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Form **990-PF**

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

OMB No 1545-0052

2016

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation CAIN, CLEMENT CHARITABLE FDN		A Employer identification number 93-6270973
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117		B Telephone number (see instructions) (888) 730-4933
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101		
Foreign country name Foreign province/state/county Foreign postal code		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 839,495		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	20,391	19,585		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	26,094			
7	Gross sales price for all assets on line 6a 306,660				
b	Capital gain net income (from Part IV, line 2)		26,094		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	730	730		
12	Total. Add lines 1 through 11	47,215	46,409	0	
13	Compensation of officers, directors, trustees, etc.	12,740	11,466		1,274
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,124			1,124
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	382	382		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	87	2		85
24	Total operating and administrative expenses. Add lines 13 through 23	14,333	11,850	0	2,483
25	Contributions, gifts, grants paid	14,958			14,958
26	Total expenses and disbursements. Add lines 24 and 25	29,291	11,850	0	17,441
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	17,924			
b	Net investment income (if negative, enter -0-)		34,559		
c	Adjusted net income (if negative, enter -0-)			0	

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Form **990-PF** (2016)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	28,976	38,945	38,945
	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)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	722,995	730,654	800,550	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	751,971	769,599	839,495	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	751,971	769,599	
	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)	751,971	769,599		
31	Total liabilities and net assets/fund balances (see instructions)	751,971	769,599		

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	751,971
2	Enter amount from Part I, line 27a	2	17,924
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	548
4	Add lines 1, 2, and 3	4	770,443
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	844
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	769,599

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	26,094	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	87,442	886,153	0.098676
2014	20,174	922,939	0.021858
2013	42,155	912,858	0.046179
2012	43,042	897,364	0.047965
2011	28,145	900,405	0.031258
2 Total of line 1, column (d)			0.245936
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			0.049187
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			
5 Multiply line 4 by line 3			
6 Enter 1% of net investment income (1% of Part I, line 27b)			0
7 Add lines 5 and 6			0
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			0

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	691
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	0
3	Add lines 1 and 2	3	691
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	691
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	195
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,200
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	1,395
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	704
11	Enter the amount of line 10 to be Credited to 2017 estimated tax 691 Refunded	11	13

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		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? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OR		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No 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 ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 100 N Main St MAC D4001-117 Winston Salem NC ZIP+4 ▶ 27101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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"/>	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ▶ 20 15 , 20 _____ , 20 _____ , 20 _____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	X	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 _____ , 20 _____ , 20 _____ , 20 _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	N/A	
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

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** N/A

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? **N/A** Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	12,740		
.....				
.....				
.....				

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	789,768
b	Average of monthly cash balances	1b	32,350
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	822,118
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	822,118
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	12,332
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	809,786
6	Minimum investment return. Enter 5% of line 5	6	40,489

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	40,489
2a	Tax on investment income for 2016 from Part VI, line 5	2a	691
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	691
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,798
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	39,798
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	39,798

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	17,441
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	17,441
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	17,441

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				39,798
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			18,411	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 17,441				
a Applied to 2015, but not more than line 2a			17,441	
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				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			970	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				39,798
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				
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶
- 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				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

NONE

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
-
- b** The form in which applications should be submitted and information and materials they should include
-
- c** Any submission deadlines
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	14,958
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SHRINERS HOSPITALS FOR CHILDREN

