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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
THE CREAN FOUNDATION

A Employer identification number
95-3676334

Number and street (or P O box number if mail is not delivered to street address)
PO Box 8449

Room/suite

B Telephone number (see instructions)
(949) 642-3050

City or town, state or province, country, and ZIP or foreign postal code
Newport Beach, CA 92658

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶$ 67,854,390

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,154	1,154	1,154	
	4	Dividends and interest from securities	1,520,748	1,520,748	1,520,748	
	5a	Gross rents	325,349	325,349	325,349	
	b	Net rental income or (loss) 235,895				
	6a	Net gain or (loss) from sale of assets not on line 10	731,625			
	b	Gross sales price for all assets on line 6a 16,753,718				
	7	Capital gain net income (from Part IV, line 2)		731,625		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 29,617				
	b	Less Cost of goods sold 7,551				
	c	Gross profit or (loss) (attach schedule)	22,066		22,066	
	11	Other income (attach schedule)	15,561			
	12	**Total.** Add lines 1 through 11	2,616,503	2,578,876	1,869,317	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	342,137	342,137		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	18,235	18,235		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	12,768	12,768		
	19	Depreciation (attach schedule) and depletion	21,105	20,743		
	20	Occupancy				
	21	Travel, conferences, and meetings	110	110		
	22	Printing and publications	428	428		
	23	Other expenses (attach schedule)	320,110	313,238	6,872	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	714,893	707,659	6,872	0
	25	Contributions, gifts, grants paid	3,391,640			3,391,640
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,106,533	707,659	6,872	3,391,640
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,490,030			
	b	**Net investment income** (if negative, enter -0-)		1,871,217		
	c	**Adjusted net income**(if negative, enter -0-)			1,862,445	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	4,060,261	4,044,203	4,044,203
	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	27,412	19,861	93,754
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			51,823,489
	b Investments—corporate stock (attach schedule)	8,288,241	8,512,487	9,692,944
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ 1,781,170			
	Less accumulated depreciation (attach schedule) ▶ 261,697	1,540,216	1,519,473	2,200,000
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	51,603,924	49,855,001	
	14 Land, buildings, and equipment basis ▶ 3,460			
	Less accumulated depreciation (attach schedule) ▶ 3,217	605	243	
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	65,520,659	63,951,268	67,854,390
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	11,915,000	9,880,000	
	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 ▶)	450	405	
	23 **Total liabilities**(add lines 17 through 22)	11,915,450	9,880,405	
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	53,605,209	54,070,863	
	30 **Total net assets or fund balances** (see instructions)	53,605,209	54,070,863	
	31 **Total liabilities and net assets/fund balances** (see instructions)	65,520,659	63,951,268	

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	53,605,209
2	Enter amount from Part I, line 27a	2	-1,490,030
3	Other increases not included in line 2 (itemize) ▶	3	3,990,684
4	Add lines 1, 2, and 3	4	56,105,863
5	Decreases not included in line 2 (itemize) ▶	5	2,035,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	54,070,863

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	Publicly Traded Securities	P	2015-01-01	2016-12-15
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	16,753,718		16,022,093	731,625
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) 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	
a				731,625
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	731,625
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

1 Enter the appropriate amount in each column for each year, see 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	3,430,090	69,047,226	0 04968
2014	3,477,590	70,848,156	0 04909
2013	3,188,590	69,370,320	0 04597
2012	2,905,940	66,577,207	0 04365
2011	5,055,329	68,323,720	0 07399

2	**Total** of line 1, column (d)	2	0 262366
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 052473
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	65,344,257
5	Multiply line 4 by line 3	5	3,428,809
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	18,712
7	Add lines 5 and 6	7	3,447,521
8	Enter qualifying distributions from Part XII, line 4	8	3,391,640

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	37,424
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	37,424
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	37,424
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 61,332		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	61,332
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	23,908
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 10,000 **Refunded** ▶	11	13,908

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
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* .	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ N/A

14 The books are in care of ▶ MARC S GOLDIN CFO Telephone no ▶ (949) 642-3050

Located at ▶ 27052 Falling Leaf Dr Laguna Hills CA ZIP+4 ▶ 926536502

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16		No

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
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? ☐ 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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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	No
	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?			6b	No
	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	No

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ANDREW CREAN PO BOX 8449 NEWPORT BEACH, CA 926588449	President 1 00	0		
EMILY CREAN VOGLER PO BOX 8449 NEWPORT BEACH, CA 926588449	Vice President 1 00	0		
SUSAN E THOMAS PO BOX 8449 NEWPORT BEACH, CA 926588449	Secretary 1 00	0		
MARC S GOLDIN PO BOX 8449 NEWPORT BEACH, CA 926588449	CFO 30 00	0		

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

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

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

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 DISTRIBUTION OF BOOKS ON ALCOHOLISM INTENDED TO EDUCATE AND ASSIST THE GENERAL PUBLIC CONCERNING THE DISEASE THE TOTAL NUMBER OF BOOKS DISTRIBUTED DURING 2016 WAS 9,807	0
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	
2	
All other program-related investments See instructions 3	
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	62,187,108
b	Average of monthly cash balances		1b	1,952,239
c	Fair market value of all other assets (see instructions)		1c	2,200,000
d	**Total** (add lines 1a, b, and c)		1d	66,339,347
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	66,339,347
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	995,090
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	65,344,257
6	**Minimum investment return.** Enter 5% of line 5		6	3,267,213

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	3,267,213
2a	Tax on investment income for 2016 from Part VI, line 5	2a 37,424		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	37,424
3	Distributable amount before adjustments Subtract line 2c from line 1		3	3,229,789
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	3,229,789
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	3,229,789

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	3,391,640
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	3,391,640
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	3,391,640

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				3,229,789
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2016				
a From 2011. 1,691,757				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015. 30,577				
f Total of lines 3a through e.	1,722,334			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 3,391,640				
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).	0			
d Applied to 2016 distributable amount.				3,229,789
e Remaining amount distributed out of corpus	161,851			
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	1,884,185			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	1,691,757			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	192,428			
10 Analysis of line 9				
a Excess from 2012. . . .				
b Excess from 2013. . . .				
c Excess from 2014. . . .				
d Excess from 2015. . . . 30,577				
e Excess from 2016. . . . 161,851				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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 email 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* See Additional Data Table				
Total . . . . . ▶ **3a**				3,391,640
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14	1,154	
4 Dividends and interest from securities. . . .			14	1,520,748	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	235,895	
6 Net rental income or (loss) from personal property					
7 Other investment income.			16	15,561	
8 Gain or (loss) from sales of assets other than inventory			18	731,625	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					22,066
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				2,504,983	22,066
13 **Total.** Add line 12, columns (b), (d), and (e).				13	2,527,049

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
10	SALE OF BOOKS ON ALCOHOLISM INTENDED TO EDUCATE AND ASSIST THE GENERAL PUBLIC CONCERNING THE DISEASE

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

******	2017-09-10	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶				Firm's EIN ▶
Firm's address ▶				Phone no

Form 990PF Part XV Line 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*				
Orange County Rescue Mission One Hope Drive Tustin, CA 92782	N/A	Public	Food and shelter for the poor	10,000
Biola University 13800 Biola Ave La Mirada, CA 90639	N/A	Public	Medical services for the poor	3,000
The Midnight Mission 601 South San Pedro St Los Angeles, CA 90014	N/A	Public	Shelter for alcoholics	20,000
American Heart Association PO Box 6046 Irvine, CA 92716	N/A	Public	Medical Research	10,000
Big BrothersBig Sisters 1801 E Edinger Ave Ste 101 Santa Ana, CA 92705	N/A	Public	Programs for children	35,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
Chapman University One University Drive Orange, CA 92866	N/A	Public	Education	1,040,000
Children's Bureau 50 S Anaheim Blvd Ste 241 Anaheim, CA 92805	N/A	Public	Programs for disadvantaged children	245,000
Children's Hospital of OC Foundatio 455 S Main St Orange, CA 92868	N/A	Public	Pediatric Medical Care	110,000
Childhelp PO Box 2954 Newport Beach, CA 92659	N/A	Public	Treatment and Prevention of Child Abuse	25,000
Guide Dogs of America 13445 Glenoaks Blvd Sylmar, CA 91342	N/A	Public	Training of dogs to assist the vision impaired	10,000
Total 3a . . . . . ▶				3,391,640

Form 990PF Part XV Line 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*				
Make-A-Wish Foundation of OC 3230 El Camino Real Ste 100 Irvine, CA 92602	N/A	Public	Program for terminally ill children	1,000
Providence Speech and Hearing Cente 1301 Providence Ave Orange, CA 92868	N/A	Public	Assistance of the hearing impaired	7,500
Santa Catatlina Island Tuna Club Fo PO Box 526 Avalon, CA 90704	N/A	Public	Maintaining the forests of Santa Catalina Island	5,000
YMCA of Orange County 13821 Newport Ave 200 Tustin, CA 92780	N/A	Public	Recreation programs for the needy	150,000
LEARNING ALLY INC 20 Roszel Rd Princeton, NJ 08540	N/A	PUBLIC	RECORDING OF BOOKS FOR THE VISUALLY IMPAIRED	10,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
ONEOC 1901 EAST FOURTH ST 100 SANTA ANA, CA 92705	N/A	PUBLIC	ASSISTANCE TO CHARITABLE ORGANIZATIONS	5,000
PHILHARMONIC SOCIETY OF OC 2082 BUSINESS CENTER DR 100 IRVINE, CA 92612	N/A	PUBLIC	MUSIC PROGRAMS	25,000
ALZHEIMER'S ORANGE COUNTY 2515 McCabe Way Ste 200 Irvine, CA 92614	N/A	PUBLIC	PROGRAMS FOR PEOPLE WITH ALZHEIMER'S DISEASE	100,000
BLIND CHILDREN'S LEARNING CENTER 18542-B VANDERLIP AVENUE SANTA ANA, CA 92705	N/A	PUBLIC	PROGRAMS FOR VISUALLY IMPAIRED CHILDREN	10,000
EXCHANGE CLUBS CHARITIBLE FOUNDATIO 1117 Franklin St Santa Monica, CA 90403	N/A	PUBLIC	PROGRAMS TO PREVENT CHILD ABUSE	15,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
GLORIA DEI LUTHERAN CHURCH 33501 STONEHILL DR DANA POINT, CA 92629	N/A	PUBLIC	RELIGIOUS PROGRAMS	111,440
LUTHERAN CHURCH OF THE MASTER 2900 PACIFIC VIEW DR CORONA DEL MAR, CA 92625	N/A	PUBLIC	RELIGIOUS PROGRAMS	5,200
LUTHERAN CHURCH OF THE MASTER 10931 SANTA MONICA BLVD LOS ANGELES, CA 90025	N/A	PUBLIC	RELIGIOUS PROGRAMS	20,800
SAINT ANDREW'S ABBEY PO BOX 40 VALYERMO, CA 93563	N/A	PUBLIC	RELIGIOUS PROGRAMS	2,500
ARTS ORANGE COUNTY 3750 S SUSAN ST STE 200 SANTA ANA, CA 92704	N/A	PUBLIC	EDUCATIONAL PROGRAMS FOR CHILDREN	15,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
BACK BAY THERAPEUTIC RIDING CLUB 20262 SW CYPRESS ST NEWPORT BEACH, CA 92660	N/A	PUBLIC	PROGRAMS FOR DISABLED CHILDREN	2,500
SECOND HARVEST FOOD BANK OF OC 8014 Marine Way Irvine, CA 92618	N/A	PUBLIC	FOOD FOR THE POOR AND HOMELESS	10,000
LOS ANGELES MISSION 303 EAST 5TH ST LOS ANGELES, CA 90013	N/A	PUBLIC	FOOD AND SHELTER FOR THE HOMELESS	5,000
HOAG HOSPITAL FOUNDATION 330 Placentia Ave Suite 100 NEWPORT BEACH, CA 92663	N/A	PUBLIC	CONSTRUCTION OF NEW HOSPITAL FACILITIES	500,000
CYSTIC FIBROSIS FOUNDATION 1801 E Edinger Ave Ste 135 Santa Ana, CA 92705	N/A	PUBLIC	MEDICAL RESEARCH	5,000
Total 3a . . . . . ▶				3,391,640

