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
O L HALSELL FOUNDATION

A Employer identification number
95-6027266

Number and street (or P O box number if mail is not delivered to street address)
3200 PARK CENTER DRIVE

Room/suite

B Telephone number (see instructions)
(714) 546-0755

City or town, state or province, country, and ZIP or foreign postal code
COSTA MESA, CA 92626

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)*▶$ 34,751,241

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))*

	Line	Description	(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	70	70		
	4	Dividends and interest from securities	639,842	639,842		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-354,969			
	b	Gross sales price for all assets on line 6a 2,053,403				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,019,393	882,332		
	12	**Total.** Add lines 1 through 11	1,304,336	1,522,244		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	144,000	44,000		88,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	24,680	15,082		7,541
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	29,483			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	54			54
	22	Printing and publications	1,248			1,248
	23	Other expenses (attach schedule)	36,791	21,231		11,835
	24	**Total operating and administrative expenses.** Add lines 13 through 23	236,256	80,313		108,678
	25	Contributions, gifts, grants paid	1,681,000			1,681,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,917,256	80,313		1,789,678
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-612,920			
	b	**Net investment income** (if negative, enter -0-)		1,441,931		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	10,195,611	6,173,647	6,173,647
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	32,847	33,588	33,588
10a	Investments—U S and state government obligations (attach schedule)	100,600	116,266	116,266
b	Investments—corporate stock (attach schedule)	11,337,088	17,596,503	17,596,503
c	Investments—corporate bonds (attach schedule)	2,616,237	2,493,592	2,493,592
11	Investments—land, buildings, and equipment basis ▶ 4,102,199			
	Less accumulated depreciation (attach schedule) ▶		4,102,199	4,102,199
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	2,644,933	1,459,302	3,805,645
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	77,981	429,801	429,801
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	27,005,297	32,404,898	34,751,241
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)	144,316	671	
23	**Total liabilities**(add lines 17 through 22)	144,316	671	
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	26,860,981	32,404,227	
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			
30	**Total net assets or fund balances** (see instructions)	26,860,981	32,404,227	
31	**Total liabilities and net assets/fund balances** (see instructions)	27,005,297	32,404,898	

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	26,860,981
2	Enter amount from Part I, line 27a	2	-612,920
3	Other increases not included in line 2 (itemize) ▶	3	6,156,166
4	Add lines 1, 2, and 3	4	32,404,227
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	32,404,227

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	2010-01-01	2016-06-15
b	F R A , LP	P	2010-01-01	2016-12-15
c	PASS THROUGH ENTITIY	P	2010-01-01	2016-12-15
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	952,128		1,099,513	-147,385
b	1,101,275		1,308,567	-207,292
c			292	-292
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				-147,385
b				-207,292
c				-292
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	-354,969
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	1,639,842	32,951,444	0 04977
2014	1,301,369	26,486,642	0 04913
2013	1,186,393	24,037,393	0 04936
2012	1,066,561	21,696,473	0 04916
2011	983,110	20,413,463	0 04816

2 **Total** of line 1, column (d)	2	0 245572
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 049114
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	36,449,331
5 Multiply line 4 by line 3	5	1,790,172
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,419
7 Add lines 5 and 6	7	1,804,591
8 Enter qualifying distributions from Part XII, line 4	8	1,789,678

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	28,839
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	28,839
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	28,839
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 62,400		
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	62,400
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	33,561
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 29,200	**Refunded** ▶	11	4,361

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	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
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)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ▶GOODRICHTHOMASCANNON & REEDS Telephone no ▶(714) 546-0755

Located at ▶3200 PARK CENTER DRIVE 1170 COSTA MESA CA ZIP+4 ▶926267153

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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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 ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

			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____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		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

			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	**(e)** Expense account, other allowances
W DAVID STAUFFER P O BOX 6300 SANTA ANA, CA 92706	President 15 00	48,000		
MORGAN ROACH P O BOX 6300 SANTA ANA, CA 92706	Secretary 15 00	48,000		
JAMES SCHRAMM P O BOX 6300 SANTA ANA, CA 92706	Treasurer 15 00	48,000		