Street

PO BOX 31356

City

TAMPA

State

FL

Zip Code

33631

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,479

Name

OREGON HEALTH SCIENCE FOUNDATION

Street

1121 SW SALMON STREET, SUITE 100

City

PORTLAND

State

OR

Zip Code

97205-2021

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,479

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

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
								Long Term CG Distributions	Short Term CG Distributions							
1 CUMMINS INC	231021106	X			11/14/2013	11/2/2016	1,100	0	1,186	1,186						-86
2 CUMMINS INC	231021106	X			11/2/2016	11/2/2016	244		268	244						-24
3 CUMMINS INC	231021106	X			11/2/2016	11/2/2016	367		417	367						-50
4 CUMMINS INC	231021106	X			10/6/2015	11/2/2016	489		560	489						-71
5 CUMMINS INC	231021106	X			10/31/2014	2/5/2016	562		549	562						13
6 WAL DISNEY CO	254687106	X			8/28/2015	2/5/2016	937		1,024	937						-87
7 WAL DISNEY CO	254687106	X			5/5/2014	4/20/2016	436		477	436						41
8 DREYFUS INTERNATL BOND	261980668	X			11/7/2014	8/23/2016	11,761		12,257	11,761						496
9 DREYFUS INTERNATL BOND	261980668	X			1/23/2015	8/23/2016	1,196		1,187	1,196						9
10 DREYFUS INTERNATL BOND	261980668	X			8/28/2015	10/5/2016	518		527	518						-9
11 BOEING CO	097023105	X			8/28/2015	10/5/2016	399		395	399						4
12 BOEING CO	12572Q105	X			10/31/2014	4/20/2016	371		366	371						5
13 CME GROUP INC	12572Q105	X			10/31/2014	4/20/2016	93		83	93						10
14 CME GROUP INC	12572Q105	X			10/31/2014	10/5/2016	828		682	828						167
15 CME GROUP INC	12572Q105	X			10/31/2014	4/20/2016	103		87	103						16
16 CVS HEALTH CORPORATION	126950100	X			11/24/2014	4/20/2016	835		733	835						102
17 CELANESE CORP	150870103	X			10/31/2014	4/20/2016	539		469	539						70
18 CISCO SYSTEMS INC	17275R102	X			10/31/2014	4/20/2016	372		334	372						38
19 COMCAST CORP CLASS A	20030N101	X			8/28/2015	4/20/2016	124		113	124						11
20 COMCAST CORP CLASS A	20030N101	X			10/31/2014	4/20/2016	587		734	587						-147
21 CUMMINS INC	231021106	X			8/8/2014	4/20/2016	117		140	117						-23
22 CUMMINS INC	231021106	X			7/29/2015	4/20/2016	486		634	486						-148
23 AMERIPRISE FINL INC	03076C106	X			1/21/2015	4/20/2016	520		596	520						-76
24 AFFILIATED MANAGERS GRG	082521108	X			10/6/2015	4/20/2016	173		175	173						-2
25 AFFILIATED MANAGERS GRG	082521108	X			8/28/2015	4/20/2016	1,066		1,122	1,066						-56
26 APPLE INC	037833100	X			10/31/2014	4/20/2016	146		141	146						5
27 BERKSHIRE HATHAWAY INC	084670702	X			8/28/2015	10/5/2016	437		407	437						30
28 BERKSHIRE HATHAWAY INC	084670702	X			7/11/2011	10/5/2016	574		304	574						270
29 BERKSHIRE HATHAWAY INC	084670702	X			8/12/2011	10/5/2016	717		361	717						356
30 BERKSHIRE HATHAWAY INC	084670702	X			8/28/2015	10/5/2016	717		678	717						39
31 BERKSHIRE HATHAWAY INC	084670702	X			11/4/2009	10/5/2016	287		135	287						152
32 BERKSHIRE HATHAWAY INC	084670702	X			10/27/2015	8/23/2016	3,267		3,411	3,267						-144
33 BLACKROCK GL US CREDIT	091936732	X			5/1/2014	4/20/2016	1,014		962	1,014						52
34 SHARES S&P MID-CAP 400 V	464287705	X			5/1/2014	8/23/2016	14,276		12,742	14,276						1,534
