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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

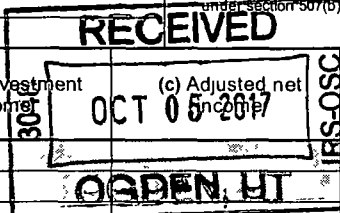
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Name of foundation HILEN FOUNDATION		A Employer identification number 91-1662466
Number and street (or P O box number if mail is not delivered to street address) 1000 SECOND AVENUE, 34TH FLOOR		B Telephone number (see instructions) (206) 667-0300
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 98104-1022		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 533,805.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
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)
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	18,482.	18,482.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	40,783.			
b	Gross sales price for all assets on line 6a 183,751.				
7	Capital gain net income (from Part IV, line 2)		40,783.		
8	Net short-term capital gain.				
9	Income modifications			51,000.	
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 2	51,000.			
12	Total. Add lines 1 through 11	110,265.	59,265.	51,000.	
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 3	3,315.			3,315.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) [4]	19,460.	9,860.		9,600.
17	Interest				
18	Taxes (attach schedule) (see instructions) [5]	596.	103.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 6	35.			35.
24	Total operating and administrative expenses. Add lines 13 through 23.	23,406.	9,963.		12,950.
25	Contributions, gifts, grants paid	191,833.			191,833.
26	Total expenses and disbursements. Add lines 24 and 25	215,239.	9,963.	0.	204,783.
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	-104,974.			
b	Net investment income (if negative, enter -0-)		49,302.		
c	Adjusted net income (if negative, enter -0-)			51,000.	

SCANNED OCT 06 2017

Revenue
Operating and Administrative Expenses



4

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		25,857.	1,928.	1,928.
	2	Savings and temporary cash investments		22,109.	10,783.	10,783.
	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) ATCH 7		230,029.	203,184.	315,362.
	c	Investments - corporate bonds (attach schedule) ATCH 8		266,474.	202,762.	204,852.
	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 9)			880.	880.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		544,469.	419,537.	533,805.	
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 ▶ ATCH 10)		866.	493.	
23	Total liabilities (add lines 17 through 22)		866.	493.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		543,603.	419,044.	
	30	Total net assets or fund balances (see instructions)		543,603.	419,044.	
31	Total liabilities and net assets/fund balances (see instructions)		544,469.	419,537.		

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	543,603.
2	Enter amount from Part I, line 27a	2	-104,974.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	438,629.
5	Decreases not included in line 2 (itemize) ▶ ATCH 11	5	19,585.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	419,044.

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	40,783.	
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	335,633.	900,080.	0.372892
2014	207,792.	1,128,958.	0.184056
2013	179,534.	1,177,607.	0.152457
2012	1,600.	1,152,840.	0.001388
2011	23,700.	506,635.	0.046779
2 Total of line 1, column (d)			2 0.757572
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 0.151514
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 652,579.
5 Multiply line 4 by line 3.			5 98,875.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 493.
7 Add lines 5 and 6.			7 99,368.
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.			8 204,783.

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	493.
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	493.
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	493.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	880.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	120.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,000.	
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	507.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ☒ 507. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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) ☒ WA, _____		
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)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	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).	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>DANIEL ASHER</u> Telephone no <u>206-667-0300</u> Located at <u>1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA</u> ZIP+4 <u>98104</u>		
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 <u>15</u>		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u></u>		

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.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	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? If "Yes," list the years <u></u>	☐ 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)	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 <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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

If "Yes" to 6b, file Form 8870

6b**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 12		0.	0.	0.

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

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

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

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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		0.
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 N/A	
2	
3	
4	

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

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

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 620,011.
b	Average of monthly cash balances	1b 42,506.
c	Fair market value of all other assets (see instructions).	1c
d	Total (add lines 1a, b, and c)	1d 662,517.
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	3 662,517.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4 9,938.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 652,579.
6	Minimum investment return. Enter 5% of line 5	6 32,629.

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 32,629.
2a	Tax on investment income for 2016 from Part VI, line 5 2a 493.	
b	Income tax for 2016. (This does not include the tax from Part VI) 2b	
c	Add lines 2a and 2b	2c 493.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 32,136.
4	Recoveries of amounts treated as qualifying distributions	4 51,000.
5	Add lines 3 and 4	5 83,136.
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 83,136.

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 204,783.
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	4 204,783.
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)	5 493.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 204,290.

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				83,136.
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				
b From 2012				
c From 2013				77,551.
d From 2014				152,292.
e From 2015				292,343.
f Total of lines 3a through e	522,186.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>204,783.</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.				83,136.
e Remaining amount distributed out of corpus.	121,647.			
5 Excess distributions carryover applied to 2016. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	643,833.			
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	643,833.			
10 Analysis of line 9.				
a Excess from 2012				
b Excess from 2013				77,551.
c Excess from 2014				152,292.
d Excess from 2015				292,343.
e Excess from 2016				121,647.

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	
2 a	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).)

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

Recipient 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 ATTACHMENT A 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 98104	N/A	PC	SEE ATTACHMENT A	191,833.
Total			3a	191,833.
b Approved for future payment ATCH 13				
Total			3b	66,667.

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	18,482.		
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	40,783.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . . .						
11 Other revenue a _____						
b ATCH 14 _____						51,000.
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)				59,265.		51,000.
13 Total. Add line 12, columns (b), (d), and (e)				13		110,265.