Form 990PF Part XV Line 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*				
PROJECT CUDDLE INC 2973 HARBOR BLVD PMB 326 COSTA MESA, CA 92626	N/A	PUBLIC	ASSISTANCE TO POOR PREGNANT WOMEN WHO CANNOT KEEP THEIR BABIES	1,000
THE ALL-AMERICAN BOYS CHORUS PO BOX 1527 COSTA MESA, CA 92628	N/A	PUBLIC	MUSIC PROGRAM	5,000
FACES 1015 E Chapman Ave Ste A Fullerton, CA 92831	N/A	Public	Programs for children	10,000
Pat McCormick Educational Foundatio 909 Electric Ave Ste 304 Seal Beach, CA 90740	N/A	Public	Educational programs for children	50,000
Heart of Jesus Retreat Center 2927 S Greenville St Santa Ana, CA 92704	N/A	Public	Religious programs	2,500
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
Youth Employment Services Inc 114 E 19th St Costa Mesa, CA 92627	N/A	Public	Assistance of teenagers to obtain employment	10,000
Child Guidance Center Inc 525 N Cabrillo Park Dr Ste 300 Santa Ana, CA 92701	N/A	Public	Treatment and prevention of child abuse	5,000
Acacia Adult Day Services 11391 Acacia Parkway Garden Grove, CA 92840	N/A	Public	Programs for seniors	10,000
Friends of Santa Ana Zoo 1801 E Chestnut Ave Santa Ana, CA 92701	N/A	Public	Maintenance of animal exhibits	10,000
Goodwill of Orange County 410 N Fairview Santa Ana, CA 92703	N/A	Public	Assistance for poor people	1,000
Total . . . . . ▶ **3a**				3,391,640

Form 990PF Part XV Line 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*				
Laura's House 999 Corporate Dr Ste 225 Ladera Ranch, CA 92694	N/A	Public	Shelter for abused women and children	10,000
ExplorOcean 600 E Bay Ave Newport Beach, CA 92661	N/A	Public	Development of nautical museum	5,000
Orangewood Children's Foundation 1575 E 17th St Santa Ana, CA 92705	N/A	Public	Education Programs	60,000
Project Dignity 651 N Rose Drive D115 Placentia, CA 92870	N/A	Public	Assistance for poor people	7,500
Ronald McDonald House Charities 1250 Lyman Pl Los Angeles, CA 90029	N/A	Public	Camp program for children with cancer	10,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
ANGEL FACES 2235 Encinitas Blvd Ste 107B ENCINITAS, CA 92024	N/A	Public	Seminars to build self-esteeem for burn victims	15,000
COURT APPOINTED SPECIAL ADVOCATES 1505 E 17th St Suite 214 Santa Ana, CA 92705	N/A	Public	Programs for disadvantaged youth	2,500
NEW VISTA SCHOOL FOUNDATION 23902 Mill Creek Dr Laguna Hills, CA 92653	N/A	Public	TUITION ASSISTANCE FOR LOW INCOME STUDENTS	40,000
SUPPORT THE ENLISTED PROJECT INC 9951 Businesspark Ave Ste A SAN DIEGO, CA 92131	N/A	Public	Assistance for war veterans	10,000
THE WOODEN FLOOR 1810 N Main St Santa Ana, CA 92706	N/A	Public	DANCE PROGRAMS FOR POOR CHILDREN	5,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
SHARE OUR SELVES CORPORATION 1550 Superior Ave Costa Mesa, CA 92627	N/A	Public	Medical, food and clothing for poor people	10,000
THE PRENTICE SCHOOL 18341 Lassen Dr Santa Ana, CA 92705	N/A	Public	EDUCATION PROGRAMS	10,000
THE WINSTON SCHOOL 215 9th St Del Mar, CA 92014	N/A	Public	EDUCATION PROGRAMS	10,000
COMMUNITY SENIORSERV 1200 N Knollwood Circle Anaheim, CA 92801	N/A	Public	Programs for seniors	10,000
FIRST STEP HOUSE OF ORANGE COUNTY PO BOX 1904 COSTA MESA, CA 92628	N/A	Public	PROGRAMS FOR ALCOHOLIC REHABILITATION	20,000
Total 3a . . . . . ▶				3,391,640

Form 990PF Part XV Line 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*				
FRIENDSHIP SHELTER INC PO BOX 4252 LAGUNA BEACH, CA 92652	N/A	Public	SELF-SUFFICIENCY PROGRAMS FOR THE HOMELESS	5,000
KIDWORKS 1902 W CHESTNUT AVE SANTA ANA, CA 92703	N/A	Public	PROGRAMS FOR AT-RISK CHILDREN	10,000
NAPA VALLEY WINE AUCTION PO BOX 41 ST HELENA, CA 94574	N/A	Public	MEDICAL CARE AND HOUSING FOR LOW INCOME PEOPLE	25,000
PROBATION COMMUNITY ACTION ASSOCIAT PMB 176 1111 N MAIN ST SANTA ANA, CA 92701	N/A	Public	PROGRAM FOR AT-RISK YOUTH	5,000
TALLER SAN JOSE 801 N BROADWAY SANTA ANA, CA 92701	N/A	Public	JOB TRAINING PROGRAM FOR AT-RISK YOUTH	10,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
THE GARY CENTER 341 S HILLCREST ST LA HABRA, CA 90631	N/A	Public	JOB TRAINING FOR AT-RISK YOUTH	10,000
THE SHEA CENTER FOR THERAPEUTIC RID 26284 OSO RD SAN JUAN CAPISTRANO, CA 92675	N/A	Public	PROGRAMS FOR DISABLED CHILDREN	20,000
WOMEN'S TRANSITIONAL LIVING CENTER PO BOX 6103 ORANGE, CA 92863	N/A	Public	PROGRAMS FOR ABUSED ADULTS AND CHILDREN	5,000
ARMY AND NAVY ACADEMY PO BOX 3000 CARLSBAD, CA 92018	N/A	Public	TUITION ASSISTANCE FOR LOW INCOME STUDENTS	250,000
CASA TERESA PO BOX 429 ORANGE, CA 92856	N/A	Public	PROVIDE SHELTER TO HOMELESS PREGNANT WOMEN	5,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
LAGUNA BEACH SENIORS INC 380 THIRD ST LAGUNA BEACH, CA 92651	N/A	Public	INCREASE OUTREACH TO SENIORS	20,000
SEGERSTROM CENTER FOR THE ARTS 600 TOWN CENTER DR COSTA MESA, CA 92626	N/A	Public	MUSIC PROGRAMS FOR CHILDREN	10,000
WORLD FIT FOUNDATION INC 151 KAHIKI DR TAVERNIER, FL 33070	N/A	Public	FITNESS PROGRAM FOR CHILDREN	15,000
SERVING PEOPLE IN NEED INC 151 KALMUS DR STE H-2 COSTA MESA, CA 92626	N/A	Public	SELF-SUFFICIENCY PROGRAMS FOR THE HOMELESS	2,500
ART CREATIVITY FOR HEALING INC 23011 Moulton Parkway Ste I-5 Laguna Hills, CA 92653	N/A	Public	Programs for veterans	1,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
UCI MIND 2646 BIOLOGICAL SCIENCES III IRVINE, CA 92697	N/A	Public	MEDICAL RESEARCH	35,000
CALIFORNIA YOUTH SERVICES 23282 MILL CREEK DR STE 130 LAGUNA HILLS, CA 92653	N/A	Public	SUBSTANCE ABUSE COUNSELING FOR YOUTH	10,000
CASA DE AMMA 27231 CALLE ARROYO SAN JUAN CAPISTRANO, CA 92675	N/A	Public	ASSISTANCE OF ADULTS WITH SPECIAL NEEDS	10,000
ACCESS OC SOUTHERN CALIFORNIA 1505 E 17th St Suite 209 Santa Ana, CA 92705	N/A	Public	HEALTH CARE FOR THE POOR	10,000
KOCE-TV FOUNDATION PO BOX 25113 SANTA ANA, CA 92799	N/A	Public	PUBLIC TELEVISION EDUCATIONAL PROGRAMMING	1,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
PROJECT ACCESS INC 3900 BIRCH ST SUITE 113 NEWPORT BEACH, CA 92660	N/A	Public	EDUCATION AND EMPLOYMENT SERVICES TO POOR PEOPLE	10,000
SOUTHERN CALIFORNIA CHILDREN'S CHOR 5020 CAMPUS DR NEWPORT BEACH, CA 92660	N/A	Public	MUSIC PROGRAMS FOR CHILDREN	2,500
DISCOVERY CUBE 2500 N MAIN ST SANTA ANA, CA 92705	N/A	Public	EDUCATIONAL PROGRAMS IN MUSEUM	10,000
FRIENDS OF THE NATIONAL WW II MEMOR 921 PENNSYLVANIA AVE SE SUITE 304 WASHINGTON, DC 20003	N/A	Public	MAINTENANCE OF NATIONAL MEMORIAL	1,000
ORANGE COUNTY COMMUNITY FOUNDATION 4041 MACARTHUR BLVD SUITE 510 NEWPORT BEACH, CA 92660	N/A	Public	COMMUNITY FOUNDATION SUPPORT	150
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
WORKING WARDROBES FOR A NEW START 1851 Kettering St Irvine, CA 92614	N/A	Public	CLOTHING FOR POOR PEOPLE	10,000
INTERNATIONAL GAME FISH ASSOCIATION 300 GULF STREAM WAY DANIA BEACH, FL 33004	N/A	PC	FISH RESEARCH CONSERVATION AND EDUCATION	4,500
PACIFIC SYMPHONY 3631 S HARBOR BLVD STE 100 SANTA ANA, CA 92704	N/A	PC	MUSIC PROGRAMS FOR CHILDREN	10,000
PRETEND CITY THE CHILDREN'S MUSEUM 29 Hubble Irvine, CA 92618	N/A	PC	MUSEUM OPERATING EXPENSES	5,000
RVMH HERITAGE FOUNDATION INC 21565 Executive Pkwy Elkhart, IN 46514	N/A	PC	MUSEUM OPERATING EXPENSES	20,000
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
SPECIAL CAMP FOR SPECIAL KIDS 31641 La Novia San Juan Capistrano, CA 92675	N/A	PC	CAMP PROGRAM FOR SPECIAL NEEDS CHILDREN	1,000
THUNDERING TRAILS 5607 SPLIT MOUNTAIN RD BOREGO SPRINGS, CA 92004	N/A	PC	RECREATIONAL PROGRAMS FOR DISADVANTAGED CHILDREN	2,000
Assistance League of Irvine 2452 Alton Parkway Irvine, CA 92606	N/A	PC	Educational programs	2,000
Cypress College Foundation 9200 Valley View St Cypress, CA 90630	N/A	PC	Student scholarships	550
Gracious Giver Church 727 Owen Ave Ste A Huntington Beach, CA 92648	N/A	PC	Rehabilitation of substance abusers	2,500
Total . . . . . ▶ 3a				3,391,640