35 SHARES S&P MID-CAP 400 V	464287705	X			5/8/2009	5/11/2016	1,130		445	1,130						685
36 SHARES CORE S&P SMALL	464287804	X			7/20/2009	5/11/2016	15,580		6,346	15,580						9,244
37 SHARES CORE S&P SMALL	464287804	X			2/10/2009	5/11/2016	339		619	339						272
38 SHARES CORE S&P SMALL	464287804	X			10/6/2015	4/20/2016	634		619	634						15
39 JPMORGAN CHASE & CO	46625H100	X			10/31/2014	10/5/2016	603		542	603						61
40 JPMORGAN CHASE & CO	46625H100	X			10/6/2015	10/5/2016	201		186	201						15
41 JPMORGAN CHASE & CO	46625H100	X			3/1/2016	10/5/2016	177		177	177						24
42 JPMORGAN CHASE & CO	46625H100	X			10/6/2015	4/20/2016	201		177	201						-47
43 JOHNSON CONTROLS INC	478366107	X			10/31/2014	4/20/2016	39		46	39						-7
44 JOHNSON CONTROLS INC	478366107	X			3/12/2012	4/26/2016	506		382	506						124
45 JOHNSON CONTROLS INC	478366107	X			1/22/2013	4/26/2016	591		437	591						154
46 JOHNSON CONTROLS INC	478366107	X			2/13/2013	4/26/2016	380		285	380						95
47 JOHNSON CONTROLS INC	478366107	X			10/31/2014	4/26/2016	506		558	506						-52
48 JOHNSON CONTROLS INC	478366107	X			1/31/2014	8/23/2016	5,917		9,415	5,917						-498
49 JPMORGAN HIGH YIELD FUN	4812C0803	X			12/17/2015	4/20/2016	319		328	319						9
50 JPMORGAN HIGH YIELD FUN	4812C0803	X			12/17/2015	4/20/2016	501		500	501						1
51 MANULIFE FINANCIAL CORP	5650TR106	X			5/5/2010	12/0/2016	507		532	507						-25
52 MERGER FUND-INST #301	589509207	X			10/31/2014	4/20/2016	450		376	450						74
53 MICROSOFT CORP	594918104	X			8/8/2014	4/20/2016	169		129	169						40
54 MICROSOFT CORP	594918104	X			4/24/2015	12/8/2016	557		710	557						-153
55 MONSANTO CO NEW	61166W101	X			7/19/2013	8/23/2016	1,580		1,631	1,580						51
56 MONSANTO CO NEW	61166W101	X			10/6/2015	4/20/2016	534		538	534						-4
57 ASG GLOBAL ALTERNATIVES	636721985	X			5/16/2007	4/26/2016	270		270	270						249
58 NESTLE S A REGISTERED S	641069406	X			2/10/2009	4/26/2016	741		330	741						411
59 NESTLE S A REGISTERED S	641069406	X			10/31/2014	3/1/2016	484		765	484						-281
60 NESTLE S A REGISTERED S	641069406	X			10/6/2015	4/20/2016	387		476	387						-89
61 HSBC - ADR	404280406	X			7/22/2015	4/20/2016	1,901		1,898	1,901						3
62 HSBC - ADR	404280406	X			5/8/2009	4/26/2016	371		175	371						196
63 SHARES S&P MID-CAP 400 V	464287705	X			7/8/2015	12/8/2016	2,411		2,411	2,411						30
64 NESTLE S A REGISTERED S	641069406	X			10/31/2014	4/26/2016	1,614		902	1,614						-712
65 MONSANTO CO NEW	61166W101	X			10/31/2014	3/16/2016	525		507	525						18
66 NESTLE S A REGISTERED S	641069406	X			8/23/2015	5/11/2016	3,867		4,033	3,867						166
67 ORACLE CORPORATION	68389X105	X			1/31/2014	6/21/2016	610		672	610						-19
68 ORACLE CORPORATION	68389X105	X			6/30/2012	4/20/2016	605		605	605						-67
69 ORACLE CORPORATION	68389X105	X			8/23/2011	5/11/2016	3,867		4,033	3,867						166
70 PIMCO FOREIGN BD FD USD	693390882	X			1/31/2014	6/21/2016	610		672	610						-19
71 PIMCO FOREIGN BD FD USD	693390882	X			6/30/2012	4/20/2016	605		605	605						-67
72 PNC FINANCIAL SERVICES G	693475105	X			5/27/2015	4/20/2016	605		605	605						-67