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

[illegible]

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

- | | | | |
|---|--------------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of.</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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</p> | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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  **Signature of officer or trustee**

 **Date**

 **Title**

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	MADALINA DOBRA	MADALINA DOBRA	09/22/2017		P01327561
	Firm's name	▶ FOUNDATION MANAGEMENT GROUP, LLC			Firm's EIN ▶ 91-2003136
	Firm's address	▶ 1000 2ND AVE 34TH FLOOR SEATTLE, WA 98104-1022			Phone no 206-667-0300

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 CAPITAL GAIN DISTRIBUTIONS					70.	
		SHORT TERM SALES				P	VARIOUS	VARIOUS
5,734.		PROPERTY TYPE: SECURITIES					-266.	
		6,000.						
		LONG TERM SALES				P	VARIOUS	VARIOUS
177,581.		PROPERTY TYPE: SECURITIES					40,613.	
		136,968.						
		2016 CLASS ACTION PROCEEDS				P	VARIOUS	5/18/2016
366.		PROPERTY TYPE: OTHER					366.	
TOTAL GAIN(LOSS)							<u>40,783.</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>
BNY MELLON INTEREST	11,667.	11,667.
BNY MELLON DIVIDENDS	6,815.	6,815.
TOTAL	<u>18,482.</u>	<u>18,482.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FRIENDS OF MAITI NEPAL - GRANT RECOVERED	51,000.		
TOTALS	51,000.		SEE PART I, LINE 9 (C)

ATTACHMENT 3

FORM 990PF, PART I - LEGAL 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>
LEGAL FEES - DORSEY & WHITNEY	3,315.			3,315.
TOTALS	<u>3,315.</u>			<u>3,315.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL 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>
ADMINISTRATION FEES - FOUNDATION MANAGEMENT GROUP	12,000.	2,400.		9,600.
BROKERAGE FEES - BNY MELLON	7,460.	7,460.		
TOTALS	<u>19,460.</u>	<u>9,860.</u>		<u>9,600.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL EXCISE TAXES	493.			
FOREIGN TAXES	103.	103.		
	<u>596.</u>	<u>103.</u>		
TOTALS				

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FILING/LICENSE EXPENSE	35.			35.
TOTALS	35.			35.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

DESCRIPTION

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITIES	155,333.	266,727.
EXCHANGE-TRADED PRODUCTS	47,851.	48,635.
SEE BALANCE SHEET DETAIL		
TOTALS	<u>203,184.</u>	<u>315,362.</u>

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

CORPORATE BONDS
SEE BALANCE SHEET DETAIL

202,762.

204,852.

TOTALS

202,762.

204,852.

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 9

DESCRIPTION

ENDING
BOOK VALUE ENDING
 FMV

PREPAID FEDERAL EXCISE TAX

880. 880.

TOTALS

880. 880.

ATTACHMENT 10FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
CURRENT FEDERAL TAX LIABILITY	493.
TOTALS	<u>493.</u>

ATTACHMENT 11FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

COST BASIS ADJUSTMENT FOR BOND PREMIUM

19,585.

TOTAL

19,585.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KRISTIN HILEN MANDT 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	VICE PRESIDENT/DIRECTOR 2.00	0.	0.	0.
ANDREW G HILEN 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	PRESIDENT/TREASURER/DIRECTOR 2.00	0.	0.	0.
INGRID HILEN SAVAGE 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	AT-LARGE/DIRECTOR 2.00	0.	0.	0.
DANIEL ASHER 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	SECRETARY 2.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 13

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

UW FOUNDATION
482 ALLEN LIBRARY
M/S BOX 352900
SEATTLE, WA 98195-2900

NONE
PC

TO PROVIDE SUPPORT TO THE LIBRARIES SENIOR
CONSERVATOR ENDOWED FUND

66,667

TOTAL CONTRIBUTIONS APPROVED

66,667

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

<u>DESCRIPTION</u>	<u>BUSINESS</u>		<u>EXCLUSION</u>		<u>RELATED OR EXEMPT</u>	
	<u>CODE</u>	<u>AMOUNT</u>	<u>CODE</u>	<u>AMOUNT</u>	<u>FUNCTION</u>	<u>INCOME</u>
FRIENDS OF MAITI NEPAL - 2014 GRANT RECOVERED						51,000.
TOTALS						<u>51,000.</u>

		Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
FIXED INCOME									
Corporate Bonds									
WELLS FARGO & CO NEW SR UNSECD NT 5.625% 12/11/17 B/E DTD 12/10/17		10,000 0000	103.6760	10,367.60	10,392.41	-24.81	562.50	31.25	5.42
Security Identifier: 949746NX5 Price Estimated As of: 12/30/2016 Factor 1 Factor Effective Date: 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A2 S & P Rating A									
CONOCOPHILLIPS CO G1D NT 1050% 12/15/17 B/E DTD 12/07/12 CL8		15,000 0000	99.4890	14,923.35	14,920.35	3.00	157.50	7.00	1.05
Security Identifier 20826FA82 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date: 12/30/2016 Remaining Balance(Current Value) 15,000.00 Moody Rating Baa2 S & P Rating A-									
BB&T CORP SR MEDIUM TERM NTS FIXED RT NTS SERC 1450% 01/12/18 B/E DTD 11/21/12 CL8		10,000 0000	99.8350	9,983.50	9,943.35	40.15	145.00	68.07	1.45
Security Identifier: 05531FAM5 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date: 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A2 S & P Rating A-									