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	**(e)** Expense account, 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	
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	19,341,471
b	Average of monthly cash balances.		1b	9,257,634
c	Fair market value of all other assets (see instructions).		1c	8,405,292
d	**Total** (add lines 1a, b, and c).		1d	37,004,397
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	37,004,397
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	555,066
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	36,449,331
6	**Minimum investment return.** Enter 5% of line 5.		6	1,822,467

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6.		1	1,822,467
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 28,839		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	28,839
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	1,793,628
4	Recoveries of amounts treated as qualifying distributions.		4	
5	Add lines 3 and 4.		5	1,793,628
6	Deduction from distributable amount (see instructions).		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	1,793,628

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,789,678
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,789,678
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	1,789,678

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,793,628
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.				
b From 2012. 2,935				
c From 2013. 14,701				
d From 2014. 11,561				
e From 2015. 214,399				
f **Total** of lines 3a through e.	243,596			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,789,678				
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.				1,789,678
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*	3,950			3,950
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	239,646			
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)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	239,646			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013. 13,686				
c Excess from 2014. 11,561				
d Excess from 2015. 214,399				
e Excess from 2016.				

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 e-mail address of the person to whom applications should be addressed

O L HALSELL FOUNDATION
P O BOX 6300
SANTA ANA, CA 92707
(714) 546-0755

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

GRANT INFORMATION CAN BE FOUND ON OUR WEBSITE WWW OLHALSELL ORG

c Any submission deadlines

AUGUST 31 FOR NEW ORGANIZATIONS

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

GRANTS RESTRICTIONS CAN BE FOUND ON OUR WEBSITE

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**				1,681,000
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	70	
4 Dividends and interest from securities. . . .			14	639,842	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					-354,969
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		28,022		1,520,169	-243,855

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,304,336

(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)

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

******	2017-05-09	******
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
PAUL CANNON				P00723217

Firm's name ▶ GOODRICH THOMAS CANNON & REEDS LLP — Firm's EIN ▶

Firm's address ▶ 3200 PARK CENTER DR STE 1170
COSTA MESA, CA 926267153 — Phone no (714) 546-0755

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*				
2-1-1 ORANGE COUNTY 1505 17TH STREET SANTA ANA, CA 92705	NONE	PC	GENERAL OPERATING FUNDS	7,500
AGE WELL SENIOR SERVICES 24461 RIDGE ROUTE DRIVE STE 220 LAGUNA HILLS, CA 92653	NONE	PC	MEALS ON WHEELS	40,000
AIDS SERVICES FOUNDATION OF ORANGE 17982 SKY PARK CIRCLE STE J IRVINE, CA 92614	NONE	PC	FAMILY AND CHIRLDRENS PROGRAM	15,000
ALZHEIMERS FAMILY SERVICES CENTER 9451 INDIANAPOLIS AVE HUNTINGTON BEACH, CA 92646	NONE	PC	NUTRITON ENHANCEMENT PROJECT	35,000
ALZHEIMERS ORANGE COUNTY 2515 MCCABE WAY STE 200 IRVINE, CA 92614	NONE	PC	ADULT DAY HEALTH CARE & CARE GIVER SUPPORT SERVICES	30,000
AMERICA ON TRACK 600 W SANTA ANA BLVD STE 710 SANTA ANA, CA 92701	NONE	PC	BRIGHTER FUTURES FOR CHILDREN OF PRISONERS	7,500
BIG BROTHERS BIG SISTERS OF ORANGE 1801 EAST EDINGER AVE STE 101 SANTA ANA, CA 92705	NONE	PC	MENTORING FOR SUCCESS	10,000
BOWERS MUSEUM 2002 N MAIN ST SANTA ANA, CA 92706	NONE	PC	AFTER SCHOOL LEARNING CENTER	3,000
BOYS AND GIRL CLUB OF BUENA PARK 7758 KNOTT AVE BUENA PARK, CA 90620	NONE	PC	YOUTH DEVELOPMENT PROGRAMS	15,000
BOYS AND GIRLS CLUB OF CAPISTRANO V 1 VIA POSITIVA SAN JUAN CAPISTRANO, CA 92675	NONE	PC	ACADEMIC AND CAREER SUPPORT PROGRAM	15,000
BOYS AND GIRLS CLUB OF CENTRAL OC 250 GOLDEN CIRCLE DR STE 104 SANTA ANA, CA 92705	NONE	PC	IMPACT MODEL	80,000
BOYS AND GIRLS CLUB OF CYPRESS 10161 MOODY ST CYPRESS, CA 90630	NONE	PC	PROJECT LEARN, ACADEMIC SUCCESS AND MENTORING	15,000
BOYS AND GIRLS CLUB OF LA HABRA 1211 FAHRINGER WAY LA HABRA, CA 90631	NONE	PC	ARTS APPRECIATION PROGRAM	15,000
BOYS AND GIRLS CLUB OF STANTON 11050 CEDAR STREET STANTON, CA 90680	NONE	PC	2017 PROGRAMMING	30,000
BOYS AND GIRLS CLUB OF THE SOUTH CO 1304 CALLE VALLE SAN CLEMENTE, CA 92672	NONE	PC	BRAIN GAIN	15,000
Total . . . . ▶ 3a				1,681,000