Amount 945 0

Gross Sales 306,680 0

Cost of Other Basis, Expenses Depreciation and Adjustments 280,566 0

Net Gain or Loss 26,094 0

Totals

Capital Gains/Losses Other sales

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

Description	CUSIP #	Amount	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
									Gross Sales	Other sales							
73 PRINCIPAL PREFERRED SEC	742530Q416	945	X				7/24/2015	1/20/2016	1,421	1,460	306,660						-39
74 PRINCIPAL PREFERRED SEC	742530Q416	0	X				8/23/2016	8/23/2016	20,910	21,011	0						-101
75 PRINCIPAL PREFERRED SEC	742530Q416	0	X				7/24/2015	8/23/2016	3,136	3,127	0						9
76 PRINCIPAL PREFERRED SEC	742530Q416	0	X				5/13/2016	8/23/2016	2,824	2,756	0						66
77 PIMCO FOREIGN BD FD USD	693390R82	0	X				7/19/2013	5/11/2016	1,042	1,002	0						40
78 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				11/4/2011	10/5/2016	2,018	1,739	0						279
79 SCHLUMBERGER LTD	806857108	0	X				11/24/2014	4/20/2016	239	286	0						-57
80 SCHLUMBERGER LTD	806857108	0	X				9/08/2017	4/20/2016	239	290	0						-51
81 SUNCOR ENERGY INC NEW	867224107	0	X				7/8/2015	4/20/2016	489	460	0						29
82 TJX COMPANIES INC	872540109	0	X				10/31/2014	1/22/2016	758	704	0						54
83 TJX COMPANIES INC	872540109	0	X				10/6/2015	1/22/2016	620	647	0						-27
84 TJX COMPANIES INC	872540109	0	X				6/30/2011	1/22/2016	138	53	0						85
85 TARGET CORP	87612E106	0	X				10/6/2015	4/20/2016	669	635	0						34
86 TARGET CORP	87612E106	0	X				10/31/2014	4/20/2016	84	62	0						22
87 TARGET CORP	87612E106	0	X				10/31/2014	11/15/2016	500	456	0						44
88 TOTAL SA - ADR	89151E109	0	X				10/31/2014	4/20/2016	390	475	0						-85
89 TOTAL SA - ADR	89151E109	0	X				12/18/2014	4/20/2016	244	264	0						-20
90 E-TRACS ALERIAN MLP INFR	902641646	0	X				10/23/2014	8/23/2016	3,186	4,992	0						-1,806
91 E-TRACS ALERIAN MLP INFR	902641646	0	X				7/22/2015	8/23/2016	6,009	7,062	0						-1,053
92 E-TRACS ALERIAN MLP INFR	902641646	0	X				10/6/2015	8/23/2016	3,773	4,088	0						-315
93 E-TRACS ALERIAN MLP INFR	902641646	0	X				1/20/2015	8/23/2016	1,928	1,259	0						669
94 UNION PACIFIC CORP	907818108	0	X				10/31/2014	4/20/2016	413	583	0						-170
95 UNION PACIFIC CORP	907818108	0	X				10/6/2015	4/20/2016	83	94	0						-11
96 UNITED PARCEL SERVICE-C	911312106	0	X				8/28/2015	4/20/2016	535	495	0						40
97 UNITED PARCEL SERVICE-C	911312106	0	X				10/6/2015	4/20/2016	397	358	0						39
98 UNITED PARCEL SERVICE-C	911312106	0	X				10/6/2015	4/20/2016	132	95	0						37
99 VANGUARD INTERMEDIATE	921937819	0	X				3/13/2012	1/20/2016	759	788	0						-29
100 VANGUARD INTERMEDIATE	921937819	0	X				3/18/2013	1/20/2016	2,783	2,888	0						-105
101 VANGUARD SHORT TERM BK	921937827	0	X				2/15/2012	1/20/2016	5,522	5,605	0						-83
102 VANGUARD SHORT TERM BK	921937827	0	X				10/8/2012	1/20/2016	4,191	4,222	0						-31
103 VANGUARD SHORT TERM BK	921937827	0	X				5/11/2013	4/20/2016	29,046	29,281	0						-235
104 VANGUARD SHORT TERM BK	921937827	0	X				11/12/2011	4/20/2016	7,322	7,389	0						67
105 VANGUARD SHORT TERM BK	921937827	0	X				10/8/2012	4/20/2016	966	974	0						8
106 VANGUARD SHORT TERM BK	921937827	0	X				3/18/2013	4/20/2016	11,989	12,072	0						-83
107 VANGUARD SHORT TERM BK	921937827	0	X				4/8/2013	8/23/2016	566	569	0						3