Form 990PF Part XV Line 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*				
Heroes Hall Veterans Foundation 88 Fair Dr Costa Mesa, CA 92626	N/A	PC	Support of museum honoring veterans	2,500
Laurel House 1 Hope Drive Tustin, CA 92782	N/A	PC	Support for homeless teens	2,500
UC Irvine 2205 Education Building Irvine, CA 92697	N/A	PC	Math educational program for underserved youth	2,500
Total . . . . . ▶ 3a				3,391,640

TY 2016 Accounting Fees Schedule

Name: THE CREAN FOUNDATION

EIN: 95-3676334

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wiegel, Szekel and Frisby	18,235	18,235	0	0

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Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: THE CREAN FOUNDATION
EIN: 95-3676334
Software ID: 16000303
Software Version: 2016v3.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING, NORTHRIDGE	2000-04-18	809,000	325,861	SL	2 56 %	20,743	20,743		
SCANNER	2011-08-01	830	741	200DB	5 0000	21			
HP COMPUTER	2013-10-23	1,440	956	200DB	5 0000	194			
AT&T CORDLESS TELEPHONE	2013-11-04	38	34	200DB	3 0000	2			
HP PRINTER	2013-11-12	378	251	200DB	5 0000	51			
MOBILE TELEPHONE	2014-10-10	506	365	200DB	3 0000	94			

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TY 2016 Investments - Land Schedule

Name: THE CREAN FOUNDATION
EIN: 95-3676334
Software ID: 16000303
Software Version: 2016v3.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings	809,000	261,697	547,303	2,200,000
Land	972,170		972,170	

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TY 2016 Land, Etc. Schedule

Name: THE CREAN FOUNDATION

EIN: 95-3676334

Software ID: 16000303

Software Version: 2016v3.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Machinery and Equipment	3,460	3,217	243	

TY 2016 Other Decreases Schedule

Name: THE CREAN FOUNDATION
EIN: 95-3676334
Software ID: 16000303
Software Version: 2016v3.0

Description	Amount
AMOUNT OF GRANTS PAYABLE PAID DURING 2016	2,035,000

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TY 2016 Other Expenses Schedule

Name: THE CREAN FOUNDATION

EIN: 95-3676334

Software ID: 16000303

Software Version: 2016v3.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	90	90		
BOOK SALES EXPENSE	3,422		3,422	
COMPUTER SOFTWARE	698	698		
INSURANCE	29,378	29,378		
INVESTMENT MANAGEMENT FEES	210,337	210,337		
LICENSES	882	882		
MISCELLANEOUS	50	50		
OFFICE SUPPLIES	1,128	1,128		
POSTAGE	3,908	458	3,450	
PROFESSIONAL MEMBERSHIPS	1,212	1,212		

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Rental Expenses	68,711	68,711		
TELEPHONE	294	294		

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TY 2016 Other Income Schedule

Name: THE CREAN FOUNDATION

EIN: 95-3676334

Software ID: 16000303

Software Version: 2016v3.0

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	15,561		

TY 2016 Other Increases Schedule

Name: THE CREAN FOUNDATION
EIN: 95-3676334
Software ID: 16000303
Software Version: 2016v3.0

Description	Amount
ADJUSTMENT OF BASIS OF INVESTMENTS	3,969,579
DEPRECIATION	21,105

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491253001517

TY 2016 Other Liabilities Schedule

Name: THE CREAN FOUNDATION
EIN: 95-3676334
Software ID: 16000303
Software Version: 2016v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Sales Tax Payable	450	405

TY 2016 Sales Of Inventory Schedule

Name: THE CREAN FOUNDATION
EIN: 95-3676334
Software ID: 16000303
Software Version: 2016v3.0

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
BOOK SALES	29,617	7,551	22,066

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TY 2016 Taxes Schedule

Name: THE CREAN FOUNDATION
EIN: 95-3676334
Software ID: 16000303
Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	188	188		
PAYROLL TAXES	12,420	12,420		
STATE TAX	160	160		

Capital Gains (Losses) Report - Last year

1/1/2016 through 12/31/2016

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L.
SHORT TERM							
616-B of ..	WISDOMTREE JAPAN HEDGED EQUITY FUND	3,040.000	8/6/2015	3/31/2016	134,623 77	173,847.57	-39,223 80
616-B of . .	ISHARES CURRENCY HEDGED MSCI EUROZONE ETF	10,110.000	12/30/2015	4/12/2016	241,674 27	266,084.08	-24,409.81
616-B of .	ARTISAN INTERNATIONAL FUND	12,919.512	8/4/2015	4/12/2016	361,100.36	399,342.13	-38,241 77
616-B of ...	UNDISCOVERED MANAGERS FDS BEHAVIORAL VAL.	131.830	12/29/2015	4/18/2016	7,717 34	7,328.43	388.91
616-B of	ISHARES CORE S&P MID CAP ETF	25.000	8/6/2015	4/20/2016	3,650 89	3,730 36	-79 47
616-B of .	SELECT SECTOR SPDR TR HEALTHCARE	3,355.000	8/31/2015	4/20/2016	234,696.59	232,325.36	2,371.23
616-B of ..	COLUMBIA GLOBAL TECHNOLOGY GROWTH FUND	4,924.361	12/31/2015	5/26/2016	99,472 09	100,309.23	-837.14
616-B of ...	SPDR® Barclays Short Term Corporate Bond ETF	12,820 000	4/20/2016	6/10/2016	392,988.52	393,180.43	-191 91
616-B of ..	Oppenheimer International Growth Fund Class Y	8,529.813	3/29/2016	6/17/2016	293,852.07	301,699.50	-7,847.43
616-B of ...	Oppenheimer International Growth Fund Class Y	1,047.984	4/13/2016	6/17/2016	36,103.05	37,737.90	-1,634.85
616-B of ...	CBRE CLARION LONG/SHORT FUND	5,778.023	8/4/2015	7/6/2016	60,264 78	63,673.81	-3,409.03
616-B of ..	METRO WEST TOTAL RETURN BOND	54,382.089	4/18/2016	7/6/2016	600,922 08	590,589.49	10,332.59
616-B of	iShares 1-3 Year Credit Bond ETF	3,720 000	4/20/2016	7/8/2016	394,182 32	392,735.28	1,447.04
616-B of .	Columbia Short Term Municipal Bond Fund Class Z Shar .	37,697 929	6/13/2016	8/5/2016	393,943.36	393,189.40	753.96
616-B of ...	ISHARES US PREFERRED STOCK ETF	175.000	4/20/2016	8/29/2016	7,012 99	6,784.75	228.24
616-B of .	iShares Edge MSCI Min Vol Emerging Markets ETF	1,945.000	7/8/2016	8/31/2016	105,572.68	99,548.41	6,024.27
616-B of .	iShares Edge MSCI Min Vol EAFE ETF	4,245.000	7/8/2016	8/31/2016	288,066.20	280,848.35	7,217.85
616-B of .	PRINCIPAL PFD SECS FUND	10,885 118	4/18/2016	10/3/2016	111,463.61	108,851.18	2,612.43
616-B of ..	SPDR® Gold Shares	775.000	7/8/2016	10/17/2016	92,546.24	100,321.82	-7,775.58
616-B of ..	SPDR® Gold Shares	795 000	7/8/2016	10/17/2016	94,934 52	102,414.92	-7,480.40
616-B of	AQR Managed Futures Strategy Fund Class I	9,404.546	7/6/2016	11/18/2016	88,214.64	99,312.01	-11,097.37
616-B of ..	AQR Managed Futures Strategy Fund Class I	14,341.932	7/6/2016	11/18/2016	134,527 32	151,450.80	-16,923 48
616-B of . .	iShares Core MSCI EAFE ETF	1,845.000	8/31/2016	11/22/2016	97,312.96	101,363.19	-4,050 23
616-B of ..	iShares Core MSCI Emerging Markets ETF	4,510 000	8/31/2016	11/22/2016	190,793.64	205,002.05	-14,208.41
616-B of . .	Vanguard Global ex-U S Real Estate Index Fund ETF S...	3,565.000	8/31/2016	11/23/2016	179,477.07	203,597.86	-24,120.79
616-B of ..	PRINCIPAL PFD SECS FUND	23,376 135	4/18/2016	12/7/2016	232,826 30	233,761.35	-935.05
616-B of .	PRINCIPAL PFD SECS FUND	68.976	4/18/2016	12/13/2016	687.00	689.76	-2.76
616-B of ..	PRINCIPAL PFD SECS FUND	5,078 946	8/18/2016	12/13/2016	50,586 30	52,211.57	-1,625.27
616-B of .	PRINCIPAL PFD SECS FUND	9,850 145	8/25/2016	12/13/2016	98,107.45	101,653.50	-3,546 05
616-B of	PRINCIPAL PFD SECS FUND	9,632.251	8/29/2016	12/13/2016	95,937 22	99,501.15	-3,563 93
651-Bern...	VOYA FINANCIAL INC	364.000	9/2/2015	1/21/2016	10,918 18	15,108.66	-4,190.48
651-Bern .	VOYA FINANCIAL INC	1 000	9/11/2015	1/21/2016	30.00	42.38	-12 38
651-Bern...	VOYA FINANCIAL INC	546.000	9/11/2015	1/21/2016	16,377.27	23,141.45	-6,764.18
651-Bern	VOYA FINANCIAL INC	419 000	9/14/2015	1/21/2016	12,567 91	17,841.02	-5,273 11
651-Bern..	MOBILEYE NV	420.000	2/5/2015	1/25/2016	12,306 13	15,592.84	-3,286 71
651-Bern ..	MOBILEYE NV	215.000	3/2/2015	1/25/2016	6,299.56	7,166.14	-866.58

