,000
CASA DE ESPERANZA DE LOS NINOS PO BOX 66581 HOUSTON, TX 77266	NONE PC		CHARITABLE	15,000
CULLINAN PARK CONSERVANCY PO BOX 422 SUGAR LAND, TX 77487	NONE PC		CHARITABLE	25,000
DA CAMERA ENDOWMENT FUND 1402 SUL ROSS HOUSTON, TX 77006	NONE PC		CHARITABLE	5,000
EDUCATION FOUNDATION OF HARRIS COUNTY 6300 IRVINGTON BLVD HOUSTON, TX 77022	NONE PC		CHARITABLE	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE HARRIS SCHOOL INC 6210 ROOKIN STREET HOUSTON, TX 77074	NONE PC	CHARITABLE	5,000
HOUSTON ARTS ALLIANCE 3201 ALLEN PKWY, SUITE 250 HOUSTON, TX 77019	NONE PC	CHARITABLE	10,000
HOUSTON MOD PO BOX 541353 HOUSTON, TX 77254	NONE PC	CHARITABLE	25,000
MEMORIAL PARK CONSERVANCY 7575 NO PICNIC LANE HOUSTON, TX 77007	NONE PC	CHARITABLE	10,000
MENIL FOUNDATION 1519 BRANARD HOUSTON, TX 77006	NONE PC	CHARITABLE	35,000
NATIONAL TRUST FOR HISTORIC PRESERVATION IN THE US 2600 VIRGINIA AVE NW, STE 1100 WASHINGTON, DC 20037	NONE PC	CHARITABLE	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PRESERVATION HOUSTON 3272 WESTHEIMER, STE 2 HOUSTON, TX 77098	NONE PC		CHARITABLE	25,000
TREES FOR HOUSTON PO BOX 270477 HOUSTON, TX 77277	NONE PC		CHARITABLE	10,000.
WALLER CREEK CONSERVANCY PO BOX 12363 AUSTIN, TX 78711	NONE PC		CHARITABLE	5,000
TEXAS TRIBUNE INC 823 CONGRESS AVE, STE 1400 AUSTIN, TX 78701	NONE PC		CHARITABLE	15,000
TOTAL CONTRIBUTIONS PAID				<u>897,000.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 17

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME	
		AMOUNT	CODE	AMOUNT	
PARTNERSHIP INCOME	211110	-375.	01	2,498.	
MISCELLANEOUS INCOME	211110		01	30.	
TOTALS		<u>-375.</u>		<u>2,528.</u>	

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Short Term Sales Reported on 1099-B									
0.2	ADIANT PLC								
G0084W101	11/14/2016	10/31/2016	9.01	9.32			-0.31	0.00	0.00
100 0	ADIANT PLC								
G0084W101	11/15/2016	10/31/2016	4,668.63	4,658.50			10.13	0.00	0.00
0.84	JOHNSON CONTROLS INTERNATIONAL PLC								
G51502105	09/16/2016	09/07/2016	37.38	40.41			-3.03	0.00	0.00
500.0	WHITEWAVE FOODS CO - A								
966244105	07/25/2016	05/09/2016	27,700.39	20,945.00			6,755.39	0.00	0.00
Total Short Term Sales Reported on 1099-B			32,415.41	25,653.23	0.00	0.00	6,762.18	0.00	0.00

Report on Form 8949, Part I, with Box B checked

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld
Long Term Sales Reported on 1099-B										
100.0	ADVANSIX INC									
00773T101	10/05/2016		1,432.00	613.97			818.03		0.00	0.00
50.0	AMAZON COM INC									
023135106	04/26/2016	08/20/2009	30,960.90	4,191.33			26,769.57		0.00	0.00

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
100.0	AMERICAN EXPRESS CO								
025816109	04/26/2016	08/26/2014	6,611.86	8,951.60			-2,339.74	0.00	0.00
300.0	AMERICAN EXPRESS CO								
025816109	05/09/2016		19,166.58	26,991.64			-7,825.06	0.00	0.00
100.0	AMERICAN EXPRESS CO								
025816109	05/31/2016	01/13/2015	6,556.71	9,088.44			-2,531.73	0.00	0.00
200.0	AMERICAN EXPRESS CO								
025816109	06/14/2016		12,254.22	17,357.44			-5,103.21	0.00	0.00
550.0	ANADARKO PETE CORP								
032511107	07/25/2016		29,520.11	40,969.01			-11,448.90	0.00	0.00
300.0	APPLE INC								
037833100	07/25/2016	12/23/2009	29,178.86	8,669.48			20,509.38	0.00	0.00
150.0	APPLE INC								
037833100	08/25/2016	12/23/2009	16,073.64	4,334.74			11,738.90	0.00	0.00
0.618	CALIFORNIA RESOURCES CORP								
13057Q107	03/29/2016	11/30/2007	0.62	0.18			0.44	0.00	0.00
93.0	CALIFORNIA RESOURCES CORP								
13057Q107	04/21/2016		186.92	30.74			156.18	0.00	0.00

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
100.0	CANADIAN NATIONAL RAILWAY CO								
136375102	05/31/2016	07/11/2007	5,956.37	2,647.00			3,309.37	0.00	0.00
200.0	CANADIAN NATIONAL RAILWAY CO								
136375102	06/14/2016		11,691.74	5,077.89			6,613.85	0.00	0.00
200.0	CANADIAN NATIONAL RAILWAY CO								
136375102	07/26/2016	04/09/2008	12,635.72	4,861.78			7,773.94	0.00	0.00
200.0	CANADIAN NATIONAL RAILWAY CO								
136375102	08/25/2016	04/15/2008	12,956.71	4,869.00			8,087.71	0.00	0.00
50.0	CARDINAL HEALTH INC								
14149Y108	07/26/2016	02/06/2015	4,159.90	4,313.67			-153.77	0.00	0.00
100.0	CHEVRON CORPORATION								
166764100	04/26/2016	05/29/2002	10,252.78	4,391.00			5,861.78	0.00	0.00
100.0	CHEVRON CORPORATION								
166764100	05/09/2016	04/21/2005	10,030.78	5,267.00			4,763.78	0.00	0.00
0.5587	COTY INC								
222070203	10/14/2016	09/11/1998	14.03	4.95			9.08	0.00	0.00
50.0	DEERE & CO								
244199105	05/09/2016	11/22/2010	4,022.41	3,858.53			163.88	0.00	0.00

Description of property (Box 1a)													
Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss	Ordinary (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)			
100.0	DEERE & CO												
244199105	05/31/2016	11/22/2010	8,226.82	7,717.06			509.76		0.00	0.00			
200.0	DEERE & CO												
244199105	06/14/2016		16,879.64	15,879.06			1,000.57		0.00	0.00			
100.0	EMERSON ELEC CO												
291011104	04/26/2016	03/17/2005	5,584.88	3,328.00			2,256.88		0.00	0.00			
200.0	EMERSON ELEC CO												
291011104	05/09/2016		10,523.78	6,691.50			3,832.26		0.00	0.00			
100.0	EMERSON ELEC CO												
291011104	07/25/2016	08/17/2005	5,543.87	3,363.50			2,180.37		0.00	0.00			
1100.0	EMERSON ELEC CO												
291011104	08/02/2016		58,348.76	39,586.00			18,762.76		0.00	0.00			
700.0	ENTERPRISE PRODS PARTNERS LP												
293792107	04/26/2016		18,992.34	6,754.63			12,237.71		0.00	0.00			
100.0	EOG RESOURCES INC												
26875P101	05/09/2016	05/25/2010	7,788.83	4,799.67			2,989.16		0.00	0.00			
50.0	EOG RESOURCES INC												
26875P101	07/26/2016	05/25/2010	3,990.91	2,399.84			1,591.07		0.00	0.00			