108 VANGUARD SHORT TERM BK	921937827	0	X				12/3/2011	8/23/2016	7,352	7,419	0						-67
109 VANGUARD SHORT TERM BK	921937827	0	X				10/29/2012	8/23/2016	969	978	0						-9
110 VANGUARD SHORT TERM BK	921937827	0	X				3/18/2013	8/23/2016	1,535	1,539	0						-4
111 VANGUARD SHORT TERM BK	921937827	0	X				10/23/2014	5/11/2016	7,096	7,086	0						-442
112 VANGUARD FTSE DEVELOP	921943858	0	X				10/6/2015	5/11/2016	1,521	1,559	0						-17
113 VANGUARD FTSE DEVELOP	922042858	0	X				8/19/2011	4/20/2016	106	123	0						-38
114 VANGUARD FTSE EMERGING	922042858	0	X				7/17/2013	4/20/2016	1,916	2,167	0						-251
115 VANGUARD FTSE EMERGING	922042858	0	X				7/20/2009	1/20/2016	440	160	0						280
116 VANGUARD REIT VIPER	922908553	0	X				2/10/2009	1/20/2016	733	244	0						489
117 PIMCO FOREIGN BD FD USD	693390R82	0	X				1/31/2014	5/11/2016	1,094	1,136	0						-42
118 PIMCO FOREIGN BD FD USD	693390R82	0	X				10/17/2013	6/21/2016	5,600	5,752	0						-152
119 ROCHE HOLDINGS LTD - ADR	771195104	0	X				10/6/2015	4/20/2016	458	470	0						-12
120 ROCHE HOLDINGS LTD - ADR	771195104	0	X				10/27/2015	4/20/2016	98	101	0						-3
121 T ROWE PRICE INST FLOAT	77958B402	0	X				1/31/2014	1/20/2016	417	443	0						-26
122 VANGUARD REIT VIPER	922908553	0	X				2/10/2009	8/23/2016	12,964	3,408	0						9,256
123 VANGUARD REIT VIPER	922908553	0	X				2/10/2009	10/5/2016	10,748	3,099	0						7,649
124 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				10/6/2015	1/20/2016	422	487	0						-65
125 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				5/31/2011	1/20/2016	1,689	1,967	0						-278
126 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				5/31/2011	4/20/2016	594	574	0						20
127 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				1/28/2014	4/20/2016	551	517	0						34
128 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				1/29/2014	8/23/2016	258	239	0						19
129 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				2/24/2011	8/23/2016	3,437	3,103	0						334
130 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				7/27/2010	10/5/2016	1,211	1,065	0						146
131 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				2/24/2011	10/5/2016	1,292	1,241	0						51
132 SPDR DJ WILSHIRE INTERNA	78463X863	0	X				10/23/2014	10/20/2016	2,182	2,590	0						-408
133 DREYFUS INTERNATL BOND	261980668	0	X				5/13/2016	8/23/2016	5,857	5,578	0						279
134 DREYFUS INTERNATL BOND	262028655	0	X				10/17/2013	1/20/2016	578	643	0						-65
135 CME GROUP INC	12572Q105	0	X				6/7/2012	10/5/2016	104	54	0						50
136 DREYFUS ACTIVE INCOME	262028655	0	X				10/17/2013	8/23/2016	810	759	0						-51
137 CVS HEALTH CORPORATION	126650100	0	X				8/23/2015	4/20/2016	515	526	0						-11
138 DREYFUS ACTIVE INCOME	262028655	0	X				8/23/2011	1/20/2016	2,377	2,463	0						-106
139 EATON VANCE GLOBAL MAC	277923728	0	X				1/23/2015	1/20/2016	912	962	0						-50
140 DREYFUS INTERNATL BOND	261980668	0	X				5/28/2014	8/23/2016	458	477	0						-19
141 FID ADV EMER MKTS INC-CL	315920702	0	X				7/24/2015	1/20/2016	127	138	0						-11
142 FID ADV EMER MKTS INC-CL	315920702	0	X				10/17/2013	1/20/2016	1,076	1,167	0						-91
143 FID ADV EMER MKTS INC-CL	315920702	0	X				10/17/2013	8/23/2016	10,454	10,164	0						290
144 GOLDMAN SACHS GROUP IN	38141G104	0	X				12/8/2010	6/10/2016	300	324	0						-24