Capital Gains (Losses) Report - Last year

1/1/2016 through 12/31/2016

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L. .
651-Bern ..	EDISON INTERNATIONAL	175.000	6/25/2015	2/1/2016	10,816.42	9,858.50	957 92
651-Bern..	NORTHROP GRUMMAN CORP	110.000	5/28/2015	2/5/2016	20,457.45	17,536.62	2,920.83
651-Bern ..	MURPHY OIL CORP	1 000	10/12/2015	2/17/2016	18.13	29 27	-11.14
651-Bern...	MURPHY OIL CORP	443.000	10/12/2015	2/17/2016	8,031.37	12,968 20	-4,936.83
651-Bern ..	MURPHY OIL CORP	734.000	12/14/2015	2/17/2016	13,307.05	16,424.28	-3,117.23
651-Bern ..	APPLIED MATERIALS INC.	387.000	6/8/2015	2/24/2016	7,056.56	7,765.23	-708 67
651-Bern...	L BRANDS INC	135 000	3/25/2015	2/24/2016	11,131.88	12,764 72	-1,632.84
651-Bern...	ROSS STORES INC	205.000	4/9/2015	2/25/2016	11,471.39	10,590.76	880.63
651-Bern ..	APPLIED MATERIALS INC.	875.000	6/8/2015	4/14/2016	18,308.76	17,557.05	751.71
651-Bern ..	COMPUTER SCIENCES CORP	404.000	1/25/2016	4/20/2016	13,397.81	12,153.09	1,244.72
651-Bern ..	COMPUTER SCIENCES CORP	545 000	2/2/2016	4/20/2016	18,073.78	17,170 17	903.61
651-Bern...	JETBLUE AIRWAYS CORP	1,527.000	7/17/2015	5/10/2016	29,612 81	35,107.26	-5,494.45
651-Bern. .	ROCKWELL COLLINS INC	1.000	7/13/2015	5/10/2016	91.78	92 93	-1.15
651-Bern .	ROCKWELL COLLINS INC	225.000	7/13/2015	5/10/2016	20,650.50	20,910 04	-259.54
651-Bern...	APPLIED MATERIALS INC	437.000	6/8/2015	5/12/2016	8,674.49	8,768.49	-94.00
651-Bern .	NORTHROP GRUMMAN CORP	47 000	5/28/2015	5/13/2016	10,116.83	7,492.92	2,623.91
651-Bern .	NORTHROP GRUMMAN CORP	72.000	5/29/2015	5/13/2016	15,498.13	11,456.16	4,041.97
651-Bern. .	NORTHROP GRUMMAN CORP	33.000	6/1/2015	5/13/2016	7,103.31	5,274.25	1,829.06
651-Bern...	LYONDELLBASELL INDUSTRIES	27 000	10/13/2015	6/2/2016	2,170.11	2,529.23	-359 12
651-Bern ..	LYONDELLBASELL INDUSTRIES	132.000	10/13/2015	6/3/2016	10,485 43	12,365.11	-1,879 68
651-Bern...	UNITEDHEALTH GROUP INC.	121.000	8/18/2015	6/3/2016	16,512.76	15,203.92	1,308 84
651-Bern...	UNITEDHEALTH GROUP INC.	59 000	8/25/2015	6/3/2016	8,051.68	6,681.16	1,370 52
651-Bern. .	APPLIED MATERIALS INC.	350 000	6/8/2015	6/8/2016	8,470.59	7,022 82	1,447 77
651-Bern...	APPLIED MATERIALS INC.	339.000	6/9/2015	6/8/2016	8,204.38	6,751.69	1,452 69
651-Bern...	SEALED AIR CORP	227.000	7/1/2015	6/8/2016	10,405.70	11,848.86	-1,443 16
651-Bern ..	PPL CORPORATION	4 000	10/5/2015	6/30/2016	150.37	133 66	16.71
651-Bern .	PPL CORPORATION	499.000	10/5/2015	6/30/2016	18,758.86	16,674.34	2,084.52
651-Bern. .	CITIZENS FINANCIAL GROUP INC	486.000	11/30/2015	7/18/2016	10,177 52	12,898.98	-2,721 46
651-Bern. .	MCDONALDS CORP.	170 000	9/2/2015	7/18/2016	21,011.90	16,293 65	4,718.25
651-Bern...	MCDONALDS CORP.	366.000	9/10/2015	7/18/2016	45,237.38	34,911 42	10,325.96
651-Bern ..	CITIZENS FINANCIAL GROUP INC	776.000	11/30/2015	7/19/2016	16,309.42	20,595.89	-4,286 47
651-Bern...	CITIZENS FINANCIAL GROUP INC	541 000	12/18/2015	7/19/2016	11,370.36	14,094 46	-2,724 10
651-Bern...	CITIZENS FINANCIAL GROUP INC	582.000	12/22/2015	7/19/2016	12,232.07	15,167.27	-2,935.20
651-Bern ..	AMPHENOL CORP	161.000	5/16/2016	7/22/2016	9,496.42	8,962 50	533 92
651-Bern...	UNITED PARCEL SVC INC	94 000	5/11/2016	8/22/2016	10,332.98	9,739 40	593.58
651-Bern .	CF INDUSTRIES HOLDINGS INC	94 000	10/19/2015	9/12/2016	2,378.40	4,853 56	-2,475.16
651-Bern .	UNITED PARCEL SVC INC	37 000	5/11/2016	9/12/2016	4,002 52	3,833.60	168 92
651-Bern .	UNITED PARCEL SVC INC	134 000	5/12/2016	9/12/2016	14,495 59	13,599.48	896 11

Capital Gains (Losses) Report - Last year

1/1/2016 through 12/31/2016

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
651-Bern	.CF INDUSTRIES HOLDINGS INC	247.000	10/19/2015	9/13/2016	5,972 07	12,753.50	-6,781.43
651-Bern	..CF INDUSTRIES HOLDINGS INC	442.000	12/18/2015	9/13/2016	10,686 85	18,435.16	-7,748 31
651-Bern	..UNITED PARCEL SVC INC	172.000	5/12/2016	9/13/2016	18,411 83	17,456.06	955.77
651-Bern.	.UNITED PARCEL SVC INC	99.000	6/10/2016	9/13/2016	10,597.50	10,334.91	262.59
651-Bern	. UNITED PARCEL SVC INC	91.000	6/16/2016	9/13/2016	9,741 14	9,424.61	316.53
651-Bern	. PUBLIC STORAGE	58.000	10/2/2015	9/19/2016	12,514.18	12,359.23	154.95
651-Bern	. PUBLIC STORAGE	2 000	10/5/2015	9/19/2016	431 52	437.90	-6.38
651-Bern	PUBLIC STORAGE	34 000	10/14/2015	9/19/2016	7,335.90	7,388.25	-52.35
651-Bern	PUBLIC STORAGE	41.000	10/14/2015	9/20/2016	8,830 17	8,909.35	-79.18
651-Bern	PUBLIC STORAGE	45.000	6/20/2016	9/20/2016	9,691 66	10,939.50	-1,247 84
651-Bern.	.Xilinx Inc	263.000	2/3/2016	9/20/2016	13,991 78	12,664.58	1,327 20
651-Bern	PPL CORPORATION	611.000	10/14/2015	10/13/2016	20,004.14	20,573 16	-569.02
651-Bern	..PPL CORPORATION	20.000	10/16/2015	10/13/2016	654.80	688.97	-34 17
651-Bern	..PPL CORPORATION	386.000	10/16/2015	10/13/2016	12,637.64	13,297.04	-659.40
651-Bern	..GENERAL MILLS INC	163.000	5/17/2016	10/14/2016	10,095.88	10,353 76	-257.88
651-Bern	..GENERAL MILLS INC	8 000	5/17/2016	10/17/2016	494.38	508.16	-13.78
651-Bern	.GENERAL MILLS INC	112 000	5/19/2016	10/17/2016	6,921 33	6,993.62	-72.29
651-Bern	.GENERAL MILLS INC	99.000	5/20/2016	10/17/2016	6,117 96	6,187.09	-69.13
651-Bern	VERIZON COMMUNICATIONS	231.000	12/14/2015	10/17/2016	11,625.84	10,436.30	1,189 54
651-Bern	...GENERAL MILLS INC	12.000	5/20/2016	10/18/2016	743 90	749.95	-6 05
651-Bern	.GENERAL MILLS INC	160.000	5/20/2016	10/18/2016	9,918.61	9,999.34	-80.73
651-Bern	. GENERAL MILLS INC	154.000	5/25/2016	10/18/2016	9,546.66	9,630.16	-83.50
651-Bern	..GENERAL MILLS INC	52.000	5/25/2016	10/18/2016	3,223 55	3,251.74	-28.19
651-Bern	..GENERAL MILLS INC	211.000	5/25/2016	10/19/2016	12,967.74	13,194.57	-226.83
651-Bern.	.GENERAL MILLS INC	180.000	5/26/2016	10/19/2016	11,062 53	11,334.51	-271.98
651-Bern	..GENERAL MILLS INC	118 000	6/20/2016	10/19/2016	7,252 10	7,813.56	-561.46
651-Bern	...APPLIED MATERIALS INC	547.000	11/18/2015	11/7/2016	15,872.63	9,822.48	6,050.15
651-Bern.	PROGRESSIVE CORP-OHIO	8.000	7/20/2016	11/7/2016	250.51	263 16	-12 65
651-Bern	..PROGRESSIVE CORP-OHIO	732.000	7/20/2016	11/7/2016	22,921 56	24,079 14	-1,157 58
651-Bern	...PROGRESSIVE CORP-OHIO	28.000	7/21/2016	11/7/2016	876 78	916.31	-39.53
651-Bern	..HELMERICH & PAYNE INC	1.000	4/19/2016	11/8/2016	62.13	62.99	-0.86
651-Bern	...HELMERICH & PAYNE INC	169.000	4/19/2016	11/8/2016	10,499 99	10,644.74	-144.75
651-Bern	...ESTEE LAUDER COMPANIES INC	154.000	11/3/2016	12/14/2016	12,098.15	12,327.07	-228.92
651-Bern	...Oshkosh Corp	205.000	9/6/2016	12/20/2016	13,580.92	11,316.14	2,264.78
651-Bern	HELMERICH & PAYNE INC	28 000	4/19/2016	12/21/2016	2,230.68	1,763 63	467.05
651-Bern	...HELMERICH & PAYNE INC	185 000	4/19/2016	12/21/2016	14,738.45	11,652 52	3,085 93
TOTAL SHORT TERM					**5,970,433.03**	**6,169,022.23**	**-198,589.20**