FIXED INCOME (continued)

Corporate Bonds (continued)

UNITED PARCEL SVC INC SR NT 5.500% 01/15/18 B/E
DTD 01/15/08

Security Identifier 911312AH9

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000.00

Moody Rating A1 S & P Rating A+

MCDONALDS CORP MEDIUM TERM NTS
MEDIUM-TERM NOTES SERIES 115350% 03/01/18 B/E
DTD 02/29/08

Security Identifier 58013MEE0

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000.00

Moody Rating Baa1 S & P Rating BBB+

ARCHER DANIELS MIDLAND CO NOTES 5.450%
03/15/18 B/E DTD 03/04/08

Security Identifier 039483AY8

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 8,000.00

Moody Rating A2 S & P Rating A

ORACLE CORP NT 5.750% 04/15/18 B/E DTD
04/09/08

Security Identifier 68389XAC9

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000.00

Moody Rating A1 S & P Rating AA-

Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
10,000.0000	104.2200	10,422.00	10,417.92	4.08	550.00	253.61	5.27
10,000.0000	104.2130	10,421.30	11,854.57	1,433.27	535.00	178.33	5.13
8,000.0000	104.7480	8,379.84	8,362.50	17.34	436.00	128.38	5.20
10,000.0000	105.6460	10,564.60	10,538.90	25.70	575.00	121.39	5.44

FIXED INCOME (Continued)

Corporate Bonds (continued)

PEPSICO INC SR NT 5 000% 06/01/18 B/E DTD
05/28/08

Security Identifier 7134488H0

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000 00

Moody Rating A1 S & P Rating A

UNITED STATES BANCORP MEDIUM U S BANCORP
MEDIUM TERM NTS- FIXED RT SER T1950% 11/15/18
B/E DTD 11/07/13 CLB

Security Identifier 91159HHE3

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000 00

Moody Rating A1 S & P Rating A+

CATERPILLAR INC NT 7 900% 12/15/18 B/E DTD
12/05/08

Security Identifier 1491238Q3

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000 00

Moody Rating A3 S & P Rating A

UNILEVER CAP CORP GTD SR FXD RT 2 200%
03/06/19 B/E DTD 09/06/13

Security Identifier 904764AQ0

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000 00

Moody Rating A1 S & P Rating A+

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
	10,000 0000	105 0180	10,501 80	10,140 19	361 61	500 00	41 67	4 76
	10,000 0000	100 5090	10,050 90	10,059 50	-8 60	195 00	24 92	1 94
	10,000 0000	111 6170	11,161 70	10,025 77	1,135 93	790 00	35 11	7 07
	10,000 0000	101 0120	10,101 20	10,072 37	28 83	220 00	70 28	2 17

FIXED INCOME (Continued)

Corporate Bonds (Continued)

SYS CO CORP SR NT 5.375% 03/17/19 B/E DTD
03/17/09

Security Identifier 871829AM9

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000.00

Moody Rating A3 S & P Rating BBB+

EMERSON ELEC CO NTS 4.875% 10/15/19 B/E DTD
01/21/09

Security Identifier 291011AY0

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000.00

Moody Rating A2 S & P Rating A

UNITEDHEALTH GROUP INC FXD RT NT 2.700%
07/15/20 B/E DTD 07/23/15

Security Identifier 91324PCM2

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 10,000.00

Moody Rating A3 S & P Rating A+

GILEAD SCIENCES INC FXD RT SR NT 2.550%
09/01/20 B/E DTD 09/14/15

Security Identifier 375558888

Price Estimated As of 12/30/2016

Factor 1 Factor Effective Date 12/30/2016

Remaining Balance(Current Value) 15,000.00

Moody Rating A3 S & P Rating A

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income Yield
SYS CO CORP SR NT 5.375% 03/17/19 B/E DTD 03/17/09	10,000.0000	107.1320	10,713.20	10,665.45	47.75	537.50	155.28 5.01
Security Identifier 871829AM9 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A3 S & P Rating BBB+							
EMERSON ELEC CO NTS 4.875% 10/15/19 B/E DTD 01/21/09	10,000.0000	107.8840	10,788.40	10,524.80	263.60	487.50	102.92 4.51
Security Identifier 291011AY0 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A2 S & P Rating A							
UNITEDHEALTH GROUP INC FXD RT NT 2.700% 07/15/20 B/E DTD 07/23/15	10,000.0000	101.5050	10,150.50	10,184.79	-34.29	270.00	124.50 2.65
Security Identifier 91324PCM2 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A3 S & P Rating A+							
GILEAD SCIENCES INC FXD RT SR NT 2.550% 09/01/20 B/E DTD 09/14/15	15,000.0000	101.0540	15,158.10	15,139.52	18.58	382.50	127.50 2.52
Security Identifier 375558888 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date 12/30/2016 Remaining Balance(Current Value) 15,000.00 Moody Rating A3 S & P Rating A							

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income Yield
FIXED INCOME (continued)							
Corporate Bonds (continued)							
BLACROCK INC FIXED RT NT 4.250% 05/24/21 B/E DTD 05/24/11	10,000.0000	107.6130	10,761.30	9,993.96	767.34	425.00	43.68 3.94
Security Identifier 09247XAH4 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date: 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A1 S & P Rating AA-							
DISNEY WALT CO NEW MEDIUM TERM NTS FIXED RATE GLOBAL NOTES 2.750% 08/16/21 B/E DTD 08/22/11	10,000.0000	101.7980	10,179.80	9,817.00	362.80	275.00	103.13 2.70
Security Identifier Z5468PCN4 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date: 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A2 S & P Rating A							
OCCIDENTAL PETE CORP SR FIVE RATE NT 3.125% 02/15/22 B/E DTD 08/18/11 CL8	10,000.0000	102.2100	10,221.00	9,917.50	303.50	312.50	118.06 3.05
Security Identifier 674599CC7 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date: 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A3 S & P Rating A							

