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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

HELEN BELL CHARITABLE TRUST 430078014

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

Room/suite

PO BOX 61540 TRUST TAX COMPLIANCE

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

NEW ORLEANS, LA 70161

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) ► \$ 1,123,630. (Part I, column (d) must be on cash basis)

A Employer identification number

76-0348648

B Telephone number (see instructions)

866-442-3764

C If exemption application is pending, check here. ► D 1 Foreign organizations, check here. ►
2 Foreign organizations meeting the 85% test, check here and attach computation. ► E If private foundation status was terminated under section 507(b)(1)(A), check here. ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ►

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	17,990.	17,756.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	9,432.			
b Gross sales price for all assets on line 6a	982,386.			
7 Capital gain net income (from Part IV, line 2)		9,432.	9	
8 Net short-term capital gain.			0	
9 Income modifications			8	
10a Gross sales less returns and allowances			MAILED	
b Less Cost of goods sold			15	
c Gross profit or (loss) (attach schedule)			2017	
11 Other income (attach schedule)	135,518.	136,414.		STMT 5
12 Total. Add lines 1 through 11	162,940.	163,602.		
13 Compensation of officers, directors, trustees, etc	20,963.	11,529.		9,433.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	STMT 6.	880.	880.	NONE
b Accounting fees (attach schedule)				NONE
c Other professional fees (attach schedule)	STMT 7.	700.		700.
17 Interest				
18 Taxes (attach schedule) (see instructions)	STMT 8.	6,628.	4,578.	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	STMT 9.	151.	151.	
24 Total operating and administrative expenses.				
Add lines 13 through 23.	29,322.	17,138.	NONE	10,133.
25 Contributions, gifts, grants paid		39,858.		39,858.
26 Total expenses and disbursements. Add lines 24 and 25		69,180.	17,138.	NONE
27 Subtract line 26 from line 12				49,991.
a Excess of revenue over expenses and disbursements	93,760.			
b Net investment income (if negative, enter -0-)		146,464.		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	86,757.	90,206.	90,206.
	3 Accounts receivable ►			
	Less. allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	411,651.	652,468.	820,201.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ►	54,626.	54,626.	88,001.
Less accumulated depreciation ►				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	265,188.	105,690.	125,222.	
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation ►				
15 Other assets (describe ►)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	818,222.	902,990.	1,123,630.	
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)			NONE
	Foundations that follow SFAS 117, check here ► and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	818,222.	902,990.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	818,222.	902,990.	
31 Total liabilities and net assets/fund balances (see instructions)	818,222.	902,990.		
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	818,222.		
2 Enter amount from Part I, line 27a	2	93,760.		
3 Other increases not included in line 2 (itemize) ► <u>CY MUTUAL FUND TIMING ADJUSTMENT</u>	3	94.		
4 Add lines 1, 2, and 3	4	912,076.		
5 Decreases not included in line 2 (itemize) ► <u>PY TIMING ADJUSTMENT</u>	5	9,086.		
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	902,990.		

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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a 982,386.		972,954.		9,432.	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any			
a				9,432.	
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	9,432.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	47,671.	1,008,026.	0.047291
2014	47,355.	969,634.	0.048838
2013	63,831.	903,109.	0.070679
2012	33,715.	822,963.	0.040968
2011	31,812.	766,134.	0.041523
2 Total of line 1, column (d)		2	0.249299
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	0.049860
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4	1,019,049.
5 Multiply line 4 by line 3.		5	50,810.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	1,465.
7 Add lines 5 and 6		7	52,275.
8 Enter qualifying distributions from Part XII, line 4		8	49,991.
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 see instructions)			
1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	1	2,929.
1b	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
1c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
1d	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	2,929.
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
6a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,436.
6b	Exempt foreign organizations - tax withheld at source		
6c	Tax paid with application for extension of time to file (Form 8868)		
6d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d	7	1,436.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ► <input type="checkbox"/> NONE Refunded ► <input type="checkbox"/> 11		

Part VII-A Statements Regarding Activities

1a	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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?

1b 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

1c Did the foundation file Form 1120-POL for this year?

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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.

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?