Capital Gains (Losses) Report - Last year

1/1/2016 through 12/31/2016

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
LONG TERM							
616-B of	WISDOMTREE JAPAN HEDGED EQUITY FUND	3,910.000	2/12/2015	3/31/2016	173,150.96	196,080.24	-22,929.28
616-B of	COLUMBIA LARGE CAP ENHANCED CORE FUND	27,231.091	12/27/2006	4/18/2016	574,848.33	337,760.12	237,088.21
616-B of	COLUMBIA SMALL CAP VALUE I FUND	8,225 662	3/20/2009	4/18/2016	330,836 13	218,766 17	112,069.96
616-B of	COLUMBIA SMALL CAP VALUE I FUND	1,346.476	1/26/2010	4/18/2016	54,155.26	35,810.30	18,344.96
616-B of	MFS SER TR I RESH INTL FUND	11,414.674	3/23/2009	4/18/2016	181,150.88	107,868.67	73,282.21
616-B of	PRUDENTIAL GLOBAL REAL ESTATE FUND	8,004.656	3/7/2013	4/18/2016	194,593.19	181,065.31	13,527 88
616-B of	PRUDENTIAL GLOBAL REAL ESTATE FUND	3,188.650	4/10/2013	4/18/2016	77,516.08	75,188.37	2,327.71
616-B of	PRUDENTIAL GLOBAL REAL ESTATE FUND	3,059.849	2/10/2015	4/18/2016	74,384.93	77,475 38	-3,090.45
616-B of	ISHARES CORE S&P MID CAP ETF	2,220.000	12/10/2014	4/20/2016	324,199.29	321,333 24	2,866.05
616-B of	SPDR S&P 500 ETF TRUST	985.000	10/17/2014	4/20/2016	204,564 48	186,062.17	18,502.31
616-B of	SPDR S&P 500 ETF TRUST	1,395.000	2/12/2015	4/20/2016	289,713 14	285,948 09	3,765.05
616-B of	CBRE CLARION LONG/SHORT FUND	13,307.926	10/15/2014	7/6/2016	138,801 67	138,269.35	532.32
616-B of	CBRE CLARION LONG/SHORT FUND	8,170.470	2/10/2015	7/6/2016	85,218.00	93,551.88	-8,333 88
616-B of	METRO WEST TOTAL RETURN BOND	26,954.598	2/10/2015	7/6/2016	297,848 31	296,231.03	1,617.28
616-B of	ROBECO BOSTON PARTNERS LONG/SHORT RES FU.	9,068.535	2/10/2015	7/6/2016	132,763 35	137,660.36	-4,897.01
616-B of	VANGUARD TOTAL WORLD STOCK INDEX FUND	4,845.000	10/17/2014	7/8/2016	280,208.33	279,454 27	754 06
616-B of	ISHARES US PREFERRED STOCK ETF	5,300.000	10/17/2014	8/22/2016	211,917 46	208,568 25	3,349.21
616-B of	ISHARES US PREFERRED STOCK ETF	1,030 000	2/12/2015	8/22/2016	41,183 96	41,049 11	134.85
616-B of	ROBECO BOSTON PARTNERS LONG/SHORT RES FU	16,950 879	2/10/2015	8/24/2016	257,992 38	257,314 35	678.03
616-B of	COLUMBIA INCOME OPPORTUNITIES	4,597.283	2/10/2015	8/29/2016	45,421.16	46,432 56	-1,011.40
616-B of	COLUMBIA LARGE CAP ENHANCED CORE FUND	9,708.759	12/27/2006	8/29/2016	212,718.91	120,422 34	92,296.57
616-B of	COLUMBIA LARGE CAP ENHANCED CORE FUND	32,328.018	3/20/2009	8/29/2016	708,306.88	400,979.72	307,327.16
616-B of	COLUMBIA DIVIDEND INCOME FUND	48,717.772	3/20/2009	8/29/2016	923,201.78	532,395.08	390,806.70
616-B of	ISHARES US PREFERRED STOCK ETF	2,360.000	2/12/2015	8/29/2016	94,575.17	94,054.26	520.91
616-B of	POWERSHARES HIGH YIELD EQUITY DIVID ACHIEV	21,955 000	2/12/2015	8/29/2016	348,088.92	294,416.55	53,672 37
616-B of	ISHARES CORE S&P MID CAP ETF	1,190.000	8/6/2015	8/31/2016	186,963 84	177,564 90	9,398 94
640-Com	Blackrock Global Allocation Fund	36,051.026	9/29/2009	7/5/2016	650,000.00	635,219.08	14,780 92
640-Com	Blackrock Global Allocation Fund	30,475.150	9/29/2009	7/26/2016	558,000 00	536,972 14	21,027.86
640-Com	Dimensional Emerging Markets Value Prtf Instl	516.581	12/21/2012	10/18/2016	12,589.07	14,689 40	-2,100.33
640-Com	DFA International Small Company Portfolio	290.088	9/23/2015	10/18/2016	5,169.36	4,923.26	246.10
640-Com	DFA US Large Capital Value Portfolio	394.519	9/30/2009	10/18/2016	12,857 37	7,630.95	5,226.42
640-Com	DFA Real Estate Securities Portfolio Institutional	280.137	9/23/2015	10/18/2016	9,787.98	8,716 67	1,071.31
651-Bern	INTUITIVE SURGICAL INC	12.000	3/28/2014	1/14/2016	6,615.72	5,217.73	1,397.99
651-Bern	F5 NETWORKS INC	75 000	3/3/2014	1/21/2016	6,762 97	8,263 40	-1,500.43
651-Bern	F5 NETWORKS INC	100.000	4/24/2014	1/21/2016	9,017.29	10,773 74	-1,756.45
651-Bern	UNION PACIFIC CORP	1 000	8/21/2012	1/25/2016	69.28	62.42	6.86
651-Bern	UNION PACIFIC CORP	173.000	8/21/2012	1/25/2016	11,985 32	10,798.24	1,187.08

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651-Bern...	HESS CORPORATION	42 000	11/5/2013	1/26/2016	1,481 92	3,401 87	-1,919.95
651-Bern...	HESS CORPORATION	200 000	1/21/2014	1/26/2016	7,056 78	15,557 46	-8,500.68
651-Bern .	HESS CORPORATION	86.000	2/20/2014	1/26/2016	3,034.42	6,964.59	-3,930.17
651-Bern ..	Overlay A Portfolio	19.320	3/2/2010	1/26/2016	211 94	205.99	5 95
651-Bern..	UNION PACIFIC CORP	180 000	8/21/2012	2/2/2016	13,030 29	11,235.17	1,795.12
651-Bern ..	ALTRIA GROUP INC.	2.000	8/17/2012	2/3/2016	119 33	70.67	48.66
651-Bern..	ALTRIA GROUP INC.	282 000	8/17/2012	2/3/2016	16,825.47	9,964 78	6,860 69
651-Bern. .	ALTRIA GROUP INC	91 000	8/4/2014	2/3/2016	5,429 50	3,692 72	1,736 78
651-Bern. .	UNION PACIFIC CORP	20.000	8/21/2012	2/3/2016	1,428 94	1,248.35	180.59
651-Bern. .	UNION PACIFIC CORP	150.000	1/8/2014	2/3/2016	10,717 07	12,556 48	-1,839.41
651-Bern..	ALTRIA GROUP INC.	9.000	8/4/2014	2/5/2016	533 14	365 21	167.93
651-Bern ..	ALTRIA GROUP INC	200 000	8/4/2014	2/5/2016	11,847.50	8,115 86	3,731.64
651-Bern. .	ALTRIA GROUP INC.	3 000	10/2/2014	2/5/2016	177 71	136 04	41.67
651-Bern	DANAHER CORP	39 000	7/5/2011	2/17/2016	3,394 64	2,120 50	1,274.14
651-Bern..	DANAHER CORP	179.000	2/23/2012	2/17/2016	15,580.52	9,566 08	6,014 44
651-Bern	GILEAD SCIENCES INC	196.000	6/12/2013	2/17/2016	17,469 89	10,161 21	7,308.68
651-Bern .	INTUITIVE SURGICAL INC	23.000	3/28/2014	2/17/2016	12,353.51	10,000.64	2,352.87
651-Bern	MURPHY OIL CORP	650.000	7/23/2014	2/17/2016	11,784.18	43,843 61	-32,059 43
651-Bern	ALLSTATE CORP	358.000	12/12/2014	2/19/2016	22,952 17	24,456 77	-1,504.60
651-Bern.	Bernstein Emerging Markets Portfolio	2,732.373	12/12/2005	2/22/2016	57,871.66	93,775 05	-35,903 39
651-Bern...	Bernstein Emerging Markets Portfolio	127.195	12/12/2005	2/22/2016	2,693 99	4,365.33	-1,671.34
651-Bern.	Bernstein Emerging Markets Portfolio	144.627	12/15/2006	2/22/2016	3,063 20	5,306 37	-2,243 17
651-Bern. .	Bernstein Emerging Markets Portfolio	301.510	12/15/2006	2/22/2016	6,385.98	11,062.42	-4,676 44
651-Bern ..	Bernstein Emerging Markets Portfolio	2,241.310	12/15/2006	2/22/2016	47,470 95	82,233 67	-34,762 72
651-Bern..	Bernstein Emerging Markets Portfolio	189 892	12/14/2007	2/22/2016	4,021.91	7,777 96	-3,756 05
651-Bern ..	Bernstein Emerging Markets Portfolio	680 589	12/14/2007	2/22/2016	14,414.88	27,876 91	-13,462 03
651-Bern .	Bernstein Emerging Markets Portfolio	468.245	12/14/2007	2/22/2016	9,917.43	19,179 32	-9,261 89
651-Bern...	Bernstein International Portfolio	9,803.885	1/31/2006	2/22/2016	139,411 24	251,273 58	-111,862.34
651-Bern ..	Bernstein International Portfolio	3,066.762	12/15/2006	2/22/2016	43,609.36	78,662 44	-35,053.08
651-Bern. .	Bernstein International Portfolio	19,256.279	12/15/2006	2/22/2016	273,824.29	493,923.55	-220,099.26
651-Bern ..	Bernstein International Portfolio	2,894.337	12/14/2007	2/22/2016	41,157 47	73,110.96	-31,953 49
651-Bern	Bernstein International Portfolio	208.177	12/14/2007	2/22/2016	2,960.28	5,258.56	-2,298 28
651-Bern ..	Bernstein International Portfolio	20,233.498	12/14/2007	2/22/2016	287,720 34	511,098 17	-223,377.83
651-Bern ..	Bernstein International Portfolio	13,121.099	12/5/2008	2/22/2016	186,582.03	151,286 27	35,295 76
651-Bern ..	BALL CORP	243.000	2/3/2014	2/25/2016	16,155 00	12,496.69	3,658.31
651-Bern.	ALPHABET INC.	12.000	4/8/2011	3/1/2016	8,832.66	3,465.49	5,367 17
651-Bern	FACEBOOK INC	172.000	4/9/2014	3/1/2016	18,811.45	10,313 53	8,497 92
651-Bern...	ALPHABET INC	8.000	4/8/2011	3/7/2016	5,759.92	2,310.33	3,449 59