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income Yield
FIXED INCOME (continued)							
Corporate Bonds (continued)							
HOME DEPOT INC SR NT 2.700% 04/01/23 B/E DTD 04/05/13 CLB Security Identifier 437076AZ5 Price Estimated As of 12/30/2016 Factor 1 Factor Effective Date 12/30/2016 Remaining Balance(Current Value) 10,000.00 Moody Rating A2 S & P Rating A	10,000.0000	100.0210	10,002.10	9,790.93	211.17	270.00	67.50 2.69
Total Corporate Bonds			204,852.19 204,852.19	202,761.78 202,761.78	2,090.41 2,090.41	7,626.00 7,626.00	1,802.58 1,802.58
TOTAL FIXED INCOME							
EQUITIES							
Common Stock							
ACTIVISION BLIZZARD INC COM Security Identifier: ATVI CUSIP: 00507VI09 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	75.0000	36.1100	2,708.25	2,397.48	310.77	19.50	0.00 0.72
ALLERGAN PLC COM SHS ISIN#IE00BY9D5467 Security Identifier AGN CUSIP: G01771J08 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	14.0000	210.0100	2,940.14	2,016.14	924.00	39.20	0.00 1.33
ALPHABET INC CAP STK CL A Security Identifier GOOGL CUSIP: 02079K305 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	5.0000	792.4500	3,962.25	1,202.80	2,759.45	0.00	0.00 0.00

EQUITIES (continued)

Common Stock (continued)

ALPHABET INC CAP STK CL C

Security Identifier GOOG

CUSIP 02079K107

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
4 0000	771 8200	3,087 28	962 12	2,125 16	0 00	0 00	0 00

AMAZON COM INC

Security Identifier AMZN

CUSIP 023135106

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

7 0000	749 8700	5,249 09	559 13	4,689 96	0 00	0 00	0 00
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AMGEN INC COM

Security Identifier AMGN

CUSIP 031162100

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

25 0000	146 2100	3,655 25	3,687 54	32 29	115 00	0 00	3 14
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APPLE INC COM

Security Identifier AAPL

CUSIP 037833100

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

39 0000	115 8200	4,516 98	1,129 05	3,387 93	88 92	0 00	1 96
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B&B T CORP COM

Security Identifier BBT

CUSIP 054937107

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

80 0000	47 0200	3,761 60	2,691 17	1,070 43	96 00	0 00	2 55
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EQUITIES (continued)		Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
Common Stock (continued)									
BERKSHIRE HATHAWAY INC DEL CL B NEW		38 0000	162 9800	6,193 24	3,117 33	3,075 91	0 00	0 00	0 00
Security Identifier BRK B									
CUSIP 084670702									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
BLACKROCK INC COM		9 0000	380 5400	3,424 86	1,526 08	1,898 78	82 44	0 00	2 40
Security Identifier BLK									
CUSIP 09247X101									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
BOEING CO COM		19 0000	155 6800	2,957 92	748 35	2,209 57	107 92	0 00	3 64
Security Identifier BA									
CUSIP 097023105									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
BROADCOM LTD SHS ISIN#SG9999014823		12 0000	176 7700	2,121 24	1,968 56	152 68	48 96	0 00	2 30
Security Identifier AVGO									
CUSIP Y09827109									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
CELGENE CORP		30 0000	115 7500	3,472 50	1,469 59	2,002 91	0 00	0 00	0 00
Security Identifier CELG									
CUSIP 151020104									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									

EQUITIES (continued)

Common Stock (continued)

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
CERNER CORP COM Security Identifier CERN CUSIP 156782104 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	67 0000	47 3700	3,173 79	2,615 46	558 33	0 00	0 00	0 00
CHEVRON CORP NEW COM Security Identifier CVX CUSIP 166764100 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	33 0000	117 7000	3,884 10	350 54	3,533 56	142 56	0 00	3 67
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A Security Identifier CTSH CUSIP 192446102 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	67 0000	56 0300	3,754 01	1,0313 7	2,722 64	0 00	0 00	0 00
COLGATE PALMOLIVE CO COM Security Identifier CL CUSIP 194162103 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	53 0000	65 4400	3,468 32	3,304 52	163 80	82 68	0 00	2 38
CONSTELLATION BRANDS INC CL A Security Identifier STZ CUSIP 21036P108 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	25 0000	153 3100	3,832 75	3,602 08	230 67	40 00	0 00	1 04

EQUITIES (continued)

Common Stock (continued)

COSTCO WHOLESAL CORP NEW COM

Security Identifier COST

CUSIP 22160K105

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income Yield
27 0000	160 1100	4,322 97	590 62	3,732 35	48 60	0 00 1 12

CVS HEALTH CORP COM

Security Identifier CVS

CUSIP 126650100

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

53 0000	78 9100	4,182 23	3,675 02	507 21	90 10	0 00 2 15
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DANAHER CORP COM