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

Description	CUSIP #	Check "X" if to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals		
															Capital Gains/Losses	Other sales	
Long Term C.G. Distributions	Amount	945													Gross Sales	Cost or Other Basis, Expenses Depreciation and Adjustments	Net Gain or Loss
Short Term C.G. Distributions	0	0													306,660	280,566	26,094
145 GOLDMAN SACHS GROUP IN	38141G104	X				4/12/2011	6/10/2016	450	481					-31			
146 GOLDMAN SACHS GROUP IN	38141G104	X				7/11/2011	6/10/2016	300	285					35			
147 DREYFUS INTERNATL BOND	261980668	X				6/21/2016	8/23/2016	6,303	6,102					201			
148 GOLDMAN SACHS GROUP IN	38141G104	X				1/21/2015	6/10/2016	600	696					-96			
149 HSBC - ADR	404280406	X				2/25/2013	3/1/2016	322	546					-224			
150 HSBC - ADR	404280406	X				7/15/2013	3/1/2016	516	852					-336			
151 HSBC - ADR	404280406	X				2/7/2014	3/1/2016	193	311					-118			
152 HSBC - ADR	404280406	X				3/6/2013	3/1/2016	129	219					-90			
														129	0	0	

Part I, Line 11 (990-PF) - Other Income

		730	730	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	730	730	

Part I, Line 16b (990-PF) - Accounting Fees

		1,124	0	0	1,124
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,124			1,124

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

		382	382	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	382	382		

Part I, Line 23 (990-PF) - Other Expenses

		87	2	0	85
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	2	2		
2	STATE AG FEES	85	0		85

Part II, Line 13 (990-PF) - Investments - Other

		722,995	730,654	800,550
Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1		0	0	
2	APPLE COMPUTER INC COM	0	2,878	7,412
3	BAYER A G SPONSORED ADR	0	1,582	1,668
4	BOEING COMPANY	0	2,569	4,203
5	AFFILIATED MANAGERS GROUP INC	0	2,107	2,906
6	CVS/CAREMARK CORPORATION	0	1,124	2,841
7	CISCO SYSTEMS INC	0	2,981	4,412
8	COGNIZANT TECH SOLUTIONS CRP COM	0	3,759	3,698
9	DIAGEO PLC - ADR	0	1,652	2,183
10	WALT DISNEY CO	0	631	3,022
11	GILEAD SCIENCES INC	0	1,008	1,575
12	ELI LILLY & CO COM	0	1,555	1,397
13	MICROSOFT CORP	0	4,096	6,463
14	PNC FINANCIAL SERVICES GROUP	0	3,066	3,860
15	ROCHE HOLDINGS LTD - ADR	0	3,656	3,138
16	SCHLUMBERGER LTD	0	3,338	3,778
17	TJX COS INC NEW	0	691	1,953
18	THERMO FISHER SCIENTIFIC INC	0	1,087	2,540
19	TOTAL FINA ELF S A ADR	0	2,572	2,752
20	UNION PACIFIC CORP	0	2,341	4,251
21	MCKESSON CORP	0	1,989	2,388
22	MANULIFE FINANCIAL CORP	0	2,664	3,297
23	UNITED PARCEL SERVICE-CL B	0	1,374	2,178
24	TARGET CORP	0	1,228	2,022
25	UNITEDHEALTH GROUP INC	0	1,618	4,961
26	HAIN CELESTIAL GROUP INC	0	2,091	1,991
27	BLACKROCK INC	0	1,945	2,283
28	JPMORGAN CHASE & CO	0	1,577	4,401
29	SUNCOR ENERGY INC NEW F	0	3,161	3,857
30	MERCK & CO INC NEW	0	2,313	2,649
31	BERSHIRE HATHAWAY INC	0	879	2,119
32	ALPHABET INC/CA	0	2,209	4,631
33	COMCAST CORP CLASS A	0	1,518	4,143
34	LAS VEGAS SANDS CORP	0	2,921	2,670
35	CELANESE CORP	0	2,334	3,465
36	TE CONNECTIVITY LTD	0	1,894	2,009
37	CITIGROUP INC	0	3,137	3,804
38	AMERIPRISE FINL INC	0	2,968	2,884
39	SPIRIT AEROSYTSEMS HOLD-CL A	0	2,017	2,509
40	EATON CORP PLC	0	1,444	1,879
41	CME GROUP INC	0	1,247	2,653
42	MERGER FUND-INST #301	0	10,664	10,655
43	FID ADV EMER MKTS INC- CL I 607	0	31,308	32,473
44	T ROWE PRICE REAL ESTATE FD 122	0	22,184	23,860
45	ISHARES TR SMALLCAP 600 INDEX FD	0	29,215	37,680
46	ISHARES S&P MIDCAP 400 VALUE	0	16,464	32,091