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651-Bern.	ALPHABET INC	20.000	8/17/2012	3/7/2016	14,399.80	6,687.87	7,711.93
651-Bern .	ALPHABET INC.	15.000	2/7/2014	3/7/2016	10,799.85	8,737.40	2,062 45
651-Bern..	GAMESTOP CORP	189.000	1/21/2014	3/9/2016	5,861 38	7,354 35	-1,492 97
651-Bern .	GAMESTOP CORP	503.000	1/31/2014	3/9/2016	15,599 34	17,662.19	-2,062.85
651-Bern .	SHERWIN WILLIAMS CO	46.000	2/11/2013	3/9/2016	12,693.36	7,540 44	5,152.92
651-Bern..	SHERWIN WILLIAMS CO	21.000	10/18/2013	3/9/2016	5,794 79	3,865 27	1,929 52
651-Bern .	BALL CORP	1.000	2/3/2014	3/10/2016	67.05	51.43	15.62
651-Bern...	BALL CORP	169.000	2/3/2014	3/10/2016	11,330.94	8,691 11	2,639 83
651-Bern ..	BALL CORP	53.000	2/19/2014	3/10/2016	3,553 49	2,922.45	631.04
651-Bern...	GAMESTOP CORP	497.000	1/31/2014	3/18/2016	15,505.85	17,451 51	-1,945.66
651-Bern...	BALL CORP	185.000	2/19/2014	3/21/2016	12,919.85	10,201 01	2,718.84
651-Bern	CVS HEALTH CORP	67.000	11/20/2013	4/14/2016	6,779.46	4,394 28	2,385 18
651-Bern...	CVS HEALTH CORP	50.000	12/3/2013	4/14/2016	5,059 30	3,332 80	1,726 50
651-Bern. .	CVS HEALTH CORP	6.000	12/3/2013	4/14/2016	607 12	399 94	207 18
651-Bern...	ROSS STORES INC	217.000	4/9/2015	4/14/2016	12,312.49	11,210.71	1,101.78
651-Bern...	ALTRIA GROUP INC	294.000	10/2/2014	4/15/2016	18,019.55	13,332 34	4,687.21
651-Bern	.L BRANDS INC	22 000	3/25/2015	4/15/2016	1,796.36	2,080 18	-283 82
651-Bern	.L BRANDS INC	176.000	3/31/2015	4/15/2016	14,370 84	16,677 71	-2,306.87
651-Bern..	Bernstein Inter. Duration Institutional	66 080	9/20/2005	4/19/2016	1,008.38	1,011.68	-3.30
651-Bern	Overlay A Portfolio	78 578	3/2/2010	4/19/2016	906.79	837 79	69.00
651-Bern..	MONSTER BEVERAGE CORPORATION	1.000	2/20/2014	4/25/2016	123 53	74 68	48.85
651-Bern ..	MONSTER BEVERAGE CORPORATION	4.000	2/20/2014	4/25/2016	494.12	298.72	195.40
651-Bern	.MONSTER BEVERAGE CORPORATION	148.000	3/10/2014	4/25/2016	18,282.38	10,847 04	7,435.34
651-Bern..	BALL CORP	312.000	2/19/2014	4/27/2016	23,347.43	17,203 87	6,143 56
651-Bern. .	BALL CORP	222.000	12/9/2014	4/27/2016	16,612 59	15,127 55	1,485.04
651-Bern	.BALL CORP	4.000	12/10/2014	4/27/2016	299 33	273 74	25 59
651-Bern .	PEPSICO INC.	121.000	8/15/2013	4/28/2016	12,421.58	9,855 19	2,566.39
651-Bern .	LYONDELLBASELL INDUSTRIES	127 000	10/3/2011	4/29/2016	10,565.57	3,111 92	7,453.65
651-Bern...	LYONDELLBASELL INDUSTRIES	62 000	5/1/2012	4/29/2016	5,158 00	2,669.72	2,488 28
651-Bern...	DOLLAR GENERAL CORPORATION	279.000	8/6/2014	5/10/2016	23,545.84	16,100.81	7,445.03
651-Bern	.CF INDUSTRIES HOLDINGS INC	609.000	4/13/2015	5/11/2016	18,084.74	34,693 75	-16,609 01
651-Bern	LYONDELLBASELL INDUSTRIES	188.000	5/1/2012	5/11/2016	15,453.71	8,095.28	7,358.43
651-Bern.	LYONDELLBASELL INDUSTRIES	150 000	10/7/2013	5/11/2016	12,330 09	11,233.08	1,097.01
651-Bern	LYONDELLBASELL INDUSTRIES	1.000	2/19/2015	5/11/2016	82 20	90 19	-7.99
651-Bern...	LYONDELLBASELL INDUSTRIES	24.000	2/19/2015	5/11/2016	1,972.81	2,164.66	-191.85
651-Bern ..	MEDTRONIC PLC	184 000	12/9/2014	5/11/2016	14,947.64	13,707 50	1,240 14
651-Bern	.ROSS STORES INC	242 000	4/15/2015	5/12/2016	13,152.89	12,580.78	572.11
651-Bern	.DANAHER CORP	1 000	2/23/2012	5/16/2016	98.34	53.44	44.90

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651-Bern	.DANAHER CORP	20 000	2/23/2012	5/16/2016	1,966 72	1,068 84	897 88
651-Bern	DANAHER CORP	195.000	4/24/2012	5/16/2016	19,175.48	10,360 16	8,815.32
651-Bern	. CVS HEALTH CORP	132 000	12/3/2013	5/18/2016	13,377 26	8,798.58	4,578.68
651-Bern.	MONSTER BEVERAGE CORPORATION	55.000	3/10/2014	5/18/2016	8,185 95	4,030.99	4,154.96
651-Bern..	LYONDELLBASELL INDUSTRIES	253.000	2/19/2015	5/19/2016	20,391.77	22,819 16	-2,427 39
651-Bern...	MONSTER BEVERAGE CORPORATION	47 000	3/10/2014	5/19/2016	6,980.66	3,444 67	3,535 99
651-Bern..	MICROSOFT CORP	272.000	4/14/2014	5/23/2016	13,720 82	10,676.95	3,043 87
651-Bern...	VISA INC	137.000	6/27/2012	5/23/2016	10,623.28	4,209 72	6,413.56
651-Bern...	AMDOCS LIMITED	4 000	10/18/2013	5/25/2016	228.42	148.63	79.79
651-Bern..	AMDOCS LIMITED	417.000	10/18/2013	5/25/2016	23,812.91	15,494.80	8,318 11
651-Bern...	INTUITIVE SURGICAL INC	19 000	3/28/2014	5/27/2016	12,094.66	8,261 40	3,833.26
651-Bern..	ESTEE LAUDER COMPANIES INC	131 000	6/4/2014	5/31/2016	12,028.52	9,981 35	2,047 17
651-Bern	. ESTEE LAUDER COMPANIES INC	58.000	6/19/2014	5/31/2016	5,325 61	4,441.52	884 09
651-Bern	..INTUITIVE SURGICAL INC	6.000	3/28/2014	5/31/2016	3,801.77	2,608 86	1,192.91
651-Bern.	INTUITIVE SURGICAL INC	24.000	4/25/2014	5/31/2016	15,207 06	8,785 51	6,421 55
651-Bern	..ESTEE LAUDER COMPANIES INC	92.000	6/19/2014	6/1/2016	8,483 96	7,045.17	1,438 79
651-Bern...	ESTEE LAUDER COMPANIES INC	78 000	6/27/2014	6/1/2016	7,192.93	5,832.21	1,360.72
651-Bern...	LYONDELLBASELL INDUSTRIES	120 000	2/19/2015	6/2/2016	9,644.93	10,823 32	-1,178 39
651-Bern	UNITEDHEALTH GROUP INC.	84.000	12/24/2014	6/2/2016	11,404.34	8,629 98	2,774 36
651-Bern	.UNITEDHEALTH GROUP INC.	86.000	1/30/2015	6/2/2016	11,675.88	9,274 19	2,401 69
651-Bern...	UNITEDHEALTH GROUP INC	4 000	1/30/2015	6/3/2016	545.88	431.36	114.52
651-Bern	.UNITEDHEALTH GROUP INC.	96.000	2/25/2015	6/3/2016	13,101 03	10,961.87	2,139.16
651-Bern...	DR PEPPER SNAPPLE GROUP INC	240.000	7/8/2014	6/7/2016	22,066 54	14,045 52	8,021.02
651-Bern	.MICROSOFT CORP.	211 000	4/14/2014	6/9/2016	10,906.72	8,282 49	2,624 23
651-Bern...	CF INDUSTRIES HOLDINGS INC	46 000	4/13/2015	6/10/2016	1,344.45	2,620.55	-1,276.10
651-Bern	.CF INDUSTRIES HOLDINGS INC	429 000	4/17/2015	6/10/2016	12,538 47	25,239 26	-12,700.79
651-Bern	.SERVICENOW INC.	50.000	4/28/2014	6/17/2016	3,607.94	2,301 59	1,306.35
651-Bern.	.SERVICENOW INC.	100.000	5/8/2014	6/17/2016	7,215.89	4,668.23	2,547 66
651-Bern	.SERVICENOW INC	19.000	5/8/2014	6/17/2016	1,371.02	886.96	484.06
651-Bern..	SERVICENOW INC.	181 000	5/8/2014	6/20/2016	13,238.21	8,449.50	4,788 71
651-Bern	..COSTCO WHOLESALE CORP	91 000	11/21/2013	7/18/2016	15,206.28	11,271 93	3,934.35
651-Bern...	COSTCO WHOLESALE CORP	65.000	1/21/2014	7/18/2016	10,861.63	7,511 63	3,350.00
651-Bern...	AMPHENOL CORP	1,007 000	11/7/2013	7/22/2016	59,396.89	40,426.02	18,970.87
651-Bern...	Bernstein Inter. Duration Institutional	6 664	9/20/2005	7/22/2016	103.83	102 03	1.80
651-Bern.	.Overlay A Portfolio	168.368	3/2/2010	7/22/2016	1,951 39	1,795 12	156.27
651-Bern..	ANSYS INC	86.000	7/6/2012	8/1/2016	7,741.62	5,215.95	2,525.67
651-Bern	..ANSYS INC	150.000	4/23/2013	8/1/2016	13,502 82	11,451.59	2,051.23
651-Bern	..ANSYS INC	1 000	10/8/2013	8/1/2016	90.02	84.42	5 60

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651-Bern ..	ANSYS INC	95 000	10/8/2013	8/2/2016	8,475.88	8,020.01	455.87
651-Bern .	ANTHEM INC	1 000	7/24/2014	8/2/2016	126.29	115.55	10 74
651-Bern...	ANTHEM INC	123 000	7/24/2014	8/2/2016	15,533 13	14,212.79	1,320 34
651-Bern.	ANTHEM INC	99.000	8/5/2014	8/2/2016	12,502 27	10,951 41	1,550.86
651-Bern...	ANSYS INC	54 000	10/8/2013	8/3/2016	4,878 84	4,558 74	320 10
651-Bern...	ANSYS INC	80 000	10/2/2014	8/3/2016	7,227.90	6,085 73	1,142.17
651-Bern..	FORTIVE CORP	2.500	4/24/2012	8/3/2016	121.33	62.15	59 18
651-Bern	FORTIVE CORP	150 000	7/15/2013	8/3/2016	7,279.59	4,801 73	2,477 86
651-Bern. .	FORTIVE CORP	105.000	1/20/2015	8/3/2016	5,095 71	4,061.04	1,034.67
651-Bern..	FORTIVE CORP	117.500	7/27/2015	8/3/2016	5,702.35	4,789.09	913.26
651-Bern..	ANSYS INC	70.000	10/2/2014	8/4/2016	6,508 78	5,325 01	1,183 77
651-Bern...	ANSYS INC	200.000	10/17/2014	8/4/2016	18,596.50	14,616.38	3,980 12
651-Bern..	VALERO ENERGY CORP	318 000	11/24/2014	8/4/2016	17,102.71	16,156.18	946.53
651-Bern ..	VALERO ENERGY CORP	74.000	12/3/2014	8/4/2016	3,979 87	3,824.05	155 82
651-Bern .	SHERWIN WILLIAMS CO	40.000	10/18/2013	8/5/2016	11,985.49	7,362.42	4,623.07
651-Bern .	VALERO ENERGY CORP	213 000	12/3/2014	8/5/2016	11,417.61	11,007 08	410.53
651-Bern...	VALERO ENERGY CORP	150.000	1/8/2015	8/5/2016	8,040.57	7,443.65	596.92
651-Bern .	SHERWIN WILLIAMS CO	74.000	10/18/2013	8/8/2016	22,037 05	13,620 48	8,416.57
651-Bern ..	SHERWIN WILLIAMS CO	50 000	5/2/2014	8/8/2016	14,889.90	10,038.95	4,850.95
651-Bern	ANTHEM INC	101 000	8/5/2014	8/18/2016	13,117 32	11,172.65	1,944 67
651-Bern ..	ANTHEM INC	100.000	9/5/2014	8/18/2016	12,987.45	11,800.69	1,186.76
651-Bern...	ANTHEM INC	13.000	10/2/2014	8/18/2016	1,688.37	1,525.12	163.25
651-Bern..	ANTHEM INC	137 000	10/2/2014	8/19/2016	17,692.92	16,072.45	1,620 47
651-Bern.	DISCOVER FINANCIAL SERVICES	269.000	4/24/2015	8/19/2016	15,542.85	15,722 46	-179.61
651-Bern .	APPLIED MATERIALS INC.	627.000	6/9/2015	8/30/2016	18,718 96	12,487.65	6,231.31
651-Bern. .	CF INDUSTRIES HOLDINGS INC	291 000	4/17/2015	9/12/2016	7,362 91	17,120.34	-9,757.43
651-Bern ..	DANAHER CORP	5.000	4/24/2012	9/13/2016	385 90	203.51	182.39
651-Bern.	DANAHER CORP	217.000	7/15/2013	9/13/2016	16,748 02	11,372.13	5,375.89
651-Bern ..	ALLSTATE CORP	4.000	12/12/2014	9/14/2016	270.68	273.26	-2 58
651-Bern..	ALLSTATE CORP	210.000	12/12/2014	9/14/2016	14,210.93	14,346 15	-135 22
651-Bern. .	DANAHER CORP	83.000	7/15/2013	9/14/2016	6,349 08	4,349.70	1,999 38
651-Bern. .	DANAHER CORP	166.000	1/20/2015	9/14/2016	12,698.15	10,510 71	2,187 44
651-Bern ..	DANAHER CORP	44.000	1/20/2015	9/15/2016	3,379 13	2,785.97	593.16
651-Bern...	DANAHER CORP	235.000	7/27/2015	9/15/2016	18,047 65	15,680 44	2,367.21
651-Bern..	ALTRIA GROUP INC.	103.000	10/2/2014	9/19/2016	6,471 64	4,670.85	1,800.79
651-Bern ..	ALTRIA GROUP INC	19.000	8/13/2015	9/19/2016	1,193 80	1,054.72	139 08
651-Bern ..	AMDOCS LIMITED	145 000	10/18/2013	9/22/2016	8,560 90	5,387.88	3,173 02
651-Bern..	AMDOCS LIMITED	9 000	1/8/2014	9/22/2016	531 37	368.78	162 59