Security Identifier DHR

CUSIP 235851102

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

57 0000	77 8400	4,436 88	3,264 00	1,172 88	28 50	7 13 0 64
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DISCOVER FINL SVCS COM INC

Security Identifier DFS

CUSIP 254709108

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

50 0000	72 0900	3,604 50	2,478 89	1,125 61	60 00	0 00 1 66
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DISNEY WALT CO DISNEY COM

Security Identifier DIS

CUSIP 254687106

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

22 0000	104 2200	2,292 84	1,498 45	794 39	34 32	17 16 1 49
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EQUITIES (continued)

Common Stock (continued)

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income Yield
DOLLAR GEN CORP NEW COM Security Identifier DG CUSIP 256677105 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	25 0000	74 0700	1,851 75	2,294 47	442 72	25 00	6 25 1 35
DOW CHEM CO COM Security Identifier DOW CUSIP 260543103 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	45 0000	57 2200	2,574 90	2,219 67	355 23	82 80	20 70 3 21
ECOLAB INC Security Identifier ECI CUSIP 278865100 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	34 0000	117 2200	3,985 48	630 91	3,354 57	50 32	12 58 1 26
EOG RES INC COM Security Identifier EOG CUSIP 26875P101 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	41 0000	101 1000	4,145 10	2,163 52	1,981 58	27 47	0 00 0 66
EXPEDIA INC DEL COM NEW Security Identifier EXPE CUSIP 30212P303 Price Estimated As of 12/30/2016 Dividend Option Cash Capital Gains Option Cash	30 0000	113 2800	3,398 40	2,585 40	813 00	31 20	0 00 0 91

EQUITIES (continued)		Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
Common Stock (continued)									
EXXON MOBIL CORP COM		32 0000	90 2600	2,888 32	2,917 13	-28 81	96 00	0 00	3 32
Security Identifier XOM									
CUSIP 30231G102									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
FACEBOOK INC CL A		45 0000	115 0500	5,177 25	2,995 09	2,182 16	0 00	0 00	0 00
Security Identifier FB									
CUSIP 30303M102									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
FEDEX CORP COM		14 0000	186 2000	2,606 80	1,255 82	1,350 98	22 40	9 60	0 85
Security Identifier FDX									
CUSIP 31428X106									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
FIDELITY NATL INFORMATION SVCS INC COM		60 0000	75 6400	4,538 40	1,465 19	3,073 21	62 40	0 00	1 37
Security Identifier FIS									
CUSIP 31620M106									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
FORTIVE CORP COM		28 0000	53 6300	1,501 64	997 27	504 37	7 84	0 00	0 52
Security Identifier FTV									
CUSIP 34959J108									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									

EQUITIES (continued)

Common Stock (continued)

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
GENERAL DYNAMICS CORP COM Security Identifier: GD CUSIP 369550108 Price Estimated As of 12/30/2016 Dividend Option: Cash Capital Gains Option: Cash	15 0000	172 6600	2,589 90	2,288 96	300 94	45 60	0 00	1 76
GENERAL ELECTRIC CO COM Security Identifier: GE CUSIP 369604103 Price Estimated As of 12/30/2016 Dividend Option: Cash Capital Gains Option: Cash	156 0000	31 6000	4,929 60	2,350 41	2,579 19	149 76	48 24	3 03
GENERAL MILLS INC COM Security Identifier: GIS CUSIP 370334104 Price Estimated As of 12/30/2016 Dividend Option: Cash Capital Gains Option: Cash	50 0000	61 7700	3,088 50	2,780 45	308 05	96 00	0 00	3 10
GILEAD SCIENCES INC Security Identifier: GILD CUSIP 375558103 Price Estimated As of 12/30/2016 Dividend Option: Cash Capital Gains Option: Cash	31 0000	71 6100	2,219 91	1,909 67	310 24	58 28	0 00	2 62
HALLIBURTON CO COM Security Identifier: HAL CUSIP 406216101 Price Estimated As of 12/30/2016 Dividend Option: Cash Capital Gains Option: Cash	55 0000	54 0900	2,974 95	2,036 97	937 98	39 60	0 00	1 33

EQUITIES (Continued)

Common Stock (Continued)

HEVLETT PACKARD ENTERPRISE CO COM

Security Identifier HPE

CUSIP: 42824C109

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Current Yield
155 0000	23 1400	3,586 70	2,616 65	970 05	40 30	10 08	1 12

HOME DEPOT INC COM

Security Identifier HD

CUSIP: 437076102

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

26 0000	134 0800	3,486 08	847 60	2,638 48	71 76	0 00	2 05
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HONEYWELL INTL INC COM

Security Identifier HON

CUSIP: 438516106

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

28 0000	115 8500	3,243 80	1,582 70	1,661 10	74 48	0 00	2 29
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JOHNSON & JOHNSON COM

Security Identifier JNJ

CUSIP: 478160104

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

39 0000	115 2100	4,493 19	2,298 18	2,195 01	124 80	0 00	2 77
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JP MORGAN CHASE & CO COM ISIN#US46625H1005