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*				
BOYS AND GIRLS CLUBS OF ANAHEIM 1260 N RIVIERA ST ANAHEIM, CA 92801	NONE	PC	EMPOWER PROGRAM	10,000
BOYS AND GIRLS CLUBS OF FULLERTON P O BOX 1283 FULLERTON, CA 92836	NONE	PC	CAPACITY BUILDING PROGRAM	10,000
BOYS HOPE GIRLS HOPE 1041 W 18TH ST STE A101 COSTA MESA, CA 92627	NONE	PC	THE COLLEGE ROAD	10,000
BOYS TOWN OF CA 2223 E WELLINGTON AVE STE 350 SANTA ANA, CA 92701	NONE	PC	FAMILY HOMES PROGRAM	10,000
CALIFORNIA YOUTH SERVICES 23282 MILL CREEK DR LAGUNA HILLS, CA 92653	NONE	PC	SUBSTANCE ABUSE & COUNSELING	10,000
CASA 1505 E 17TH ST STE 214 SANTA ANA, CA 92705	NONE	PC	MENTOR-ADVOCATE PROGRAM	15,000
CHAPMAN UNIVERSITY - RINKER CAMPUS 9401 JERONIMO ROAD IRVINE, CA 92618	NONE	PC	EXAM SIMULATION ROOM	50,000
CHOC FOUNDATON 1201 W LA VETA AVE ORANGE, CA 92868	NONE	PC	STAFFING IN MENTAL HEALTH CLINICS	10,000
COMMUNITY ACTION PARTNERSHIP OF OC 11870 MONARCH ST GARDEN GROVE, CA 92841	NONE	PC	OC FOOD BANK FARM TO SENIORS	30,000
COMMUNITY SENIORSERV 1200 KNOLLWODD CIR ANAHEIM, CA 92801	NONE	PC	SENIOR NUTRITION PROGRAM	35,000
COMMUNITY SERVICE PROGRAMS INC 1221 E DYER RD STE 120 SANTA ANA, CA 92705	NONE	PC	HUNTINGTON BEACH YOUTH SHELTER	35,000
COUNCIL ON AGING ORANGE COUNTY 2 EXECUTIVE CIR STE 175 IRVINE, CA 92614	NONE	PC	ORANGE COUNTY OPERATIONS	20,000
CREER COMUNIDAD Y FAMILIA P O BOX 1347 SAN JUAN CAPISTRANO, CA 92693	NONE	PC	HOMEWORK, AFTER SCHOOL AND PARENT PROGRAMS	5,000
DENTAL CARE FOR CHILDREN 14785 Jeffrey Road IRVINE, CA 92618	NONE	PC	CLINICS FOR CHILDREN AND FAMILIES IN ORANGE COUNTY	17,500
DISCOVERY CUBE 2500 N Main Street SANTA ANA, CA 92705	NONE	PC	STEM EDUCATION FUND	10,000
Total . . . . ▶ **3a**				1,681,000