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Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
100 0	EXXON MOBIL CORP								
30231G102	04/26/2016	06/10/2002	8,778.81	3,927.80			4,851.01	0.00	0.00
150 0	EXXON MOBIL CORP								
30231G102	05/09/2016	06/10/2002	13,187.71	5,891.70			7,296.01	0.00	0.00
150.0	EXXON MOBIL CORP								
30231G102	07/26/2016	06/10/2002	13,697.70	5,891.70			7,806.00	0.00	0.00
250.0	FORTIVE CORP								
34959J108	08/25/2016	06/08/2015	12,942.21	10,507.37			2,434.84	0.00	0.00
100.0	HONEYWELL INTL INC								
438516106	04/26/2016	08/24/2001	11,447.50	3,851.00			7,596.50	0.00	0.00
1200.0	JOHNSON CTLS INC								
478366107	09/07/2016		55,121.80	49,316.80			5,805.00	0.00	0.00
300.0	KINDER MORGAN INC								
49456B101	04/26/2016	08/31/2012	5,290.38	10,752.00			-5,461.62	0.00	0.00
700.0	KINDER MORGAN INC								
49456B101	05/09/2016		11,787.74	24,931.50			-13,143.76	0.00	0.00
50.0	MCKESSON CORP								
58155Q103	08/25/2016	11/13/2014	9,293.79	10,181.50			-887.71	0.00	0.00

Description of property (Box 1a)			Date Sold or Disposed (Box 1c)		Date Acquired (Box 1b)		Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Cusip Number													
150.0		OCCIDENTAL PETE CORP											
674599105		04/26/2016	11/30/2007			11,441.75	10,063.94				1,377.81	0.00	0.00
100.0		OCCIDENTAL PETE CORP											
674599105		05/09/2016	01/21/2010			7,487.84	7,401.49				86.35	0.00	0.00
150.0		OCCIDENTAL PETE CORP											
674599105		07/26/2016	01/21/2010			11,167.25	11,102.23				65.02	0.00	0.00
50.0		PNC FINANCIAL SERVICES GROUP											
693475105		07/26/2016	12/09/2002			4,138.40	2,039.00				2,099.40	0.00	0.00
200.0		QUALCOMM INC											
747525103		05/09/2016	04/04/2002			10,267.78	3,729.90				6,537.88	0.00	0.00
100.0		QUALCOMM INC											
747525103		07/25/2016	04/04/2002			6,056.86	1,864.95				4,191.91	0.00	0.00
300.0		RALPH LAUREN CORP											
751212101		05/09/2016				27,050.53	48,710.00				-21,659.47	0.00	0.00
400.0		SYSCO CORP											
871829107		08/25/2016	12/29/2014			21,047.54	16,247.04				4,800.50	0.00	0.00
1000.0		UNITED PARCEL SERVICE INC											
911312106		02/25/2016				97,340.78	72,574.00				24,766.78	0.00	0.00

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
200.0	UNITED TECHNOLOGIES CORP								
913017109	02/25/2016		18,832.00	15,520.90			3,311.09	0.00	0.00
1750.0	YAHOO INC								
984332106	07/25/2016	08/29/2013	67,311.06	48,017.03			19,294.03	0.00	0.00
Total Long Term Sales Reported on 1099-B			783,232.12	609,530.50	0.00	0.00	173,701.62	0.00	0.00

Report on Form 8949, Part II, with Box E checked

Description of property (Box 1a)												
Cualp Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss	Ordinary (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)		
Short Term Sales Reported on 1099-B												
435.0	AKAMAI TECHNOLOGIES INC											
009711101	11/01/2016	07/07/2016	29,728.25	23,970.89			5,757.36		0.00	0.00		
470.0	BANCORPSOUTH INC											
059692103	05/25/2016		11,275.57	11,294.84			-19.27		0.00	0.00		
285.0	BANK OF THE OZARKS											
063904106	08/02/2016	03/07/2016	10,111.12	11,920.18			-1,809.06		0.00	0.00		
405.0	CARTER'S INC											
146229109	08/30/2016		38,717.72	41,634.54			-2,916.82		0.00	0.00		
380.0	CORE LABORATORIES N V											
N22717107	01/28/2016		33,809.03	46,035.52			-12,226.49		0.00	0.00		
330.0	CUBESMART REIT											
229663109	04/20/2016	09/17/2015	10,145.82	8,518.88			1,626.94		0.00	0.00		
1340.0	CUBESMART REIT											
229663109	07/28/2016		39,182.49	36,364.44			2,818.05		0.00	0.00		

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Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
195.0	JONES LANG LASALLE INC								
48020Q107	05/03/2016	03/03/2016	21,985.62	20,749.09			1,236.53	0.00	0.00
60.0	KENNEDY-WILSON HOLDINGS INC.								
489398107	01/06/2016	02/02/2015	1,387.43	1,622.57			-235.14	0.00	0.00
15.0	KENNEDY-WILSON HOLDINGS INC.								
489398107	01/07/2016	02/02/2015	339.89	405.64			-65.75	0.00	0.00
990.0	LASALLE HOTEL PROPERTIES REIT								
517942108	02/19/2016		24,139.63	31,065.78			-6,926.15	0.00	0.00
525.0	LASALLE HOTEL PROPERTIES REIT								
517942108	02/19/2016	11/09/2015	12,799.27	15,557.80			-2,758.53	0.00	0.00
285.0	LENNAR CORP-CL A								
526057104	01/06/2016	01/12/2015	13,151.22	13,487.06			-335.84	0.00	0.00
40.0	LITHIA MOTORS INC-CLASS A								
636797103	03/16/2016	08/27/2015	3,599.54	4,321.81			-722.27	0.00	0.00
250.0	MEMORIAL RESOURCE DEVELOPMENT								
58605Q109	01/19/2016		3,284.94	4,375.35			-1,090.41	0.00	0.00
570.0	MEMORIAL RESOURCE DEVELOPMENT								
58605Q109	01/19/2016	11/17/2015	7,469.31	9,949.01			-2,479.70	0.00	0.00