Security Identifier JPM

CUSIP: 46625H100

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

71 0000	86 2900	6,126 59	3,267 42	2,859 17	136 32	0 00	2 22
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EQUITIES (continued)		Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
Common Stock (continued)									
LAM RESEARCH CORP		27 0000	105 7300	2,854 71	1,444 92	1,409 79	48 60	12 15	1 70
Security Identifier LRCX									
CUSIP: 512807108									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
MARRIOTT INTL INC NEW CL A		50 0000	82 6800	4,134 00	2,999 35	1,134 65	60 00	0 00	1 45
Security Identifier MAR									
CUSIP: 571903202									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
MARSH & MCLENNAN COS INC COM		60 0000	67 5900	4,055 40	1,605 60	2,449 80	81 60	0 00	2 01
Security Identifier MMC									
CUSIP: 571748102									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
MCKESSON CORP COM		0 0000	140 4500	0 00	0 00	0 00	0 00	6 44	0 00
Security Identifier MCK									
CUSIP: 581550103									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
MEDTRONIC PLC SHS (SIN#IE008TNYIIS		45 0000	71 2300	3,205 35	3,346 90	-141 55	77 40	19 35	2 41
Security Identifier MDT									
CUSIP: 659601103									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									

EQUITIES (continued)

Common Stock (continued)

METLIFE INC COM

Security Identifier MET

CUSIP: 59156R108

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity

Price

Market Value

Current
Cost Basis

Unrealized
Gain/Loss

Estimated
Annual Income

Accrued Current
Income Yield

0.00 2.96

MICROSOFT CORP COM

Security Identifier MSFT

CUSIP: 594918104

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity

Price

Market Value

Current
Cost Basis

Unrealized
Gain/Loss

Estimated
Annual Income

Accrued Current
Income Yield

0.00 2.51

MONDELEZ INTL INC CL A

Security Identifier MDLZ

CUSIP: 609207105

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity

Price

Market Value

Current
Cost Basis

Unrealized
Gain/Loss

Estimated
Annual Income

Accrued Current
Income Yield

16.15 1.71

NEXTERA ENERGY INC COM

Security Identifier NEE

CUSIP: 65339F101

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity

Price

Market Value

Current
Cost Basis

Unrealized
Gain/Loss

Estimated
Annual Income

Accrued Current
Income Yield

0.00 2.91

NIKE INC CL 8

Security Identifier NKE

CUSIP: 654106103

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity

Price

Market Value

Current
Cost Basis

Unrealized
Gain/Loss

Estimated
Annual Income

Accrued Current
Income Yield

6.30 1.41

EQUITIES (continued)

Common Stock (continued)

Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income Yield
OCCIDENTAL PETE CORP COM						
Security Identifier OXY						
CUSIP 674599105						
Price Estimated As of 12/30/2016						
0 0000	71 2300	0 00	0 00	0 00	0 00	19 76 0 00
Dividend Option Cash						
Capital Gains Option Cash						
PAYPAL HLDGS INC COM						
Security Identifier PYPL						
CUSIP 70450Y103						
Price Estimated As of 12/30/2016						
82 0000	39 4700	3,236 54	2,011 44	1,225 10	0 00	0 00 0 00
Dividend Option Cash						
Capital Gains Option Cash						
PEPSICO INC COM						
Security Identifier PEP						
CUSIP 713448108						
Price Estimated As of 12/30/2016						
37 0000	104 6300	3,871 31	1,489 25	2,382 06	111 37	42 89 2 87
Dividend Option Cash						
Capital Gains Option Cash						
PFIZER INC COM						
Security Identifier PFE						
CUSIP 717081103						
Price Estimated As of 12/30/2016						
80 0000	32 4800	2,598 40	1,540 89	1,057 51	102 40	0 00 3 94
Dividend Option Cash						
Capital Gains Option Cash						
PIONEER NAT RES CO COM						
Security Identifier PXD						
CUSIP 723787107						
Price Estimated As of 12/30/2016						
19 0000	180 0700	3,421 33	3,503 23	81 90	1 52	0 00 0 04
Dividend Option Cash						
Capital Gains Option Cash						

EQUITIES (Continued)									
Common Stock (Continued)									
PRICELINE GRP INC COM NEW	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield	
Security Identifier: PCLN	3 0000	1,466 0600	4,398 18	1,4617 1	2,936 47	0 00	0 00	0 00	
CUSIP 741503403									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
QUALCOMM INC	52 0000	65 2000	3,390 40	2,318 68	1,071 72	11024	0 00	3 25	
Security Identifier: QCOM									
CUSIP 747525103									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
SALESFORCE COM INC COM STOCK	20 0000	68 4600	1,369 20	1,403 30	-34 10	0 00	0 00	0 00	
Security Identifier: CRM									
CUSIP 794661302									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
SCHLUMBERGER LTD COM ISIN#AN8068571086	31 0000	83 9500	2,602 45	2,765 50	-163 05	62 00	23 00	2 38	
Security Identifier: SLB									
CUSIP 806857108									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
SCHWAB CHARLES CORP NEW COM	90 0000	39 4700	3,552 30	2,665 80	886 50	25 20	0 00	0 70	
Security Identifier: SCHW									
CUSIP 808513105									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									

EQUITIES (continued)

Common Stock (continued)

STANLEY BLACK & DECKER INC COM

Security Identifier SWK

CUSIP 854502101

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Current Yield
25.0000	114.6900	2,867.25	2,602.61	264.64	58.00	0.00	2.02

STARBUCKS CORP COM

Security Identifier SBUX

CUSIP 855244109

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

59.0000	55.5200	3,275.68	1,425.81	1,849.87	59.00	0.00	1.80
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TARGET CORP COM

Security Identifier TGT

CUSIP 87612E106

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

55.0000	72.2300	3,972.65	4,245.09	-272.44	132.00	0.00	3.32
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THERMO FISHER SCIENTIFIC INC COM