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*				
EDDIE NASH FOUNDATION 1717 W ORANGEWOOD AVE ORANGE, CA 92868	NONE	PC	PASSPORTS TO SUCCESS	40,000
EL VIENTO FOUNDATION P O BOX 3897 HUNTINGTON BEACH, CA 92605	NONE	PC	GIVING FLIGHT TO THE YOUTH OF OAK VIEW COMMUNITY	15,000
ENVIRONMENTAL NATURE CENTER 1601 E 16th St NEWPORT BEACH, CA 92663	NONE	PC	INTERACTIVE STEAM	5,000
FAMILIES FORWARD 8 Thomas IRVINE, CA 92618	NONE	PC	OPERATING FUNDS	15,000
FRISTERS 17815 SKY PARK CIR BLDG 10 IRVINE, CA 92614	NONE	PC	KIDSTERS	10,000
GIRLS INCORPORATED OF ORANGE COUNTY 1815 ANAHEIM AVE COSTA MESA, CA 92627	NONE	PC	LITERACY LAB	10,000
GIRLS ON THE RUN 14 MONARCH BAY PLAZA 164 MONARCH BEACH, CA 92629	NONE	PC	BUILDING CONFIDENCE IN HEALTHY HABITS	5,000
GOODWILL INDUSTRIES 410 N FAIRVIEW ST SANTA ANA, CA 92703	NONE	PC	ATEC	20,000
HUNTINGTON BEACH HIGH SCHOOL FOUNDA 1905 MAIN ST HUNTINGTON BEACH, CA 92648	NONE	PC	CHROME BOOKS AND CARTS AND SPECIAL STUDENT ASSISTANCE	40,000
HIGH SCHOOL INC ACADEMIES FOUNDATIO 111 PACIFICA STE 300 IRVINE, CA 92618	NONE	PC	LEADERSHIP CAMP	5,000
HUMAN OPTIONS 5540 TRABUCO ROAD IRVINE, CA 92620	NONE	PC	SERVICE PROGRAMS FOR ABUSED WOMEN AND CHILDREN	30,000
ILLUMINATION FOUNDATION 2691 Richter Avenue Suite 107 IRVINE, CA 92606	NONE	PC	CHILDRENS RESOURCE CENTER	20,000
INTERVENTION CENTER FOR EARLY CHILD 17461 DERIAN AVE STE 114 IRVINE, CA 92614	NONE	PC	OUNCE OF PREVENTION	5,000
J F SHEA THERAPEUTIC RIDING CENTER 26284 OSO ROAD SAN JUAN CAPISTRANO, CA 92675	NONE	PC	THERAPEUTIC RIDING PROGRAMS	15,000
KIDSINGERS 3947 E LA PALMA AVE ANAHEIM, CA 92807	NONE	PC	OPERATIONS	33,000
Total . . . . ▶ **3a**				1,681,000