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

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities (continued)

11	Yes	No
11		X
12		X
13	X	
14	The books are in care of ► CAPITAL ONE, N.A. Telephone no ► (866) 442-3764	
	Located at ► P.O. BOX 61540, NEW ORLEANS, LA ZIP+4 ► 70161	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► 15	
16	Yes	No
16		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

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

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			X
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b

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
CAPITAL ONE, N.A. P.O. BOX 61540, NEW ORLEANS, LA 70161	TRUSTEE 1	20,963.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ► **NONE**

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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		NONE
Total number of others receiving over \$50,000 for professional services ►		NONE

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 <u>NONE</u>	
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 <u>NONE</u>	
2	
All other program-related investments. See instructions	
3 <u>NONE</u>	
Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 934,815.
b	Average of monthly cash balances	1b 99,753.
c	Fair market value of all other assets (see instructions).	1c NONE
d	Total (add lines 1a, b, and c)	1d 1,034,568.
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 NONE
3	Subtract line 2 from line 1d	3 1,034,568.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 15,519.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1,019,049.
6	Minimum investment return. Enter 5% of line 5	6 50,952.

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 50,952.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 2,929.
b	Income tax for 2016. (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b	2c 2,929.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 48,023.
4	Recoveries of amounts treated as qualifying distributions	4 NONE
5	Add lines 3 and 4	5 48,023.
6	Deduction from distributable amount (see instructions)	6 NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 48,023.

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 49,991.
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 NONE
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a NONE
b	Cash distribution test (attach the required schedule)	3b NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 49,991.
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 N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 49,991.

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				48,023.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			NONE	
b Total for prior years 20 14,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	10,265.			
d From 2014	513.			
e From 2015	NONE			
f Total of lines 3a through e	10,778.			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 49,991.				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount.				48,023.
e Remaining amount distributed out of corpus.	1,968.			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,746.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2015 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				NONE
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	12,746.			
10 Analysis of line 9				
a Excess from 2012	NONE			
b Excess from 2013	10,265.			
c Excess from 2014	513.			
d Excess from 2015	NONE			
e Excess from 2016	1,968.			

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)																																																																																							
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center; padding: 2px;">Tax year</th> <th colspan="3" style="text-align: center; padding: 2px;">Prior 3 years</th> <th rowspan="2" style="text-align: center; vertical-align: bottom; padding: 2px;">(e) Total</th> </tr> <tr> <th style="text-align: center; padding: 2px;">(a) 2016</th> <th style="text-align: center; padding: 2px;">(b) 2015</th> <th style="text-align: center; padding: 2px;">(c) 2014</th> <th style="text-align: center; padding: 2px;">(d) 2013</th> </tr> </thead> <tbody> <tr> <td style="text-align: center; padding: 2px;">2a</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">b</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">c</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">d</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">e</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">3</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">a</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">(1)</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">(2)</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">b</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">c</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">(1)</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">(2)</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">(3)</td> <td style="text-align: center; padding: 2px;"> </td> </tr> <tr> <td style="text-align: center; padding: 2px;">(4)</td> <td style="text-align: center; padding: 2px;"> </td> </tr> </tbody> </table>					Tax year	Prior 3 years			(e) Total	(a) 2016	(b) 2015	(c) 2014	(d) 2013	2a					b					c					d					e					3					a					(1)					(2)					b					c					(1)					(2)					(3)					(4)				
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Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)
1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
MONSIGNOR KELLY HIGH SCHOOL 5950 KELLY DRIVE BEAUMONT TX 77707	NONE		CHARITABLE	6,000.
HUMANE SOCIETY OF SOUTHEAST TEXAS P. O. BOX 1629 BEAUMONT TX 77704	NONE	501 C 3	CHARITABLE	33,858.
Total			► 3a	39,858.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	17,990.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	9,432.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a				
b	<u>NET ROYALTY INCOME</u>		14	135,518.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				162,940.	
13 Total Add line 12, columns (b), (d), and (e)				13	162,940.