Capital Gains (Losses) Report - Last year

1/1/2016 through 12/31/2016

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern	.AMDOCS LIMITED	391 000	1/8/2014	9/23/2016	22,923.98	16,021.66	6,902.32
651-Bern	. APPLIED MATERIALS INC.	392.000	6/9/2015	10/10/2016	11,603 12	7,807.27	3,795.85
651-Bern...	APPLIED MATERIALS INC	608 000	6/9/2015	10/11/2016	17,437 56	12,109.23	5,328.33
651-Bern	APPLIED MATERIALS INC	73 000	10/7/2015	10/11/2016	2,093 66	1,124.32	969 34
651-Bern ..	DR PEPPER SNAPPLE GROUP INC	129 000	7/8/2014	10/12/2016	11,257.71	7,549 47	3,708.24
651-Bern...	DR PEPPER SNAPPLE GROUP INC	66.000	7/15/2014	10/12/2016	5,759.76	3,913.60	1,846.16
651-Bern.	.PEPSICO INC.	126 000	8/15/2013	10/12/2016	13,349.52	10,262 42	3,087.10
651-Bern	DR PEPPER SNAPPLE GROUP INC	184.000	7/15/2014	10/13/2016	16,064 93	10,910.65	5,154.28
651-Bern.	.DR PEPPER SNAPPLE GROUP INC	10.000	10/2/2014	10/13/2016	873.09	636 05	237.04
651-Bern.	PPL CORPORATION	362.000	10/5/2015	10/13/2016	11,851 88	12,096.41	-244.53
651-Bern.	PPL CORPORATION	347 000	10/6/2015	10/13/2016	11,360 78	11,487 09	-126 31
651-Bern	HEWLETT PACKARD ENTERPRISE CO	231 000	8/19/2011	10/17/2016	4,939.13	2,946.87	1,992 26
651-Bern..	HEWLETT PACKARD ENTERPRISE CO.	402.000	8/19/2011	10/17/2016	8,595 36	5,128.33	3,467.03
651-Bern...	ROSS STORES INC	234.000	4/15/2015	10/19/2016	14,804 34	12,164 89	2,639.45
651-Bern...	BIOGEN INC	45 000	8/27/2012	10/21/2016	13,221.52	6,628.95	6,592 57
651-Bern ..	WALT DISNEY CO	101 000	2/15/2012	10/21/2016	9,203.32	4,188 71	5,014.61
651-Bern.	Bernstein Inter. Duration Institutional	5.400	9/20/2005	10/25/2016	83.76	82.67	1.09
651-Bern...	Overlay A Portfolio	144.975	3/2/2010	10/25/2016	1,665.76	1,545.71	120 05
651-Bern.	L3 TECHNOLOGIES INC	2.000	11/26/2014	10/26/2016	297 23	248.69	48 54
651-Bern	.L3 TECHNOLOGIES INC	136.000	11/26/2014	10/26/2016	20,211.56	16,910 81	3,300.75
651-Bern..	ALLSTATE CORP	277 000	12/12/2014	10/28/2016	18,749 80	18,923 26	-173.46
651-Bern	.ITT CORP	377 000	7/25/2014	10/31/2016	13,310 48	18,094 38	-4,783.90
651-Bern	. ROSS STORES INC	1.000	4/15/2015	10/31/2016	62 26	51.99	10.27
651-Bern	.ROSS STORES INC	9.000	4/15/2015	10/31/2016	560 30	467.88	92 42
651-Bern.	.ROSS STORES INC	252.000	10/14/2015	10/31/2016	15,688.28	12,317 63	3,370.65
651-Bern	.ALLSTATE CORP	2.000	12/12/2014	11/1/2016	134.68	136.63	-1.95
651-Bern.	ALLSTATE CORP	34.000	12/12/2014	11/1/2016	2,289.50	2,322.71	-33 21
651-Bern ..	ALLSTATE CORP	106 000	1/12/2015	11/1/2016	7,137 85	7,405 10	-267.25
651-Bern...	ALLSTATE CORP	110.000	1/21/2015	11/1/2016	7,407.20	7,719 16	-311.96
651-Bern	.ALLSTATE CORP	39 000	2/20/2015	11/1/2016	2,626.19	2,775 35	-149.16
651-Bern	ITT CORP	290.000	7/25/2014	11/1/2016	10,144 23	13,918.75	-3,774 52
651-Bern	HESS CORPORATION	214.000	2/20/2014	11/2/2016	10,022.69	17,330.49	-7,307.80
651-Bern...	HESS CORPORATION	8.000	3/5/2014	11/2/2016	374.68	642.95	-268.27
651-Bern.	.ITT CORP	333 000	7/25/2014	11/2/2016	11,477.64	15,982.57	-4,504.93
651-Bern.	ITT CORP	200.000	9/5/2014	11/2/2016	6,893.48	9,775 28	-2,881.80
651-Bern ..	ITT CORP	671 000	12/12/2014	11/2/2016	23,127.63	25,961.93	-2,834.30
651-Bern...	L3 TECHNOLOGIES INC	83.000	11/26/2014	11/2/2016	11,207.48	10,320 57	886 91
651-Bern...	APPLIED MATERIALS INC	714.000	10/7/2015	11/7/2016	20,718 56	10,996.82	9,721.74

Capital Gains (Losses) Report - Last year

1/1/2016 through 12/31/2016

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L.
651-Bern.	APPLIED MATERIALS INC	29 000	10/8/2015	11/7/2016	841 51	450.02	391 49
651-Bern...	XEROX CORP	1,287.000	1/31/2014	11/8/2016	11,879.01	14,090.59	-2,211.58
651-Bern..	BANK OF AMERICA CORP	434 000	12/12/2012	11/10/2016	7,988 46	4,607.00	3,381 46
651-Bern..	CAPITAL ONE FINANCIAL CORP	179.000	4/3/2013	11/10/2016	14,179.50	9,697.34	4,482.16
651-Bern ..	ALLIANCEBERNSTEIN DISCOVERY VALUE FUND	385.192	6/18/2012	11/11/2016	8,220 00	6,170.78	2,049 22
651-Bern...	ALLIANCEBERNSTEIN DISCOVERY VALUE FUND	422.814	6/18/2012	11/15/2016	9,285.00	6,773.48	2,511.52
651-Bern ..	DOLLAR GENERAL CORPORATION	217.000	8/6/2014	11/29/2016	16,957 70	12,522.85	4,434 85
651-Bern..	DOLLAR GENERAL CORPORATION	19.000	9/9/2014	11/29/2016	1,484 78	1,212.95	271.83
651-Bern ..	DOLLAR GENERAL CORPORATION	1 000	9/9/2014	11/30/2016	77.95	63.84	14 11
651-Bern .	DOLLAR GENERAL CORPORATION	26.000	9/9/2014	11/30/2016	2,026 80	1,659.82	366 98
651-Bern .	DOLLAR GENERAL CORPORATION	171.000	9/9/2014	11/30/2016	13,330.10	10,916.52	2,413.58
651-Bern .	ALLIANCEBERNSTEIN DISCOVERY VALUE FUND	343 072	6/18/2012	12/1/2016	7,750 00	5,496.01	2,253 99
651-Bern..	MEDTRONIC PLC	48.000	12/9/2014	12/8/2016	3,447.26	3,575.87	-128 61
651-Bern .	MEDTRONIC PLC	239.000	1/8/2015	12/8/2016	17,164 48	17,758.85	-594 37
651-Bern...	MEDTRONIC PLC	216.000	1/29/2015	12/8/2016	15,512 67	15,638.55	-125.88
651-Bern..	MEDTRONIC PLC	116.000	2/17/2015	12/8/2016	8,330 88	8,969.56	-638 68
651-Bern...	ESTEE LAUDER COMPANIES INC	97 000	6/27/2014	12/12/2016	7,627.72	7,252.87	374 85
651-Bern...	ESTEE LAUDER COMPANIES INC	88.000	7/15/2014	12/12/2016	6,920 00	6,689.40	230.60
651-Bern. .	KIMBERLY CLARK CORP	162.000	2/13/2015	12/12/2016	18,611.05	17,923.37	687.68
651-Bern.	ESTEE LAUDER COMPANIES INC	159.000	7/15/2014	12/13/2016	12,537 31	12,086.53	450 78
651-Bern...	KIMBERLY CLARK CORP	54 000	2/13/2015	12/13/2016	6,215 39	5,974.46	240.93
651-Bern. .	KIMBERLY CLARK CORP	109.000	3/6/2015	12/13/2016	12,545.88	11,686.04	859 84
651-Bern. .	ESTEE LAUDER COMPANIES INC	3 000	7/15/2014	12/14/2016	235 68	228.05	7.63
651-Bern...	MICROSOFT CORP.	224.000	4/14/2014	12/20/2016	14,158 12	8,792.78	5,365 34
651-Bern .	ALLIANCEBERNSTEIN DISCOVERY VALUE FUND	1,221.041	6/18/2012	12/29/2016	26,985.00	19,561.08	7,423.92
654-Euro. .	European Opportunities Series Dbt	17.588	5/23/2014	1/22/2016	562.35	505.56	56.79
654-Euro..	European Opportunities Series Dbt	16.138	5/23/2014	4/22/2016	552 90	463.88	89.02
654-Euro. .	European Opportunities Series Dbt	15 470	5/23/2014	7/22/2016	537.30	444.68	92.62
654-Euro..	European Opportunities Series Dbt	15.887	5/23/2014	11/1/2016	587 01	456.66	130.35
TOTAL LONG TERM					**10,783,284.96**	**9,853,070.65**	**930,214.31**
OVERALL TOTAL					**16,753,717.99**	**16,022,092.88**	**731,625.11**