DESCRIPTION OF PROPERTY

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss	Ordinary (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
165.0	MONRO MUFFLER BRAKE INC									
610236101	05/19/2016	12/09/2015	10,191.61	12,016.87			-1,825.26		0.00	0.00
100.0	MONRO MUFFLER BRAKE INC									
610236101	07/18/2016		6,397.84	7,283.33			-885.49		0.00	0.00
15.0	MONRO MUFFLER BRAKE INC									
610236101	07/18/2016	12/09/2015	957.70	1,092.64			-134.88		0.00	0.00
35.0	MONRO MUFFLER BRAKE INC									
610236101	07/19/2016	12/09/2015	2,204.85	2,549.48			-344.63		0.00	0.00
15.0	MONRO MUFFLER BRAKE INC									
610236101	07/19/2016	12/09/2015	947.71	1,092.64			-144.93		0.00	0.00
460.0	MONRO MUFFLER BRAKE INC									
610236101	07/28/2016		28,729.31	30,506.68			-1,777.37		0.00	0.00
840.0	PDC ENERGY INC									
69327R101	07/25/2016		42,483.83	50,959.20			-8,475.37		0.00	0.00
1530.0	PRIVATEBANCORP INC									
742962103	07/06/2016		66,266.23	60,758.53			5,507.70		0.00	0.00
375.0	SABRE CORP									
78573M104	10/11/2016	03/04/2016	9,922.54	10,528.80			-606.26		0.00	0.00

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Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
1090.0	SABRE CORP								
78573M104	12/13/2016	03/04/2016	28,407.06	30,603.71			-2,196.65	0.00	0.00
1315.0	SERVICEMASTER GLOBAL HOLDINGS INC								
81761R109	08/17/2016		47,530.16	50,888.53			-3,358.37	0.00	0.00
420.0	SIGNATURE BANK								
82569G104	05/06/2016		54,644.79	58,845.83			-4,201.04	0.00	0.00
205.0	SVB FINANCIAL GROUP								
78486Q101	12/09/2016		34,511.26	17,742.36			16,768.90	0.00	0.00
320.0	TEGNA INC								
87901J105	04/01/2016	12/03/2015	7,247.58	8,984.90			-1,737.32	0.00	0.00
355.0	TEXAS CAPITAL BANCSHARES								
88224Q107	03/23/2016	06/04/2015	13,945.30	19,869.42			-5,924.12	0.00	0.00
15.0	WATSCO INC								
942622200	03/24/2016	04/21/2015	1,969.15	1,845.53			123.62	0.00	0.00
340.0	WHITEWAVE FOODS CO - A								
965244105	07/07/2016	05/13/2016	19,146.20	15,123.20			4,023.00	0.00	0.00
Total Short Term Sales Reported on 1099-B			704,547.76	749,227.90	0.00	0.00	-44,680.14	0.00	0.00

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
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Report on Form 8949, Part I, with Box B checked

Long Term Sales Reported on 1099-B

450.0	ACADIA HEALTHCARE								
00404A109	05/12/2016		25,537.31	20,435.14			5,102.17	0.00	0.00
485.0	ACADIA HEALTHCARE								
00404A109	08/04/2016		25,093.50	23,021.95			2,071.55	0.00	0.00
430.0	ACI WORLDWIDE INC								
004498101	01/26/2016	06/18/2012	7,749.18	5,971.37			1,777.81	0.00	0.00
125.0	ACI WORLDWIDE INC								
004498101	01/26/2016	06/18/2012	2,251.03	1,735.86			515.17	0.00	0.00
30.0	ACI WORLDWIDE INC								
004498101	01/26/2016	06/18/2012	539.62	416.61			123.01	0.00	0.00
440.0	ACI WORLDWIDE INC								
004498101	03/28/2016	06/18/2012	8,423.49	6,110.23			2,313.26	0.00	0.00
580.0	ACI WORLDWIDE INC								
004498101	05/19/2016	06/18/2012	11,021.95	8,054.40			2,967.55	0.00	0.00

Description of property (Box 1a)												
Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)			
100.0	ACI WORLDWIDE INC											
004498101	05/19/2016	06/18/2012	1,901.75	1,388.69			513.06	0.00	0.00			
145.0	ACI WORLDWIDE INC											
004498101	08/02/2016	06/18/2012	2,825.41	2,013.60			811.81	0.00	0.00			
330.0	ACI WORLDWIDE INC											
004498101	08/03/2016		6,281.41	4,503.79			1,777.62	0.00	0.00			
145.0	ACI WORLDWIDE INC											
004498101	08/03/2016	07/26/2012	2,755.19	1,886.50			868.69	0.00	0.00			
815.0	ACI WORLDWIDE INC											
004498101	08/04/2016		15,224.85	10,548.94			4,675.91	0.00	0.00			
10.0	ACUITY BRANDS INC											
00508Y102	03/24/2016	04/04/2013	2,161.95	725.80			1,436.15	0.00	0.00			
135.0	ACUITY BRANDS INC											
00508Y102	10/19/2016	04/04/2013	32,750.83	9,798.34			22,952.49	0.00	0.00			
105.0	AKORN INC											
009728106	08/16/2016		3,065.93	1,506.21			1,559.72	0.00	0.00			
175.0	ALIGN TECHNOLOGY INC											
016255101	08/18/2016	08/05/2014	16,359.52	9,486.96			6,872.56	0.00	0.00			

Description of property (Box 1a)										
Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss	Ordinary (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
1470.0	BANCORPSOUTH INC									
059692103	05/25/2016		35,266.13	34,523.78			742.35		0.00	0.00
740.0	BANK OF THE OZARKS									
063904106	05/05/2016		27,397.75	28,543.97			-1,146.22		0.00	0.00
460.0	BANK OF THE OZARKS									
063904106	08/02/2016		16,319.71	18,018.24			-1,698.53		0.00	0.00
350.0	BURLINGTON STORES INC									
122017106	08/29/2016	08/18/2015	28,349.70	19,225.05			9,124.65		0.00	0.00
295.0	BURLINGTON STORES INC									
122017106	10/10/2016		23,527.16	16,052.97			7,474.19		0.00	0.00
1255.0	CIENA CORP									
171779309	03/28/2016		22,900.73	20,025.10			2,875.63		0.00	0.00
65.0	CRITEO SA SPONS ADR									
226718104	06/16/2016	05/13/2015	2,931.11	2,955.22			-24.11		0.00	0.00
265.0	CRITEO SA SPONS ADR									
226718104	08/16/2016		10,288.41	12,214.13			-1,925.72		0.00	0.00
90.0	CRITEO SA SPONS ADR									
226718104	08/16/2016		3,484.57	4,218.20			-733.63		0.00	0.00

Description of property (Box 1a)			Date Sold or Disposed (Box 1c)		Date Acquired (Box 1b)		Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Cusip Number													
195.0		CRITEO SA SPONS ADR											
226718104		08/24/2016	06/11/2015			7,497.54	9,307.58				-1,810.04	0.00	0.00
615.0		CRITEO SA SPONS ADR											
226718104		09/02/2016				23,782.58	29,370.47				-5,587.89	0.00	0.00
185.0		DEXCOM											
252131107		05/04/2016				11,421.11	7,642.80				3,778.31	0.00	0.00
175.0		DEXCOM											
252131107		05/05/2016				10,799.06	7,188.96				3,610.10	0.00	0.00
400.0		DIAMONDBACK ENERGY INC											
25278X109		01/11/2016	11/20/2014			23,682.80	26,813.96				-3,131.16	0.00	0.00
1095.0		E TRADE FINANCIAL CORP											
269246401		01/25/2016	06/18/2013			25,279.36	13,277.53				12,001.83	0.00	0.00
1130.0		E TRADE FINANCIAL CORP											
269246401		03/24/2016				27,595.35	13,976.83				13,618.52	0.00	0.00
540.0		E TRADE FINANCIAL CORP											
269246401		03/24/2016	09/12/2014			13,145.58	12,485.61				659.97	0.00	0.00
435.0		EURONET WORLDWIDE INC											
298736109		02/10/2016				25,068.33	22,462.91				2,605.42	0.00	0.00