Security Identifier TMO

CUSIP 883556102

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

33.0000	141.1000	4,656.30	1,184.16	3,472.14	19.80	4.95	0.42
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TIME WARNER INC NEW COM NEW

Security Identifier TWX

CUSIP 887317303

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

26.0000	96.5300	2,509.78	857.60	1,652.18	41.86	0.00	1.66
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EQUITIES (continued)		Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
Common Stock (continued)									
UNION PAC CORP COM	Security Identifier UNP	37 0000	103 6800	3,836 16	1,743 12	2,093 04	89 54	0 00	2 33
CUSIP 907818108									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
US BANCORP DEL COM	Security Identifier USB	72 0000	51 3700	3,698 64	1,802 72	1,895 92	80 64	20 16	2 18
CUSIP 902973304									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
VALERO ENERGY CORP NEW COM	Security Identifier VLO	30 0000	68 3200	2,049 60	1,540 80	508 80	72 00	0 00	3 51
CUSIP 91913Y100									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
VERIZON COMMUNICATIONS INC COM	Security Identifier VZ	55 0000	53 3800	2,935 90	1,743 49	1,192 41	127 05	0 00	4 32
CUSIP 92343V104									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
VISA INC COM CL A	Security Identifier V	69 0000	78 0200	5,383 38	1,976 04	3,407 34	45 54	0 00	0 84
CUSIP 92826C839									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									

EQUITIES (continued)									
	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield	
Common Stock (continued)									
WALGREENS BOOTS ALLIANCE INC COM	40 0000	82 7600	3,310 40	3,264 95	45 45	60 00	0 00	1 81	
Security Identifier WBA									
CUSIP 931427108									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
WEC ENERGY GROUP INC COM	49 0000	58 6500	2,873 85	1,388 86	1,484 99	101 92	0 00	3 54	
Security Identifier WEC									
CUSIP 92939UI06									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
WELLS FARGO & CO NEW COM	47 0000	55 1100	2,590 17	1,489 15	1,101 02	71 44	0 00	2 75	
Security Identifier WFC									
CUSIP 949746101									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									
Total Common Stock			259,280 03	151,168 84	108,111 19	4,445 63	302.89		
Real Estate Investment Trusts									
AMERICAN TOWER REIT COM	33 0000	105 6800	3,487 44	1,211 10	2,276 34	76 56	19 14	2 19	
Security Identifier AMT									
CUSIP 03027X100									
Price Estimated As of 12/30/2016									
Dividend Option Cash									
Capital Gains Option Cash									

EQUITIES (continued)

Real Estate Investment Trusts (continued)

PROLOGIS INC COM

Security Identifier PLD

CUSIP 74340WI03

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income Yield
	75 0000	52 7900	3,959 25	2,953 27	1,005 98	126 00	0 00 3 18
Total Real Estate Investment Trusts			7,446 69	4,164 37	3,282 32	202 56	19 14
TOTAL EQUITIES			266,726 72	155,333 21	111,393 51	4,648 19	322 03

EXCHANGE-TRADED PRODUCTS

ISHARES INC MSCI PACIFIC EX-JAPAN ETF

Security Identifier EPP

CUSIP 464286665

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

	95 0000	39 5700	3,759 15	3,835 85	-76 70	148 87	0 00 3 96
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ISHARES TR MSCI EAFE ETF

Security Identifier EFA

CUSIP 464287465

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

	489 0000	57 7300	28,229 97	28,907 88	-677 91	865 53	0 00 3 06
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VANGUARD FTSE DEVELOPED MARKETS ETF

Security Identifier VEA

CUSIP 921943858

Price Estimated As of 12/30/2016

Dividend Option Cash

Capital Gains Option Cash

	160 0000	36 5400	5,846 40	6,500 59	-654 19	178 24	0 00 3 04
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	Quantity	Price	Market Value	Current Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Accrued Current Income	Yield
EXCHANGE-TRADED PRODUCTS (continued)								
VANGUARD INTL EQUITY INDEX FDS FTSE ALL	30 0000	94 0300	2,820 90	2,465 65	355 25	82 53	0 00	2 92
WORLD EX USA SMALL CAP INDEX FDI ETF SHS								
Security Identifier VSS								
CUSIP 922042718								
Price Estimated As of 12/30/2016								
Dividend Option Cash								
Capital Gains Option Cash								
VANGUARD INTL EQUITY INDEX FDS FTSE EMERGING	223 0000	35 7800	7,978 94	6,141 25	1,837 69	200 70	0 00	2 51
MKTS ETF								
Security Identifier VW0								
CUSIP 922042858								
Price Estimated As of 12/30/2016								
Dividend Option Cash								
Capital Gains Option Cash								
TOTAL EXCHANGE-TRADED PRODUCTS			48,635 36	47,851 22	784 14	1,475 87	0 00	