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

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

NOT APPLICABLE

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of.		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

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

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

Sign Here		Raelyn A Tiernan		05/10/2017	►TRUSTEE	May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Signature of officer or trustee		Date		Title			
CAPITAL ONE, N.A. BY:							
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN	
	JOSEPH J. CASTRIANO			05/10/2017	P01251603		
	Firm's name ► PRICEWATERHOUSECOOPERS, LLP		Firm's EIN ► 13-4008324				
Firm's address ► 600 GRANT STREET PITTSBURGH, PA		Phone no 412-355-6000					

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC COM	311.	311.
ABBVIE INC COM	4.	4.
ACTIVISION BLIZZARD INC	30.	30.
ALASKA AIR GROUP INC COM	66.	66.
ALTRIA GROUP INC COM	1.	1.
AMERICAN EXPRESS CO	33.	33.
AMERISOURCEBERGEN CORP COM	72.	72.
AMGEN INC	76.	76.
ANADARKO PETROLEUM CORP COMMON STOCK	1.	1.
ANTHEM INC COM	91.	91.
APPLE COMPUTER INC COMMON STOCK	361.	361.
AQUILA THREE PEAKS HIGH INCOME CL Y #702	151.	151.
ARCHER DANIELS MIDLAND CO	71.	71.
ARCHROCK INC COM	30.	30.
BANK OF AMERICA CORP COM	31.	31.
BLACKSTONE ALTERNATIVE MULTI STRATEGY FU	171.	171.
BOEING CO	144.	144.
BRINKER INTL INC COM	51.	51.
BRISTOL-MYERS SQUIBB CO	4.	4.
CVS CORP	44.	44.
CATERPILLAR INC	37.	37.
CHEVRON TEXACO CORP COM	210.	210.
CISCO SYS INC	57.	57.
THE COCA-COLA COMPANY COM	125.	125.
COCA COLA ENTERPRISES INC NEW COM	59.	59.
COMERICA INC COMMON STOCK	46.	46.
CONOCOPHILLIPS COM	35.	35.
COSTCO WHOLESALE CORP COM	46.	46.
CROWN CASTLE INTL CORP NEW COM	2.	2.
DELAWARE LIMITED TERM DIVERSIFIED INCOME	1,542.	1,426.
DEVON ENERGY CORP COM	1.	1.
DISNEY WALT	62.	62.
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		STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DISCOVER FINL SVCS COM	97.	97.
DOVER CORP	22.	22.
EOG RESOURCES INC COM	30.	30.
EDISON INTERNATIONAL COMMON STOCK	106.	106.
EMERSON ELEC CO	63.	63.
EXXON MOBIL CORP COM	298.	298.
FEDERATED INSTITUTIONAL HIGH YIELD BOND	242.	242.
FIDELITY IMM GOVERNMENT FUND #2642	124.	124.
FIDELITY ADVISOR INVESTMENT GRADE BOND F	203.	203.
FLUOR CORP (NEW) COM	7.	7.
GENERAL ELEC CO COM	147.	147.
GILEAD SCIENCES INC COM	46.	46.
GOLDMAN SACHS GROUP INC COM	65.	65.
GOLDMAN SACHS COMMODITY STRATEGY FUND -	6.	6.
HCP INC COM	7.	1.
HSN INC COM	29.	29.
HARRIS CORP DEL	62.	62.
HASBRO INC COMMON STOCK	103.	103.
HESS CORP COM	1.	1.
HOME DEPOT INC	135.	135.
HONEYWELL INTERNATIONAL INC COM	125.	125.
INTERNATIONAL BUSINESS MACHS	176.	176.
ISHARES MSCI EAFFE ETF	817.	817.
ISHARES CORE S&P MID-CAP ETF	251.	251.
ISHARES RUSSELL 2000 VALUE ETF	707.	707.
ISHARES INTERMEDIATE CREDIT BOND ETF	1,165.	1,165.
J P MORGAN CHASE & CO NT	184.	184.
JOHNSON & JOHNSON	61.	61.
KINDER MORGAN INC DEL COM	2.	2.
LEAR CORP COM NEW	31.	31.
CLEARBRIDGE MID CAP FUND CLASS I	307.	307.
LILLY ELI & CO	82.	82.
LINEAR TECHNOLOGY CORP	91.	91.
EYN601 6841 05/10/2017 09:53:59	4300078014	20