Description of property (Box 1a)		Date Sold or Disposed (Box 1c)		Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Cusip Number											
2155.0	EXACT SCIENCES										
30063P105	01/05/2016				19,299.17	53,688.14			-34,388.97	0.00	0.00
515.0	FORTUNE BRANDS HOME & SECURITY, INC										
34964C106	11/02/2016				27,482.37	26,834.94			647.43	0.00	0.00
975.0	HEALTHCARE SVCS GROUP INC										
421906108	10/14/2016				36,475.90	28,915.14			7,560.76	0.00	0.00
565.0	HEXCEL CORP										
428291108	05/25/2016	06/21/2012			24,591.25	13,971.49			10,619.76	0.00	0.00
250.0	HEXCEL CORP										
428291108	05/25/2016	06/21/2012			10,882.71	6,182.07			4,700.64	0.00	0.00
105.0	JONES LANG LASALLE INC										
48020Q107	02/03/2016				12,845.61	11,428.12			1,417.49	0.00	0.00
195.0	JONES LANG LASALLE INC										
48020Q107	05/03/2016	05/29/2014			21,985.62	23,455.58			-1,469.96	0.00	0.00
1245.0	KENNEDY-WILSON HOLDINGS INC.										
489398107	03/28/2016				26,067.24	33,518.81			-7,451.57	0.00	0.00
790.0	LA QUINTA HOLDINGS INC										
50420D108	01/08/2016	09/04/2014			9,422.15	15,917.16			-6,495.01	0.00	0.00

Description of property (Box 1a)		Date Sold or Disposed (Box 1c)		Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss	Ordinary (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Cusip Number												
1600 0	LA QUINTA HOLDINGS INC											
50420D108		01/11/2016			18,973.56	32,510.86			-13,537.30		0.00	0.00
525.0	LA QUINTA HOLDINGS INC											
50420D108		01/11/2016	09/12/2014		6,220.50	10,678.50			-4,458.00		0.00	0.00
610.0	LENNAR CORP-CL A											
526057104		03/14/2016			27,736.52	27,873.60			-137.08		0.00	0.00
65.0	LIFE STORAGE INC REIT											
53223X107		12/01/2016			5,262.25	5,628.64			-366.39		0.00	0.00
85.0	LITHIA MOTORS INC-CLASS A											
536797103		01/08/2016	12/10/2014		7,624.13	6,874.40			749.73		0.00	0.00
210.0	LITHIA MOTORS INC-CLASS A											
536797103		01/08/2016	12/10/2014		18,663.30	16,983.81			1,679.49		0.00	0.00
180.0	LITHIA MOTORS INC-CLASS A											
536797103		03/16/2016			16,238.30	15,153.42			1,084.87		0.00	0.00
55.0	LITHIA MOTORS INC-CLASS A											
536797103		03/16/2016	01/23/2015		4,949.36	4,812.28			137.08		0.00	0.00
45.0	MANHATTAN ASSOCIATES INC											
562750109		06/16/2016	05/28/2015		2,900.67	2,488.56			412.11		0.00	0.00

Description of property (Box 1a)		Date Sold or Disposed (Box 1c)		Date Acquired (Box 1b)		Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Cusip Number												
325.0	MANHATTAN ASSOCIATES INC											
562750109		07/22/2016				19,244.33	18,455.80			788.53	0.00	0.00
115.0	MARTIN MARIETTA MATLS INC											
573284106		03/03/2016		02/10/2014		16,834.78	13,124.42			3,710.36	0.00	0.00
815.0	MEMORIAL RESOURCE DEVELOPMENT											
586050109		01/08/2016				12,492.90	17,935.35			-5,442.45	0.00	0.00
70.0	MEMORIAL RESOURCE DEVELOPMENT											
586050109		01/19/2016		10/14/2014		919.78	1,489.97			-570.19	0.00	0.00
205.0	MIDDLEBY CORP											
596278101		01/08/2016				19,585.38	6,897.24			12,688.14	0.00	0.00
985.0	PERKINELMER INC											
714046109		03/14/2016				47,583.73	44,043.90			3,539.83	0.00	0.00
25.0	POOL CORPORATION											
73278L105		03/24/2016				2,132.14	1,326.55			805.59	0.00	0.00
1425.0	RAMBUS INC											
750917106		04/21/2016				17,199.93	16,772.71			427.22	0.00	0.00
125.0	RAMBUS INC											
750917106		04/22/2016				1,501.22	1,485.33			15.89	0.00	0.00

Description of property (Box 1a)		Date Sold or Disposed (Box 1c)		Date Acquired (Box 1b)		Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Cusip Number												
45.0	RAMBUS INC											
750917106	04/25/2016					539.23	543.99			-4.76	0.00	0.00
105.0	RAMBUS INC											
750917106	04/25/2016	08/26/2014				1,257.68	1,273.43			-15.75	0.00	0.00
35.0	RAMBUS INC											
750917106	04/26/2016	08/26/2014				421.97	424.48			-2.51	0.00	0.00
75.0	RAMBUS INC											
750917106	04/26/2016					900.19	907.69			-7.50	0.00	0.00
2290.0	RAMBUS INC											
750917106	04/29/2016					26,519.45	28,800.23			-2,280.78	0.00	0.00
140.0	SOVRAN SELF STORAGE INC REIT											
84610H108	07/13/2016					14,837.02	12,051.45			2,785.57	0.00	0.00
120.0	SOVRAN SELF STORAGE INC REIT											
84610H108	08/02/2016	12/09/2014				12,234.98	10,375.67			1,859.31	0.00	0.00
35.0	TAKE-TWO INTERACTIVE SOFTWARE INC											
874054109	06/16/2016	09/25/2014				1,311.60	817.16			494.44	0.00	0.00
795.0	TEGNA INC											
87901J105	03/01/2016					19,444.16	21,652.40			-2,208.24	0.00	0.00

Description of property (Box 1a)										
Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss	Ordinary (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
470.0	TEGNA INC									
87901J105	03/21/2016		11,227.30	13,009.25			-1,781.95		0.00	0.00
245.0	TEGNA INC									
87901J105	04/01/2016	08/26/2014	5,544.22	6,811.63			-1,267.41		0.00	0.00
575.0	TEGNA INC									
87901J105	04/01/2016		13,023.00	14,676.09			-1,653.09		0.00	0.00
245.0	TEXAS CAPITAL BANCSHARES									
88224Q107	03/23/2016		9,628.29	10,389.41			-761.12		0.00	0.00
265.0	TEXAS CAPITAL BANCSHARES									
88224Q107	03/23/2016		10,409.87	13,525.77			-3,115.90		0.00	0.00
175.0	TRACTOR SUPPLY CO									
892356106	01/08/2016	06/21/2012	14,436.88	7,731.71			6,705.17		0.00	0.00
330.0	TRACTOR SUPPLY CO									
892356106	07/01/2016	06/21/2012	30,051.19	14,579.80			15,471.39		0.00	0.00
70.0	ULTA SALON COSMETICS & FRAG INC									
903845303	02/09/2016		10,581.53	6,951.12			3,630.41		0.00	0.00
60.0	ULTA SALON COSMETICS & FRAG INC									
903845303	02/09/2016	09/05/2014	9,062.36	5,960.45			3,101.91		0.00	0.00