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		722,995	730,654	800,550
		Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	EATON VANCE GLOBAL MACRO - I	0	51,403	50,462
48	ISHARES S&P MIDCAP 400 GROWTH	0	21,814	30,245
49	DRIEHAUS ACTIVE INCOME FUND	0	15,543	15,071
50	ASG GLOBAL ALTERNATIVES-Y 1993	0	13,193	11,613
51	VANGUARD REIT VIPER	0	1,174	3,961
52	VANGUARD EMERGING MARKETS ETF	0	20,110	23,543
53	VANGUARD INFLAT-PROT SECS-ADM 511	0	12,163	11,838
54	JPMORGAN HIGH YIELD FUND SS 3580	0	30,159	29,948
55	T ROWE PRICE INST FLOAT RATE 170	0	14,511	14,412
56	BLACKROCK GL L/S CREDIT-INS #1833	0	15,486	15,069
57	VANGUARD BD INDEX FD INC	0	105,012	105,351
58	SPDR DJ WILSHIRE INTERNATIONAL REA	0	8,760	10,860
59	VANGUARD INTERMEDIATE TERM B	0	142,426	139,308
60	VANGUARD EUROPE PACIFIC ETF	0	41,192	41,181
61	NEUBERGER BERMAN LONG SH-INS #183	0	16,910	17,109
62	CREDIT SUISSE COMM RT ST-CO 2156	0	25,742	16,975

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund Timing Difference	1	232
2	Federal Excise Tax Refund	2	316
3	Total	3	548

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

1	Cost Basis Adjustment	1	160
2	Mutual Fund Timing Difference	2	317
3	PY Return of Capital Adjustment	3	367
4	Total	4	844

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

Long Term CG Distributions		Amount		0		305,715		0		121		280,687		25,149		0		0		25,149		0	
Short Term CG Distributions		0		945		0		0		0		0		0		0		0		0		0	
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/16	Adjusted Basis as of 12/31/16	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis of Losses									
139	EATON VANCE GLOBAL MAC	277923728		1/23/2015	1/20/2016	912		0	962	-50		0	0	-50									
140	DREYFUS INTERNATL BOND	261980668		5/28/2014	8/23/2016	458		0	477	-19		0	0	-19									
141	FID ADV EMER MKTS INC-CL	315920702		1/23/2015	1/20/2016	127		0	138	-11		0	0	-11									
142	FID ADV EMER MKTS INC-CL	315920702		7/24/2015	1/20/2016	1,076		0	1,167	-91		0	0	-91									
143	FID ADV EMER MKTS INC-CL	315920702		10/17/2013	8/23/2016	10,454		0	10,164	290		0	0	290									
144	GOLDMAN SACHS GROUP IN	38141G104		12/8/2010	6/10/2016	300		0	324	-24		0	0	-24									
145	GOLDMAN SACHS GROUP IN	38141G104		4/12/2011	6/10/2016	450		0	481	-31		0	0	-31									
146	GOLDMAN SACHS GROUP IN	38141G104		7/11/2011	6/10/2016	300		0	265	35		0	0	35									
147	DREYFUS INTERNATL BOND	261980668		6/21/2016	8/23/2016	6,303		0	6,102	201		0	0	201									
148	GOLDMAN SACHS GROUP IN	38141G104		1/21/2015	6/10/2016	600		0	696	-96		0	0	-96									
149	HSBC - ADR	404280406		2/25/2013	3/1/2016	322		0	546	-224		0	0	-224									
150	HSBC - ADR	404280406		7/5/2013	3/1/2016	516		0	852	-336		0	0	-336									
151	HSBC - ADR	404280406		2/7/2014	3/1/2016	193		0	311	-118		0	0	-118									
152	HSBC - ADR	404280406		3/6/2013	3/1/2016	129		0	219	-90		0	0	-90									

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	12,740		
										12,740	0	0

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

	Date	Amount
1 Credit from prior year return	1	195
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	195

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

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	18,411
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	18,411

Supplemental Information:

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

Wells Fargo Bank N.A
100 N Main Street Mac 4001-117
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.