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 COMMUNITY CLINIC 362 Third Street LAGUNA BEACH, CA 92651	NONE	PC	COMPREHENSIVE CARE FOR DISADVANTAGED WOMEN	15,000
LAGUNA BEACH SENIORS 380 THIRD ST LAGUNA BEACH, CA 92651	NONE	PC	CARE MANAGEMENT FOR SENIORS	5,000
LAGUNA FOOD PANTRY 20652 LAGUNA CANYON RD LAGUNA BEACH, CA 92651	NONE	PC	FOOD PROCUREMENT PROGRAM	10,000
LAGUNA PLAYHOUSE 606 LAGUNA CANYON RD LAGUNA BEACH, CA 92651	NONE	PC	THEATER REACH BRING BOOKS TO LIFE	15,000
LAURA'S HOUSE 999 CORPORATE DR STE 225 LADERA RANCH, CA 92694	NONE	PC	EMERGENCY SHELTER AND SUPPORT SERVICES PROGRAM	10,000
LAUREL HOUSE 1 HOPE DR TUSTIN, CA 92782	NONE	PC	HOME FOR RUNAWAY AND TROUBLED TEEN GIRLS	10,000
LESTONNAC FREE CLINIC 1215 E CHAPMAN AVE ORANGE, CA 92866	NONE	PC	ANAHEIM HEALTH FAIR	9,500
LOS ALAMITOS YOUTH CENTER 10909 OAK ST LOS ALAMITOS, CA 90720	NONE	PC	AFTER SCHOOL PROGRAM	7,500
MACY MUSIC AND ARTS COMMENDATION FO 5453 CALLE PICO LAGUNA WOODS, CA 92637	NONE	PC	2017 M A C Y AWARDS SHOW	10,000
MARIPOSA WOMEN FAMILY CENTER 812 W TOWN AND COUNTRY RD ORANGE, CA 92868	NONE	PC	COMMUNITY COUNSELING PROGRAM	20,000
MERCY HOUSE LIVING CENTERS P O BOX 1905 SANTA ANA, CA 92702	NONE	PC	REGINA HOUSE ORANGE COUNTY ONLY	10,000
MIRACLES FOR KIDS 3002 DOW AVE 126 TUSTIN, CA 92780	NONE	PC	CAMPAIGN FOR MIRACLE MANOR	10,000
MISSION HOSPITAL FOUNDATION 27700 MEDICAL CENTER ROAD MISSION VIEJO, CA 92691	NONE	PC	INSTITUTE FOR MENTAL HEALTH	5,000
MUSICAL THEATER ACADEMY OF ORANGE C 3935 BIRCH ST NEWPORT BEACH, CA 92660	NONE	PC	SCHOLARSHIP FUNDS	10,000
NATIONAL FOOTBALL FOUNDATION P O BOX 18985 ANAHEIM HILLS, CA 92817	NONE	PC	ACADEMIC SCHOLARSHIP FUND	10,000
Total . . . . ▶ **3a**				1,681,000

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*				
NATIONAL MS SOCIETY PACIFIC 1221 E DYER ROAD STE 140 SANTA ANA, CA 92705	NONE	PC	WEBSTER MEMORIAL SCHOLARSHIP FUND ORANGE COUNTY ONLY	10,000
NEW VISTA SCHOOL 23092 MILL CREEK DR LAGUNA HILLS, CA 92653	NONE	PC	AUTISM EDUCATION PROGRAM	15,000
OAK VIEW RENEWAL PARTNERSHIP P O BOX 3476 HUNTINGTON BEACH, CA 92605	NONE	PC	OPERATING FUNDS	15,000
OFF THE STREETS - HUNTINGTON BEACH P O BOX 8307 HUNTINGTON BEACH, CA 92615	NONE	PC	OPERATING FUNDS	15,000
OLIVE CREST 2130 E 4TH ST STE 200 SANTA ANA, CA 92705	NONE	PC	STRONG FAMILIES, SAFE KIDS	35,000
ORANGE COUNTY ADULT ACHIEVEMENT CEN 225 W CARL KARCHER WAY ANAHEIM, CA 92801	NONE	PC	MY DAY COUNTS CAMPAIGN	50,000
ORANGE COUNTY COMMUNITY HOUSING COR 501 N GOLDEN CIRCLE DR STE 200 SANTA ANA, CA 92705	NONE	PC	COLLEGE AWARENESS PROGRAM	15,000
ORANGE COUNTY COUNCIL OF BSA 1211 E DYER RD SANTA ANA, CA 92705	NONE	PC	IROEC	40,000
ORANGE COUNTY RED CROSS 601 N GOLDEN CIR DR SANTA ANA, CA 92705	NONE	PC	YOUTH SERVICES	5,000
ORANGE COUNTY RESCUE MISSION 1 HOPE DRIVE TUSTIN, CA 92782	NONE	PC	LIGHT UP THE HOUSE OF HOPE	10,000
ORANGE COUNTY SCHOOL OF THE ARTS 1010 N MAIN ST SANTA ANA, CA 92701	NONE	PC	WASHINGTON DC TRIP	5,000
ORANGE HIGH MARINE CORPS JROTC ASSN 59 PETERS CANYON RD IRVINE, CA 92606	NONE	PC	CHARACTER AND LEADERSHIP DEVELOPMENT	10,000
ORANGEWOOD CHILDRENS FOUNDATION 1575 E 17TH ST BLDG A SANTA ANA, CA 92705	NONE	PC	ACADEMY HIGH SCHOOL	10,000
PACIFIC SYMPHONY 3631 S HARBOR BLVD STE 100 SANTA ANA, CA 92704	NONE	PC	SANTA ANA STRINGS	5,000
PADRE FOUNDATON 557 S MAIN ST ORANGE, CA 92868	NONE	PC	DIABETES EDUCATION PROGRAM	7,500
Total . . . . ▶ **3a**				1,681,000