Description of property (Box 1a)				Federal Income Tax		State Tax			
Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 2)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
155.0	ULTA SALON COSMETICS & FRAG INC								
90384S303	06/14/2016	09/05/2014	36,735.43	15,397.82			21,337.61	0.00	0.00
95.0	WATSCO INC								
942622200	09/08/2016	04/21/2015	13,973.03	11,688.32			2,284.71	0.00	0.00
80.0	WATSCO INC								
942622200	09/08/2016		11,781.03	9,721.02			2,060.01	0.00	0.00
10.0	WATSCO INC								
942622200	09/09/2016	05/05/2015	1,436.28	1,210.05			226.23	0.00	0.00
925.0	WHITEWAVE FOODS CO - A								
966244105	07/07/2016		52,088.93	27,036.45			25,052.48	0.00	0.00
Total Long Term Sales Reported on 1099-B			1,245,240.32	1,099,889.88	0.00	0.00	145,350.43	0.00	0.00

Report on Form 8949, Part II, with Box E checked

Purchase Date	Description	Sale Date	Proceeds	Basis	Gain/Loss
2/12/2015	Great Eagle Holdings	1/19/2016	35,223.11	42,056.43	(6,833.32) ST
2/12/2015	Great Eagle Holdings	1/20/2016	9,444.87	11,534.67	(2,089.80) ST
7/16/2015	Koninklijke DSM	1/20/2016	36,251.23	47,133.62	(10,882.39) ST
2/12/2015	Great Eagle Holdings	1/21/2016	3,601.65	4,483.21	(881.56) ST
2/12/2015	Great Eagle Holdings	1/22/2016	9,591.28	11,946.00	(2,354.72) ST
2/12/2015	Great Eagle Holdings	1/25/2016	97,065.47	120,092.59	(23,027.12) ST
3/1/2015	Jardine Matheson US	2/4/2016	36,475.00	43,839.47	(7,364.47) ST
7/14/2015	Jardine Matheson US	2/4/2016	34,494.93	35,912.89	(1,417.96) ST
7/14/2015	Jardine Matheson US	2/5/2016	44,679.68	45,460.72	(781.04) ST
6/4/2015	IG Group Holdings Plc Ord	2/16/2016	36,527.09	42,531.10	(6,004.01) ST
3/11/2016	Arm Holdings Plc Ord	8/9/2016	241,285.96	157,717.86	83,568.10 ST
4/18/2016	Arm Holdings Plc Ord	8/9/2016	59,224.73	37,122.51	22,102.22 ST
			643,865.00	599,831.07	44,033.94

Purchase Date	Description	Sale Date	Proceeds	Basis	Gain/Loss
11/7/2013	Lonza Group Ltd	1/6/2016	51,904 18	30,197 15	21,707 03 LT
8/16/2013	E ON SE	1/7/2016	116,966 06	220,892 36	(103,926 30) LT
9/19/2013	Cap Gemini	1/20/2016	102,230 72	73,815 29	28,415 43 LT
1/9/2015	Koninklijke DSM	1/20/2016	12,234 79	14,977 13	(2,742 34) LT
1/9/2015	Koninklijke DSM	1/20/2016	91,987 49	112,655 92	(20,668 43) LT
7/2/2012	Singapore Telecommunications	1/20/2016	118,709 55	129,412 36	(10,702 81) LT
7/2/2012	Jardine Matheson US	1/26/2016	71,091 87	69,737 51	1,354 36 LT
7/22/2014	Assa Abloy 'B'	1/28/2016	65,396 02	54,183 19	11,212 83 LT
9/2/2014	Fresenius Medical Care AG	1/28/2016	61,389 95	49,538 21	11,851 74 LT
9/3/2013	Securitas AB Series B SEK1	1/28/2016	51,489 67	39,084 64	12,405 03 LT
9/6/2012	Keyence Corporation	1/29/2016	223,601 60	127,821 93	95,779 67 LT
1/14/2014	Danske Bank	2/4/2016	67,552 95	56,753 81	10,799 14 LT
7/2/2012	East Japan Railway	2/4/2016	74,716 74	50,344 02	24,372 72 LT
7/2/2012	Jardine Matheson US	2/4/2016	72,950 01	69,737 51	3,212 50 LT
9/19/2013	Cap Gemini	2/19/2016	107,733 02	79,966 56	27,766 46 LT
11/7/2013	Lonza Group Ltd	5/31/2016	68,754 64	36,713 86	32,040 78 LT
1/2/2013	International Consolidated Airline Ord	6/27/2016	124,582 50	84,958 82	39,623 68 LT
4/10/2015	CyberAgent Inc	7/14/2016	34,691 74	34,640 50	51 24 LT
7/2/2012	East Japan Railway	8/9/2016	43,054 84	31,465 02	11,589 83 LT
9/12/2012	Lloyds Banking Group Plc Ord	9/12/2016	17,565 25	14,581 60	2,983 65 LT
9/12/2012	Lloyds Banking Group Plc Ord	9/12/2016	1,499 15	1,233 65	265 50 LT
9/12/2012	Lloyds Banking Group Plc Ord	9/13/2016	8,435 88	7,025 60	1,410 28 LT
9/12/2012	Lloyds Banking Group Plc Ord	9/13/2016	14,431 58	12,076 25	2,355 33 LT
9/12/2012	Lloyds Banking Group Plc Ord	9/14/2016	20,025 26	16,696 96	3,328 30 LT
9/12/2012	Lloyds Banking Group Plc Ord	9/14/2016	30,049 16	25,019 23	5,029 93 LT
9/14/2012	Lloyds Banking Group Plc Ord	9/14/2016	8,957 42	7,893 40	1,064 01 LT
9/14/2012	Lloyds Banking Group Plc Ord	9/15/2016	46,626 26	41,631 89	4,994 37 LT
9/14/2012	Lloyds Banking Group Plc Ord	9/15/2016	13,723 52	12,244 95	1,478 57 LT
9/14/2012	Lloyds Banking Group Plc Ord	9/16/2016	19,185 42	17,142 66	2,042 76 LT
9/14/2012	Lloyds Banking Group Plc Ord	9/16/2016	28,091 71	25,084 93	3,006 78 LT
12/18/2014	Philips Electronics	10/12/2016	37,552 74	37,575 69	(22 95) LT
4/10/2015	CyberAgent Inc	11/2/2016	42,161 22	43,300 63	(1,139 41) LT
9/2/2014	Fresenius Medical Care AG	11/30/2016	22,900 42	20,735 28	2,165 14 LT
9/2/2014	Fresenius Medical Care AG	11/30/2016	137,403 05	124,340 90	13,062 15 LT
9/2/2014	Fresenius Medical Care AG	11/30/2016	4,481 49	4,033 83	447 66 LT
9/2/2014	Fresenius Medical Care AG	12/1/2016	7,635 49	7,006 12	629 37 LT
9/2/2014	Fresenius Medical Care AG	12/1/2016	22,671 23	20,806 05	1,865 18 LT
6/4/2015	IG Group Holdings Plc Ord	12/6/2016	41,786 68	83,433 86	(41,647 18) LT
6/4/2015	IG Group Holdings Plc Ord	12/7/2016	30,082 32	58,741 52	(28,659 20) LT
6/25/2015	IG Group Holdings Plc Ord	12/7/2016	23,647 66	45,551 95	(21,904 29) LT
			2,139,951 25	1,993,052 73	146,898 52