HILEN FOUNDATION
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<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
ASSIST Suffield Village, Suite 213 68 Bridge Street Suffield, CT 06078	None PC	To provide support to Exempt Organization	12,000.00
Medical Students for Choice PO Box 40188 Philadelphia, PA 19106	None PC	To provide support to Exempt Organization	1,000.00
Planned Parenthood of Greater Texas, Inc. 7424 Greenville Ave, #206 Dallas, TX 75231	None PC	To provide support to Exempt Organization	2,500.00
Planned Parenthood of the Great NW 2001 E Madison Street Seattle, WA 98122	None PC	To provide support to Exempt Organization	5,000.00
ASPCA 424 East 92nd Street New York NY 10128	None PC	To provide support to Exempt Organization	1,000.00
Seattle Repertory Theatre 155 Mercer St. PO Box 900923 Seattle, WA 98109	None PC	To provide support to Exempt Organization	3,000.00
Social Justice Fund - Northwest 1904 Third Ave., Suite 806 Seattle, WA 98101	None PC	To provide support to Exempt Organization	2,500.00
Epiphany School 3611 East Denny Way Seattle, WA 98122	None PC	To provide support to Exempt Organization To provide support to Annual Fund	2,500.00 5,000.00
Occidental College 1600 Campus Road M-34 Los Angeles, CA 90041	None PC	To provide support to Summer Internship Pgm To provide support to Exempt Organization	5,000.00

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California Youth Services 23282 Mill Creek Drive, Ste 100 Laguna Hills, CA 92653	None PC	To provide support to Exempt Organization	7,500.00
Shaw Island Library & Historical Society PO Box 844 Shaw Island, WA 98286	None PC	To provide support to Exempt Organization	3,000.00
UW Foundation 482 Allen Library M/S BOX 352900 Seattle, WA 98195-2900	None PC	To provide support to Libraries Senior Conservator Endowed Fund	\$33,333
Food Lifeline 1702 NE 150th St Shoreline, WA 98155	None PC	To provide support to 2016 Raise the Paddle fundraiser	5,000.00
YouthCare 2500 NE 545th St Seattle, WA 98105	None PC	To provide support to Exempt Organization	4,000.00
Cornell University 130 East Seneca St., Suite 400 Ithaca, NY 14850	None PC	To provide support to Exempt Organization	15,000 00
Bertschi School 2227 10th Ave East Seattle, WA 98102	None PC	To provide support to Exempt Organization	4,000 00 2,500.00
Seattle Opera PO Box 9248 Seattle, WA 98109	None PC	To provide support to Exempt Organization	4,000 00
National Outdoor Leadership School 284 Lincoln Street Lander, WY 82520	None PC	To provide support to Exempt Organization	1,500 00

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The Bush School 3400 East Harrison St Seattle, WA 98112	None PC	To provide support to Exempt Organization	4,000.00
Crohns & Colitis Foundation of America 9 Lake Bellevue Drive #203 Bellevue, WA 98005	None PC	To provide support to Exempt Organization	2,000.00
Holocaust Center for Humanity 2045 - 2nd Ave Seattle, WA 98121	None PC	To provide support to 2016 Voices for Humanity luncheon	2,500.00
Open Doors for Multicultural Families 4327 S. 253 rd st Kent, WA 98032	None PC	To provide support to Exempt Organization	2,500.00
Center for Early Education 563 N Alfred St West Hollywood, CA 90048	None PC	To provide support to Exempt Organization	10,000.00
Stewardship Partners 1411 4th Ave #1425 Seattle, WA 98101	None PC	To provide support to Exempt Organization	5,000.00
MOHAI 960 Terry Ave North Seattle, WA 98109	None PC	To provide support to Exempt Organization	5,000.00
NW Avalanche Center 15600 NE 8th St, #B1-711 Bellevue, WA 98008	None PC	To provide support to Exempt Organization	1,500.00
Washington Trails Association 705 - 2nd Ave, #300 Seattle, WA 98104	None PC	To provide support to Exempt Organization	1,500.00

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Treehouse 2100 24th Ave S, #200 Seattle, WA 98144	None PC	To provide support to Exempt Organization	1,000.00
Snohomish Co Helicopter Rescue Team 5506 Old Machias Rd Snohomish WA 98290	None PC	To provide support to Exempt Organization	1,500.00
Aliso Viejo Christian School 1 Orion Aliso Viejo, CA 92656	None PC	To provide support to Exempt Organization	7,500.00
Mary's Place PO Box 1711 Seattle, WA 98111	None PC	To provide support to Exempt Organization	2,500.00 1,500.00
Jail Guitar Doors USA PO Box 46115 Los Angeles, CA 90046-0115	None PC	To provide support to Exempt Organization	1,000.00
College of the Redwoods 440 Alger Street Fort Bragg, CA 95437	None PC	To provide support to Krenov School	5,000.00
Operation Progress 10221 Compton Ave, #102 Los Angeles, CA 90002	None PC	To provide support to Exempt Organization	1,000.00
American Civil Liberties Union - WA 901 Fifth Avenue, Suite 630 Seattle, WA 98164	None PC	To provide support to Exempt Organization	5,000.00
PATH PO Box 900922 Seattle, WA 98109	None PC	To provide support to Exempt Organization	2,000.00

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Grandmothers Against Gun Violence 4111 E Madison St, #153 Seattle, WA 98112	None PC	To provide support to Exempt Organization	3,000.00
World Wildlife Fund 1250 - 24th Street NW Washington, DC 20037	None PC	To provide support to Exempt Organization	1,000.00
American for Reponsible Solutions Fdn 268 Bush St, #555 San Francisco, CA 94104	None PC	To provide support to Law Ctr to Prevent Gun Violence	1,500.00
Step by Step Family Support Center PO Box 488 Milton, WA 98354	None PC	To provide support to Exempt Organization	5,000.00
		Total Grants Paid 2016 (cash basis)	<u>191,833.00</u>