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 2100 W ORANGEWOOD AVE STE 230 ORANGE, CA 92868	NONE	PC	AFTER SCHOOL TUTORING	15,000
PROJECT CUDDLE INC 2973 HARBOR BLVD STE 326 COSTA MESA, CA 92626	NONE	PC	TOLL FREE CRISIS HOTLINE	10,000
PROVIDENCE SPEECH AND HEARING CLINI 1301 W PROVIDECE AVE ORANGE, CA 92868	NONE	PC	CHILDRENS LOW INCOME SUBSIDY PROGRAM	30,000
ROBYNE'S NEST 412 OLIVE AVE STE 164 HUNTINGTON BEACH, CA 92648	NONE	PC	LIVING STIPEND AND YOUTH SUPPORT	18,000
SALVATION ARMY ORANGE COUNTY 10200 PIONEER RD TUSTIN, CA 92782	NONE	PC	EMERGENCY HUMAN AND SOCIAL SERVICES	60,000
SECOND HARVEST FOOD BANK ORANGE COU 8014 MARINE WAY IRVINE, CA 92618	NONE	PC	INCREDIBLE EDIBLE FARM	40,000
SOUTH COUNTY OUTREACH 7 WHATNEY STE B IRVINE, CA 92618	NONE	PC	HUNGER AND HOMELESSNESS PREVENTION PROGRAM	5,000
SOUTHWEST MINORITY ECONOMIC DEVELOP 1691 W 2ND ST SANTA ANA, CA 92703	NONE	PC	EA/HP	5,000
ST JOSEPH HOSPITAL FOUNDATON 3345 MICHELSON DR STE 100 IRVINE, CA 92612	NONE	SO I	DIGITAL PET/CT	5,000
TALK ABOUT CURING AUTISM 2222 MARTIN STE 140 IRVINE, CA 92612	NONE	PC	EDUCATION AND SUPPORT	10,000
THE WOODEN FLOOR 1810 N MAIN ST SANTA ANA, CA 92706	NONE	PC	ACADEMIC AND COLLEGE/CAREER READINESS PROGRAM	45,000
THERAPEUTIC RIDING CENTER OF HUNTIN P O BOX 2298 HUNTINGTON BEACH, CA 92647	NONE	PC	THERAPEUTIC RIDING PROGRAM	10,000
THOMAS HOUSE FAMILY SHELTER P O BOX 2737 GARDEN GROVE, CA 92842	NONE	PC	SHELTER AND SUPPORT HOMELESS FAMILIES	5,000
UNITED CEREBRAL PALSY 980 ROOSEVELT IRVINE, CA 92620	NONE	PC	THERAPY PROGRAM FOR CHILDREN	5,000
VANGUARD UNIVERSITY OF SOUTHERN CAL 55 FAIR DRIVE COSTA MESA, CA 92626	NONE	PC	SOFTBALL FIELD	20,000
Total . . . . ▶ **3a**				1,681,000