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
9/28/16	175000.000	SOLD SHORT TERM TREASURY ACQUIRED 9/26/16 THROUGH 9/27/16	VARIOUS	9/28/16	175000.00	175000.00	0.00	0.00
9/29/16	183335.000	SOLD SHORT-TERM TREASURY ACQUIRED 9/09/16 THROUGH 9/26/16	VARIOUS	9/29/16	183335.00	183335.00	0.00	0.00
10/11/16	47997.000	SOLD SHORT-TERM TREASURY ACQUIRED 9/09/16 THROUGH 10/07/16	VARIOUS	10/11/16	47997.00	47997.00	0.00	0.00
*****	37.000	GAIN/LOSS ST:	10/ 4/16		37.00	37.00		
*****	41962.000	GAIN/LOSS ST:	10/ 7/16		41962.00	41962.00		
*****	5998.000	GAIN/LOSS ST:	9/ 9/16		5998.00	5998.00		
0/18/16	250000.000	SOLD SHORT-TERM TREASURY	10/17/16	10/18/16	250000.00	250000.00	0.00	0.00
0/28/16	121461.000	SOLD SHORT-TERM TREASURY ACQUIRED 9/09/16 THROUGH 10/26/16	VARIOUS	10/28/16	121461.00	121461.00	0.00	0.00
*****	22988.000	GAIN/LOSS ST:	10/17/16		22988.00	22988.00		
*****	8166.000	GAIN/LOSS ST:	10/19/16		8166.00	8166.00		
*****	159.000	GAIN/LOSS ST:	10/20/16		159.00	159.00		
*****	671.000	GAIN/LOSS ST:	10/21/16		671.00	671.00		
*****	44332.000	GAIN/LOSS ST:	10/24/16		44332.00	44332.00		
*****	44052.000	GAIN/LOSS ST:	10/26/16		44052.00	44052.00		
*****	1093.000	GAIN/LOSS ST:	9/ 9/16		1093.00	1093.00		
2/ 1/16	75143.000	SOLD SHORT-TERM TREASURY ACQUIRED 9/09/16 THROUGH 11/29/16	VARIOUS	12/1/16	75143.00	75143.00	0.00	0.00
*****	6650.000	GAIN/LOSS ST:	10/31/16		6650.00	6650.00		
*****	408.000	GAIN/LOSS ST:	11/ 1/16		408.00	408.00		
*****	14.000	GAIN/LOSS ST:	11/ 2/16		14.00	14.00		
*****	1250.000	GAIN/LOSS ST:	11/ 3/16		1250.00	1250.00		
*****	2500.000	GAIN/LOSS ST:	11/14/16		2500.00	2500.00		
*****	7417.000	GAIN/LOSS ST:	11/15/16		7417.00	7417.00		
*****	3029.000	GAIN/LOSS ST:	11/16/16		3029.00	3029.00		
*****	7907.000	GAIN/LOSS ST:	11/17/16		7907.00	7907.00		
*****	53.000	GAIN/LOSS ST:	11/22/16		53.00	53.00		
*****	27749.000	GAIN/LOSS ST:	11/23/16		27749.00	27749.00		
*****	157.000	GAIN/LOSS ST:	11/25/16		157.00	157.00		
*****	438.000	GAIN/LOSS ST:	11/29/16		438.00	438.00		
*****	17571.000	GAIN/LOSS ST:	9/ 9/16		17571.00	17571.00		
2/30/16	50082.000	SOLD SHORT-TERM TREASURY ACQUIRED 12/15/16 THROUGH 12/29/16	VARIOUS	12/30/16	50082.00	50082.00	0.00	0.00
*****	3926.000	GAIN/LOSS ST:	12/19/16		3926.00	3926.00		
*****	3803.000	GAIN/LOSS ST:	12/20/16		3803.00	3803.00		
*****	33193.000	GAIN/LOSS ST:	12/21/16		33193.00	33193.00		
*****	158.000	GAIN/LOSS ST:	12/22/16		158.00	158.00		
*****	463.000	GAIN/LOSS ST:	12/29/16		463.00	463.00		
*****	8539.000	GAIN/LOSS ST:	12/15/16		8539.00	8539.00		
2/ 9/16	324537.000	SOLD TAX-FREE TR ACQUIRED 1/27/16 THROUGH 2/08/16	VARIOUS	2/9/16	324537.00	324537.00	0.00	0.00

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T	NET L.T.
2/16/16	255908.000	SOLD TAX-FREE TR ACQUIRED 1/20/16 THROUGH 2/11/16	VARIOUS 2/16/16	255908.00	255908.00	0.00	0.00
2/24/16	50000.000	SOLD TAX-FREE TR ACQUIRED 12/17/15 THROUGH 2/19/16	VARIOUS 2/24/16	50000.00	50000.00	0.00	0.00
3/23/16	130868.000	SOLD TAX-FREE TR ACQUIRED 3/15/16 THROUGH 3/17/16	VARIOUS 3/23/16	130868.00	130868.00	0.00	0.00
3/31/16	174216.000	SOLD TAX-FREE TR ACQUIRED 6/12/15 THROUGH 3/29/16	VARIOUS 3/31/16	174216.00	174216.00	0.00	0.00
4/21/16	303257.000	SOLD TAX-FREE TR ACQUIRED 5/29/15 THROUGH 4/19/16	VARIOUS 4/21/16	303257.00	303257.00	0.00	0.00
5/ 3/16	98729.000	SOLD TAX-FREE TR	5/2/16 5/3/16	98729.00	98729.00	0.00	0.00
5/20/16	221101.000	SOLD TAX-FREE TR ACQUIRED 5/02/16 THROUGH 5/18/16	VARIOUS 5/20/16	221101.00	221101.00	0.00	0.00
5/25/16	27976.000	SOLD TAX-FREE TR	5/2/16 5/25/16	27976.00	27976.00	0.00	0.00
6/22/16	3711.000	SOLD TAX-FREE TR	6/17/16 6/22/16	3711.00	3711.00	0.00	0.00
6/27/16	134109.000	SOLD TAX-FREE TR ACQUIRED 5/29/15 THROUGH 6/17/16	VARIOUS 6/27/16	134109.00	134109.00	0.00	0.00
7/19/16	29.000	SOLD TAX-FREE TR	7/18/16 7/19/16	29.00	29.00	0.00	0.00
7/26/16	50060.000	SOLD TAX-FREE TR	7/25/16 7/26/16	50060.00	50060.00	0.00	0.00
8/ 5/16	75027.000	SOLD TAX-FREE TR ACQUIRED 7/15/16 THROUGH 8/02/16	VARIOUS 8/5/16	75027.00	75027.00	0.00	0.00
8/19/16	75129.000	SOLD TAX-FREE TR	8/18/16 8/19/16	75129.00	75129.00	0.00	0.00
8/26/16	244517.000	SOLD TAX-FREE TR ACQUIRED 8/18/16 THROUGH 8/24/16	VARIOUS 8/26/16	244517.00	244517.00	0.00	0.00
9/ 9/16	130363.000	SOLD TAX-FREE TR ACQUIRED 5/29/15 THROUGH 9/08/16	VARIOUS 9/9/16	130363.00	130363.00	0.00	0.00
1/27/16	300000.000	SOLD BARTON CAPITAL CORP. DCP 300,000 UNITS AT 100 \$	1/27/16 11/18/15 1/27/16	299856.25	299856.25	0.00	0.00
5/ 2/16	325000.000	SOLD BARTON CAPITAL SA DCP 325,000 UNITS AT 100 \$	5/02/16 2/5/16 5/2/16	324537.42	324537.42	0.00	0.00
9/26/16	175000.000	SOLD SOCIETE GENERALE DCP 175,000 UNITS AT 100 \$	9/26/16 3/30/16 9/26/16	174216.88	174216.88	0.00	0.00