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MACYS INC COM	44.	44.
MASTERCARD INC CL A	58.	58.
MCKESSON HBOC INC	31.	31.
MERCK & CO INC NEW COM	7.	7.
MICROSOFT CORP	179.	179.
MONSANTO CO NEW COM	76.	76.
MURPHY OIL CORP	1.	1.
NEWELL RUBBERMAID INC COM	45.	45.
NEWMONT MNNG CORP	1.	1.
NEXTERA ENERGY INC COM	104.	104.
NORTHROP GRUMMAN CORP	74.	74.
OCCIDENTAL PETROLEUM CORP. COMMON STOCK	1.	1.
OMEGA HEALTHCARE INVS INC COM	211.	181.
ONEOK INC NEW COM	1.	1.
OPPENHEIMER INTERNATIONAL SMALL-MID COMP	165.	165.
ORACLE CORP COM	44.	44.
PNC BK CORP	81.	81.
PEPSICO INC	1.	1.
PFIZER INC	154.	154.
PHILIP MORRIS INTL INC COM	144.	144.
PHILLIPS 66 COM	110.	110.
PIMCO COMMODITIESPLUS STRATEGY FUND - IN	3.	3.
PROCTER & GAMBLE CO	7.	7.
PRUDENTIAL FINANCIAL INC COM	97.	97.
PUBLIC STORAGE INC COM	80.	80.
QUALCOMM INC	83.	83.
QUESTAR CORP COM	83.	83.
REYNOLDS AMERN INC COM	46.	46.
ROBERT HALF INTL INC COM	23.	23.
ST JUDE MED INC COM	87.	87.
SCHLUMBERGER LTD	51.	51.
SUNTRUST BANKS INC COMMON STOCK	92.	92.
TJX COS INC NEW	77.	77.
EYN601 6841L 05/10/2017 09:53:59	4300078014	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THORNBURG INTERNATIONAL VALUE FUND CLASS	741.	741.
TRAVELERS COS INC COM	89.	89.
TWENTY FIRST CENTY FOX INC CL A	18.	18.
TYSON FOODS INC	22.	22.
UBS ALERIAN MLP INDEX ETN	634.	634.
UNION PAC CORP COM	111.	111.
UNITED STATES STEEL CORP COM	10.	10.
VANGUARD BD INDEX FD INC TOTAL BD MARKET	835.	835.
VANGUARD SCOTTSDALE FDS VANGUARD SHORT T	317.	317.
VANGUARD SHORT-TERM CORPORATE BOND ETF	168.	168.
VANGUARD SCOTTSDALE FDS INT TERM GOV	1,006.	1,006.
VANGUARD INDEX FDS REIT ETF	25.	17.
VERIZON COMMUNICATIONS COM	141.	141.
WD 40 CO COM	42.	42.
WAL MART STORES INC	38.	38.
WELLS FARGO & CO NEW COM	209.	209.
WELLS FARGO SHORT-TERM HIGH YIELD BOND F	532.	532.
WESTERN DIGITAL CORP COM	26.	26.
WHIRLPOOL CORP COMMON STOCK	66.	66.
WHOLE FOODS MARKET INC COM	26.	26.
WILLIAMS COS INC COMMON STOCK	4.	4.
YUM! BRANDS INC COM	1.	1.
ZIMMER HOLDINGS INC W/I COM	27.	27.
PIONEER NATURAL RESRC USA INC	2.	2.
ACCENTURE PLC CLASS A ORDINARY SHARES	74.	74.
EVEREST RE GROUP LTD COM	132.	132.
INGERSOLL RAND PLC SHS	57.	57.
MEDTRONIC PLC SHS	130.	86.
FIDELITY IMM PRIME INST FD #2014	311.	311.
LYONDELLBASELL INDUSTRIES N V SHS A	176.	176.
BROADCOM LTD SHS	2.	2.
TOTAL	17,990.	17,756.
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FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NET ROYALTY INCOME	135,518.	136,414.
TOTALS	135,518.	136,414.

=====

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - INCOME (ALLOCABLE	880.	880.	880.	
TOTALS	880.	880.	880.	NONE

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	700.	700.
TOTALS	700.	700.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
REAL ESTATE TAX ON NON-RENTAL	4,403.	4,403.
FEDERAL TAX PAYMENT - PRIOR YE	614.	
FEDERAL ESTIMATES - INCOME	1,077.	
FEDERAL ESTIMATES - PRINCIPAL	359.	
FOREIGN TAXES ON QUALIFIED FOR	175.	
TOTALS	6,628.	4,578.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
REAL ESTATE EXPENSE ON NON-REN OTHER NONALLOCABLE EXPENSES -	150. 1.	150. 1.
TOTALS	=====	151. =====