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*				
WISEPLACE 1411 N BROADWAY SANTA ANA, CA 92706	NONE	PC	STEPS TO INDEPENDENCE	7,500
WOMANSAGE INC 5319 UNIVERSITY DR IRVINE, CA 92612	NONE	PC	WOMEN IN LIFE TRANSITIONS PROGRAM	7,500
WOMEN'S TRANSITIONAL LIVING CENTER P O BOX 916 FULLERTON, CA 92836	NONE	PC	OPERATIONS	35,000
WORKING WARDROBES FOR A NEW START 1851 KETTERING IRVINE, CA 92614	NONE	PC	CAREER SUCCESS INSTITUTE	25,000
YOUNG MENS CHRISTIAN ASSN OF OC 13821 NEWPORT AVE STE 200 TUSTIN, CA 92780	NONE	PC	NEWPORT, SANTA ANA AND HUNTINGTON BEACH SCHOLARSHIP PROGRAM	20,000
YOUTH EMPLOYMENT SERVICE 114 E 19TH ST COSTA MESA, CA 92627	NONE	PC	YOUTH JOB READINESS PROGRAM	20,000
Total . . . . ▶ 3a				1,681,000

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a BLACKSTONE K-1			14	2,441	
b BUS INCOME TAX REFUNDS					108,613
c INTEREST ON TAX REFUNDS					2,501
d LLC RENTAL INCOME			16	814,113	
e NATURAL RESOURCES PARTNER			14	-6,101	
f OLH COBB LLC			16	57,748	
g OLH COFFEE LLC			16	8,622	
h PARTNERSHIP BUSINESS INC	812900	28,022	16		
i POWERSHARES K-1			14	3,434	

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TY 2016 Accounting Fees Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GOODRICH, THOMAS, CANNON AND REEDS, LLP	24,680	15,082	0	7,541

TY 2016 Investments Corporate Bonds Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

Software ID: 16000303

Software Version: 2016v3.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS PER SCHEDULE	2,493,592	2,493,592

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TY 2016 Investments Corporate Stock Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

Software ID: 16000303

Software Version: 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK PER SCHEDULE	17,596,503	17,596,503

TY 2016 Investments Government Obligations Schedule

Name:	O L HALSELL FOUNDATION
EIN:	95-6027266
Software ID:	16000303
Software Version:	2016v3.0
US Government Securities - End of Year Book Value:	456
US Government Securities - End of Year Fair Market Value:	456
State & Local Government Securities - End of Year Book Value:	115,810
State & Local Government Securities - End of Year Fair Market Value:	115,810

TY 2016 Investments - Land Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

Software ID: 16000303

Software Version: 2016v3.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	4,102,199		4,102,199	4,102,199

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TY 2016 Other Assets Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

Software ID: 16000303

Software Version: 2016v3.0

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BUSINESS TAX REFUNDS		108,613	108,613
DIVIDENDS RECEIVABLE	40,155	41,322	41,322
INTEREST RECEIVABLE	37,826	37,774	37,774
UNSETTLED TRADES		242,092	242,092

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TY 2016 Other Expenses Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

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
ABANDONED VENTURE	7,690	7,690		
BANK CHARGES	700	700		
DUES	150			150
FOREIGN TAX WITHHOLDING	6,943	6,943		
INSURANCE	10,926	5,463		5,463
INTERNET CHARGES	49			
MISCELLANEOUS	3,445	200		
OFFICE SUPPLIES AND EXPENSES	74			
POSTAGE	343			343
TAX/LICENSES	235	235		

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	357			
WEBSITE	5,879			5,879

TY 2016 Other Income Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

Software ID: 16000303

Software Version: 2016v3.0

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BLACKSTONE K-1	2,441	2,441	
BUS INCOME TAX REFUNDS	108,613		
INTEREST ON TAX REFUNDS	2,501		
LLC RENTAL INCOME	814,113	814,113	
NATURAL RESOURCES PARTNER	-6,101	-6,101	
OLH COBB LLC	57,748	59,198	
OLH COFFEE LLC	8,622	9,247	
PARTNERSHIP BUSINESS INC	28,022		
POWERSHARES K-1	3,434	3,434	