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
3/15/16	250000.000	SOLD U.S. TREASURY NOTES 250,000 UNITS AT 100 \$	3/15/16	3/26/13	3/15/16	250000.00	249952.01	47.99
1/15/16	57.750	SOLD FHLMC PL #IN1417 V- DECEMBER FHLMC DUE 1/15/16	2/01/37	5/31/12	1/15/16	57.75	61.57	-3.82
2/16/16	5229.300	SOLD FHLMC PL #IN1417 V- JANUARY FHLMC DUE 2/15/16	2/01/37	5/31/12	2/15/16	5229.30	5574.92	-345.62
3/15/16	37.560	SOLD FHLMC PL #IN1417 V- FEBRUARY FHLMC DUE 3/15/16	2/01/37	5/31/12	3/15/16	37.56	40.04	-2.48
4/15/16	27.810	SOLD FHLMC PL #IN1417 V- MARCH FHLMC DUE 4/15/16	2/01/37	5/31/12	4/15/16	27.81	29.65	-1.84
5/16/16	32.150	SOLD FHLMC PL #IN1417 V- APRIL FHLMC DUE 5/15/16	2/01/37	5/31/12	5/15/16	32.15	34.27	2.12
6/15/16	1765.290	SOLD FHLMC PL #IN1417 V- MAY FHLMC DUE 6/15/16	2/01/37	5/31/12	6/15/16	1765.29	1881.96	-116.67
7/18/16	30.980	SOLD FHLMC PL #IN1417 V- JUNE FHLMC DUE 7/15/16	2/01/37	5/31/12	7/15/16	30.98	33.03	-2.05
8/15/16	31.460	SOLD FHLMC PL #IN1417 V- JULY FHLMC DUE 8/15/16	2/01/37	5/31/12	8/15/16	31.46	33.54	-2.08
9/15/16	20.210	SOLD FHLMC PL #IN1417 V- AUGUST FHLMC DUE 9/15/16	2/01/37	5/31/12	9/15/16	20.21	21.55	-1.34
10/17/16	10807.500	SOLD FHLMC PL #IN1417 V- SEPTEMBER FHLMC DUE 10/15/16	2/01/37	5/31/12	10/15/16	10807.50	11521.81	-714.31
11/15/16	29.710	SOLD FHLMC PL #IN1417 V- OCTOBER FHLMC DUE 11/15/16	2/01/37	5/31/12	11/15/16	29.71	31.67	-1.96
12/15/16	3316.830	SOLD FHLMC PL #IN1417 V- NOVEMBER FHLMC DUE 12/15/16	2/01/37	5/31/12	12/15/16	3316.83	3536.05	-219.22
1/19/16	4659.270	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19	3/19/15	1/15/16	4659.10	0.17
2/17/16	4169.530	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19	3/19/15	2/15/16	4169.38	0.15
3/16/16	5262.370	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19	3/19/15	3/15/16	5262.18	0.19
4/18/16	5533.860	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19	3/19/15	4/15/16	5533.86	0.20
5/17/16	5177.290	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19	3/19/15	5/15/16	5177.29	0.19
6/16/16	4375.620	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19	3/19/15	6/15/16	4375.62	0.16

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
7/19/16	4613.740	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19 3/19/15	7/15/16	4613.74	4613.57	0.17
8/16/16	3977.980	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19 3/19/15	8/15/16	3977.98	3977.84	0.14
9/16/16	4064.470	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19 3/19/15	9/15/16	4064.47	4064.32	0.15
0/18/16	4011.880	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19 3/19/15	10/17/16	4011.88	4011.74	0.14
1/16/16	3926.440	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19 3/19/15	11/15/16	3926.44	3926.30	0.14
2/19/16	3538.500	SOLD CPS AUTO TRUST ABS	1.530%	7/15/19 3/19/15	12/15/16	3538.50	3538.37	0.13
0/17/16	11465.470	SOLD CPS AUTO TRUST ABS	1.620%	1/15/20 9/22/16	10/17/16	11465.47	11475.77	0.00
1/15/16	6748.180	SOLD CPS AUTO TRUST ABS	1.620%	1/15/20 9/22/16	11/15/16	6748.18	6754.24	0.00
2/15/16	6154.420	SOLD CPS AUTO TRUST ABS	1.620%	1/15/20 9/22/16	12/15/16	6154.42	6159.95	0.00
1/19/16	14225.260	SOLD FIRST INVESTORS ABS	0.860%	8/15/18 8/6/14	1/15/16	14225.26	14224.37	0.89
2/17/16	14212.930	SOLD FIRST INVESTORS ABS	0.860%	8/15/18 8/6/14	2/15/16	14212.93	14212.04	0.89
3/16/16	13189.330	SOLD FIRST INVESTORS ABS	0.860%	8/15/18 8/6/14	3/15/16	13189.33	13188.51	0.82
4/18/16	14068.720	SOLD FIRST INVESTORS ABS	0.860%	8/15/18 8/6/14	4/15/16	14068.72	14067.84	0.88
5/17/16	12213.900	SOLD FIRST INVESTORS ABS	0.860%	8/15/18 8/6/14	5/15/16	12213.90	12213.14	0.76
6/16/16	11685.720	SOLD FIRST INVESTORS ABS	0.860%	8/15/18 8/6/14	6/15/16	11685.72	11684.99	0.73
7/20/16	192.050	SOLD FIRST INVESTORS ABS	0.860%	8/15/18 8/6/14	7/15/16	192.05	192.01	0.04
4/15/16	25322.090	SOLD FIRST INVESTORS ABS	1.060%	11/15/18 3/15/16	4/15/16	25322.09	25266.70	0.00
5/16/16	22568.290	SOLD FIRST INVESTORS ABS	1.060%	11/15/18 3/15/16	5/15/16	22568.29	22518.92	0.00
6/15/16	22519.130	SOLD FIRST INVESTORS ABS	1.060%	11/15/18 3/15/16	6/15/16	22519.13	22469.87	0.00
7/15/16	22901.220	SOLD FIRST INVESTORS ABS	1.060%	11/15/18 3/15/16	7/15/16	22901.22	22851.12	0.00
8/15/16	19440.920	SOLD FIRST INVESTORS ABS	1.060%	11/15/18 3/15/16	8/15/16	19440.92	19398.39	0.00
9/15/16	18392.120	SOLD FIRST INVESTORS ABS	1.060%	11/15/18 3/15/16	9/15/16	18392.12	18351.89	0.00
1/16/16	2938.950	SOLD FORD CREDIT AUTO ABS	1.080%	3/15/19 5/20/16	11/15/16	2938.95	2936.31	0.00
2/15/16	7886.480	SOLD FORD CREDIT AUTO ABS	1.080%	3/15/19 5/20/16	12/15/16	7886.48	7879.39	0.00
9/21/16	35589.780	SOLD GM FINANCIAL ABS	1.220%	1/22/18 8/23/16	9/20/16	35589.78	35610.63	0.00
0/21/16	27176.840	SOLD GM FINANCIAL ABS	1.220%	1/22/18 8/23/16	10/20/16	27176.84	27192.76	0.00