Portfolio Value and Cost Basis - As of 12/31/2016

Security	12/31/2016 Cost Basis	12/31/2016 Balance
Market Index		
NW NVIT INTL INDX II	7,500.00	8,217.02
NW NVIT MDCAP INDX I	2,500.00	3,199 79
NW NVIT S&P 500 INDX II	10,000.00	11,784.19
NW NVIT SMCAP INDX II	5,000.00	6,752.56
TOTAL Market Index	**25,000.00**	**29,953.55**
Mutual Fund		
AB Global Bond Fund Class I	3,243,744.79	3,190,451 14
AB International Strategic Equities Portfolio Advisor	771,657.88	821,703.19
AB Small Cap Core Portfolio Advisor Class	282,926.74	330,425.72
ALLIANCE BERNSTEIN BOND INFLATION STRATE. .	275,465.37	282,468.39
ALLIANCEBERNSTEIN DISCOVERY GROWTH FUND	272,803.51	307,081.62
ALLIANCEBERNSTEIN DISCOVERY VALUE FUND	264,296.70	307,563.01
ALLIANCEBERNSTEIN L ALL MARKET REAL RET ..	1,307,310.05	1,052,740.52
ALLIANCEBERNSTEIN MULTI-MANAGER ALTERN...	517,918.84	482,615 59
AMERICAN GLOBAL BALANCED CL F2	558,000.00	546,131.61
AQR Long-Short Equity Fund Class I	257,992.38	262,818.42
AQR Multi-Strategy Alternative Fund Class I	250,762.81	248,668 76
Bernstein Emerging Markets Portfolio	403,029.84	362,127 41
Bernstein Inter. Duration Institutional	3,230,259.69	3,120,982.06
Bernstein International Portfolio	1,281,677.43	1,463,423 90
Bernstein International Small Cap Portfolio Class SCB	373,874.23	397,617.45
Blackrock Global Allocation Fund	534,755.94	554,786 52
Cambiar International Equity Fund Investor Class	253,273.89	248,497 09
Columbia Contrarian Core Fund Class Z	506,547.79	508,128.64
COLUMBIA DIVIDEND INCOME FUND	289,083.18	505,782.85
COLUMBIA GLOBAL TECHNOLOGY GROWTH FUND	195,436.79	209,922 52
COLUMBIA INCOME OPPORTUNITIES	207,130.87	200,978.47
COLUMBIA LARGE CAP ENHANCED CORE FUND	283,821.74	515,541 37
Delaware Emerging Markets Fund Institutional Class	303,928.67	293,052.50
DFA Emerging Markets Core Equity Portfolio	610,141.38	593,354.85
DFA Five Year Global Fixed Income Portfolio	4,464,177.94	4,344,592.21
DFA Global Real Estate Sec Portfolio	513,216.42	576,390.73
DFA International Core Equity	331,374.14	380,136 00
DFA International Small Company Portfolio	214,422.46	218,166 56
DFA International Value Prtf Instl	1,578,212.37	1,603,376.67
DFA International Vector Equity	386,327.66	384,203.03
DFA Inv't Two Year Global Fixed Income	1,529,599.10	1,485,979.08
DFA One Year Fixed Income Portfolio	5,512,343.94	5,490,338.13
DFA Real Estate Securities Portfolio Institutional	124,208.09	137,525.01
DFA US Core Equity I	836,422.18	949,233.28
DFA US Core Equity II	1,012,891.74	2,079,742.42
DFA US Large Capital Value Portfolio	807,352.25	1,455,197.35
DFA US Small Cap Portfolio Instl	246,386.89	278,973.34
DFA US Vector Equity Portfolio Institutional	717,033.44	1,447,614.97
Dimensional Emerging Markets Value Prtf Instl	191,621.42	161,518.44
DOUBLELINE TOTAL RETURN BOND FUND	888,265.04	861,247.06
iShares Core S&P 500 ETF	497,889.88	493,853 05
John Hancock Funds Disciplined Value Mid Cap Fun	202,619.11	209,246.38
Oppenheimer International Growth Fund Class Y	246,013.29	235,876 26

Portfolio Value and Cost Basis - As of 12/31/2016

Security	12/31/2016 Cost Basis	12/31/2016 Balance
Overlay A Portfolio	4,676,428.25	5,158,550 08
Overlay B Portfolio	2,462,184.55	2,484,794.96
PIMCO ALL ASSET ALL AUTH FUND	1,551,005.58	1,238,966 71
PIMCO Income Fund Institutional Class	1,004,743.84	1,018,161.05
PRINCIPAL MIDCAP BLEND FUND	202,619.11	200,833.14
UNDISCOVERED MANAGERS FDS BEHAVIORAL ..	244,553.40	282,661.63
Wells Fargo Special Small Cap Value Fund - Class I...	101,309.56	109,987.65
TOTAL Mutual Fund	**47,019,062.16**	**50,094,028.78**
Other		
AB SECURITIZED ASSETS FUND	1,000,020.00	983,219.00
European Opportunities Series Dbt	245,182.13	328,451.00
Hines REIT	1,305,736.30	114,509.08
RENAISSANCE ACCESS LLC	260,000.00	273,327 32
TOTAL Other	**2,810,938.43**	**1,699,506.41**
Stock		
ADOBE SYSTEMS INC	30,038.97	31,605 65
AETNA INC	72,905.88	105,036.47
Alexion Pharmaceuticals Inc	41,229.67	40,864.90
ALLSTATE CORP	64,889.86	70,784 60
ALPHABET INC	131,114.71	216,881.42
ALTRIA GROUP INC.	130,920.97	118,537 86
AMERICAN ELECTRIC POWER CO INC	92,144.24	101,428 56
AMERICAN INTERNATIONAL GROUP	72,137.65	89,605.32
APPLE INC	199,072.90	251,908.50
BANK OF AMERICA CORP	129,336.93	209,331.20
BIOGEN INC	25,586.82	48,845.50
BIOVERATIV INC	1,960.15	1,960.15
CAPITAL ONE FINANCIAL CORP	45,774.87	67,872.72
CIGNA CORP.	57,414.37	57,891 26
CISCO SYSTEMS INC	75,351.93	73,162.62
COMCAST CORPORATION	79,461.92	129,675.90
CONDUENT INC	20,614.88	20,399 33
Consumer Discretionary Select Sector SPDR® Fund	202,907.11	202,686 00
COSTCO WHOLESALE CORP	59,462.23	71,569.17
CVS HEALTH CORP	71,467.95	76,069 24
DELTA AIR LINES INC	85,616.26	105,266.60
DEVON ENERGY CORP	42,102.65	42,153.41
DISCOVER FINANCIAL SERVICES	66,104.46	81,533.79
DOLLAR GENERAL CORPORATION	42,408.05	42,960.60
DOW CHEMICAL CO	55,025.70	58,421 62
DR PEPPER SNAPPLE GROUP INC	21,763.96	30,827.80
DXC TECHNOLOGY COMPANY	6,578.82	9,014.53
EATON CORPORATION PLC	75,020.82	78,562.39
EBAY INC.	46,507.61	56,945 42
EDISON INTERNATIONAL	80,318.70	95,818.69
Edwards Lifesciences Corp	57,134.99	57,812.90
EOG RES INC	101,275.33	129,509.10
EXXON MOBIL CORP.	135,509.91	139,000.40
FACEBOOK INC	129,362.24	174,185.70
FISERV INC	39,551.28	65,149 64

Portfolio Value and Cost Basis - As of 12/31/2016

Security	12/31/2016 Cost Basis	12/31/2016 Balance
GENERAL ELECTRIC CO.	49,384.48	48,411 20
GILEAD SCIENCES INC.	96,372.76	90,729.87
HALLIBURTON CO	30,284.11	30,236.31
HELMERICH & PAYNE INC	33,972.92	42,492 60
HESS CORPORATION	99,065.19	102,965.37
HEWLETT PACKARD ENTERPRISE CO	32,669.54	46,703 28
HOME DEPOT INC	66,365.80	142,124.80
HONEYWELL INTL INC	79,748.54	82,137 65
HP INC.	50,814.49	61,986.68
INTEL CORP.	92,426.52	107,032 77
INTERNATIONAL BUSINESS MACHINES CORP	60,365.61	64,404.12
INTUITIVE SURGICAL INC	33,013.10	43,757.73
iShares Core MSCI EAFE ETF	101,363.19	98,947.35
iShares Core MSCI Emerging Markets ETF	102,501.03	95,724.75
iShares MSCI India ETF	191,519.49	194,560.17
ISHARES MSCI JAPAN INDEX FUND	98,342.22	95,765 60
ISHARES MSCI MEXICO CAPPED INVESTABLE M ..	49,477.45	47,927.30
ISHARES US PREFERRED STOCK ETF	229,380.00	230,143.85
JOHNSON & JOHNSON	69,768.89	122,237.81
KROGER CO	59,669.51	96,317.41
L3 TECHNOLOGIES INC	62,700.30	79,553 53
MAGNA INTERNATIONAL INC	46,022.76	51,227.41
Materials Select Sector SPDR® Fund	204,900.50	206,503.50
MCKESSON CORP	71,355.43	48,595 70
MERCK & CO INC	47,287 06	55,220 06
MICROSOFT CORP	131,285.28	174,986 24
Nielsen Holdings PLC	52,737.89	44,886.50
NIKE INC	78,267.99	98,457.71
NISOURCE INC	44,204.29	40,427.64
NORTHROP GRUMMAN CORP	51,851.37	75,588.50
OneMain Holdings Inc	30,072.52	26,811 54
ORACLE CORP	103,961.32	100,892.80
Oshkosh Corp	29,887.47	35,341.67
Palo Alto Networks Inc	33,040.97	29,511.80
PEPSICO INC.	85,819.54	95,108.67
PFIZER INC.	87,880.68	119,948.64
POWERSHARES HIGH YIELD EQUITY DIVID ACHI ..	67.05	84.65
PRICELINE GROUP INC	37,258.97	60,108.46
PROGRESSIVE CORP-OHIO	52,936.61	56,409 50
ROSS STORES INC	21,067.07	28,273.60
SCHLUMBERGER LTD	91,247.59	94,275 85
SEALED AIR CORP	49,736.21	43,027 66
SPDR S&P 500 ETF TRUST	295,618.90	316,294.95
STARBUCKS CORP.	59,731.37	86,167.04
SYNCHRONY FINANCIAL	66,293.52	82,477.98
TEXAS INSTRUMENTS INC	76,742.88	83,915.50
The Industrial Select Sector SPDR Fund	203,732.48	214,347 90
T-Mobile US Inc	48,455.12	60,673.05
TYSON FOODS INC	56,116.58	53,044.80
UNITED TECHNOLOGIES CORP	80,492.34	76,624.38
UNITEDHEALTH GROUP INC	74,496.64	101,465.36
US BANCORP	84,269.54	104,486.58

Portfolio Value and Cost Basis - As of 12/31/2016

Security	12/31/2016 Cost Basis	12/31/2016 Balance
Vanguard Mid-Cap Growth Index Fund	100,921.18	99,858.15
Vanguard REIT Index Fund ETF Shares	395,216.93	391,192 20
Vanguard Scottsdale Funds Short Term Corporate B...	718,986.79	705,996.15
Vanguard Value Index Fund ETF Shares	97,231.75	100,450 80
VERIZON COMMUNICATIONS	92,890.07	102,809.88
VISA INC	89,597.47	141,606 30
WALT DISNEY CO	66,187.85	79,624 08
WELLS FARGO & CO	168,663.43	220,054.23
XEROX CORP	47,620.38	37,087 50
Xilinx Inc	61,053.55	80,654.32
TOTAL Stock	**8,512,487.27**	**9,701,958.36**
TOTAL Investments	**58,367,487.86**	**61,525,447.10**