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
1/22/16	27563.800	SOLD GM FINANCIAL ABS	1.220%	1/22/18 8/23/16	27563.80	27579.95	-16.15	0.00
2/20/16	33036.220	SOLD GM FINANCIAL ABS	1.220%	1/22/18 8/23/16	33036.22	33055.58	-19.36	0.00
8/22/16	18993.010	SOLD GM FINANCIAL ABS	1.300%	5/21/18 6/17/16	18993.01	19004.14	-11.13	0.00
9/21/16	29239.770	SOLD GM FINANCIAL ABS	1.300%	5/21/18 6/17/16	29239.77	29256.90	-17.13	0.00
0/21/16	16767.220	SOLD GM FINANCIAL ABS	1.300%	5/21/18 6/17/16	16767.22	16777.05	-9.83	0.00
1/19/16	3978.580	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	3978.58	3978.58	0.00	0.00
2/17/16	4005.450	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	4005.45	4005.45	0.00	0.00
3/15/16	4273.220	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	4273.22	4273.22	0.00	0.00
4/18/16	4430.030	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	4430.03	4430.03	0.00	0.00
5/17/16	4331.490	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	4331.49	4331.49	0.00	0.00
6/16/16	3960.150	SOLD SLM STUDENT ABS V	2.167%	8/15/25 2/2/12	3960.15	3960.15	0.00	0.00
7/19/16	4236.910	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	4236.91	4236.91	0.00	0.00
8/16/16	3940.540	SOLD SLM STUDENT ABS V	2.167%	8/15/25 2/2/12	3940.54	3940.54	0.00	0.00
9/16/16	4282.390	SOLD SLM STUDENT ABS V	2.167%	8/15/25 2/2/12	4282.39	4282.39	0.00	0.00
0/18/16	3953.770	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	3953.77	3953.77	0.00	0.00
1/16/16	3750.090	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	3750.09	3750.09	0.00	0.00
2/16/16	3817.090	SOLD SLM STUDENT ABS V-	2.167%	8/15/25 2/2/12	3817.09	3817.09	0.00	0.00
5/16/16	21672.840	SOLD SMART TRUST ABS V-M	1.208%	8/14/18 10/4/12	21672.84	21672.84	0.00	0.00
6/16/16	23660.700	SOLD SMART TRUST ABS V-M	1.208%	8/14/18 10/4/12	23660.70	23660.70	0.00	0.00
7/14/16	21974.730	SOLD SMART TRUST ABS V-M	1.208%	8/14/18 10/4/12	21974.73	21974.73	0.00	0.00
8/17/16	182691.730	SOLD SMART TRUST ABS V-M	1.208%	8/14/18 10/4/12	182691.73	182691.73	0.00	0.00
6/21/16	61232.380	SOLD VOLKSWAGEN AUTO ABS	0.800%	4/20/17 5/17/16	61232.38	61227.60	4.78	0.00
7/22/16	87915.790	SOLD VOLKSWAGEN AUTO ABS	0.800%	4/20/17 5/17/16	87915.79	87908.92	6.87	0.00
0/ 7/16	40000.000	SOLD AMER EXPR CENTUR MTN 40,000 UNITS AT 103.004 \$	5.95%	6/12/17 11/27/13	41201.60	45961.20	0.00	-4759.60
2/ 8/16	250000.000	SOLD GOLDMAN SACHS GROUP ACQUIRED 9/06/11 THROUGH 6/26/12 250,000 UNITS AT 100 \$	3.625%	2/07/16 VARIOUS	250000.00	249343.00	0.00	657.00
*****	100000.000	GAIN/LOSS LT:	807.00	9/ 6/11	100000.00	99193.00	0.00	

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
*****	150000.000	GAIN/LOSS LT:	-150.00	6/26/12	150000.00	150150.00		
8/23/16	60000.000	SOLD IBM CORP 60,000 UNITS AT 136 ¢	7.000¢	10/30/25 10/15/15 8/18/16	81600.00	78420.00	3180.00	0.00
4/12/16	250000.000	SOLD JOHN DEERE MTN V-Q 250,000 UNITS AT 100 ¢	0.731¢	4/12/16 6/9/14 4/12/16	250000.00	250000.00	0.00	0.00
8/23/16	60000.000	SOLD PHILIP MORRIS INT 60,000 UNITS AT 108.464 ¢	3.375¢	8/11/25 11/6/15 8/18/16	65078.40	60691.20	4387.20	0.00
10/17/16	250000.000	SOLD WACHOVIA CORP V-Q 250,000 UNITS AT 100 ¢	1.251¢	10/15/16 3/20/12 10/15/16	250000.00	232720.50	0.00	17279.50
1/15/16	16.690	SOLD FHLMC SER 3378 CMO	5.5¢	1/15/23 10/17/07 1/15/16	16.69	16.74	0.00	0.05
2/16/16	48.350	SOLD FHLMC SER 3378 CMO	5.5¢	1/15/23 10/17/07 2/15/16	48.35	48.49	0.00	-0.14
3/15/16	14.990	SOLD FHLMC SER 3378 CMO	5.5¢	1/15/23 10/17/07 3/15/16	14.99	15.03	0.00	0.04
4/15/16	14.760	SOLD FHLMC SER 3378 CMO	5.5¢	1/15/23 10/17/07 4/15/16	14.76	14.80	0.00	-0.04
5/16/16	13.300	SOLD FHLMC SER 3378 CMO	5.5¢	1/15/23 10/17/07 5/15/16	13.30	13.34	0.00	-0.04
6/15/16	15.290	SOLD FHLMC SER 3378 CMO	5.5¢	1/15/23 10/17/07 6/15/16	15.29	15.33	0.00	-0.04
7/21/16	5.430	SOLD FHLMC SER 3378 CMO	5.5¢	1/15/23 10/17/07 7/15/16	5.43	5.43	0.00	0.00
10/26/16	40000.000	SOLD CREDIT SUISSE NY MTN 40,000 UNITS AT 109.056 ¢	5.3¢	8/13/19 2/10/16 10/21/16	43622.40	43425.20	197.20	0.00
							=====	=====
							7940.91	11817.46

Short Term \$723,330.82 \$715,389.91

Long Term \$2,264,208.14 \$2,252,390.68