TY 2016 Taxes Schedule

Name: O L HALSELL FOUNDATION

EIN: 95-6027266

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BUSINESS INCOME TAX	671			
EXCISE TAX	28,812			

Account Detail

Active Assets Account 242-048150-016

O L HALSELL FOUNDATION
P O BOX 6300

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS

Morgan Stanley & Co LLC (Morgan Stanley) and Morningstar Inc s equity research ratings are shown for certain securities These ratings represent the opinions of the research provider and are not representations or guarantees of performance The applicable research report contains more information regarding the analyst s opinions, analysis, and rating, and you should read the entire research report and not infer its contents For ease of comparison Morgan Stanley and Morningstar Inc s equity research ratings have been normalized to a 1 (Buy) 2 (Hold) and 3 (Sell) Refer to your January December statement for a summary guide describing the ratings We do not take responsibility for nor guarantee the accuracy, completeness, or timeliness of research prepared for Morningstar Inc

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income	Current Yield %
3M COMPANY (MMM)	2/15 05	600 000	$86 206	$178 570	$51 723 50	$107,142 00	$55 418 50 LT	$2 664 00	2 48
Rating Morgan Stanley 3 Morningstar 3 Next Dividend Payable 03/2017 Asset Class Equities									
ABB LTD (ABB)	6 15 11	2 000 000	25 651	21 070	51 302 76	42 140 00	(9 162 76) LT		
	8 13 11	3 000 000	22 846	21 070	68 538 47	63 210 00	(5 328 47) LT		
	Total	5 000 000			119 841 23	105,350 00	(14 491 23) LT	3 655 00	3 46
Rating Morningstar 2 Asset Class Equities									
ABBOTT LABORATORIES (ABT)	2 12 08	1 000 000	27 345	38 410	27 315 28	38 410 00	11 061 72 LT		
	7 3 13	1 000 000	34 479	38 410	34 478 62	38 410 00	3 931 38 LT		
	9 10 14	2 000 000	43 270	38 410	86 439 62	76 820 00	(9 619 62) LT		
	Total	4 000 000			148 263 52	153,640 00	5 376 48 LT	1 240 00	2 75
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 02,2017 Asset Class Equities									
ABBVIE INC COM (ABBV)	2 12 08	1 000 000	29 654	62 670	29 653 74	62 670 00	32 966 26 LT		
	5 7 13	2 000 000	45 051	62 670	90 108 30	125 340 00	35 131 70 LT		
	Total	3 000 000			119 762 04	187 860 00	68 097 96 LT	6 840 00	3 64
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 02,2017 Asset Class Equities									
AGILENT TECHNOLOGIES (A)	7,7 98	381 000	22 682	45 560	8 641 86	17 358 36	8 716 50 LT		
	8,15,00	619 000	29 972	45 560	18 552 80	28 201 64	9 648 84 LT		
	Total	1 000 000			27 194 66	45 560 00	18 365 34 LT	528 00	1 15
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 01,25,17 Asset Class Equities									
ALIBABA GROUP HLDG LTD (BABA)	11 12 14	1 000 000	116 193	87 810	116 192 78	87 810 00	(28 382 78) LT		
	2 11 15	500 000	88 608	87 810	44 304 21	43 905 00	(399 21) LT		
	10 14 15	500 000	68 866	87 810	34 433 07	43 905 00	9 471 93 LT		
	Total	2 000 000			194 930 06	175 620 00	(19 310 06) LT	–	–
Rating Morgan Stanley 1 Morningstar 1 Asset Class Equities									
ALPHABET INC CL A (GOOGL)	11 11 15	200 000	772 831	792 450	154 566 14	158 490 00	3 923 86 LT	—	–
Rating Morgan Stanley 1, Morningstar 2 Asset Class Equities									
ALTRIA GROUP INC (MO)	7 9,07	1 000 000	10 939	67 620	10 938 54	67 620 00	56 681 46 LT		
	6 10,03	1 000 000	10 252	67 620	10 252 17	67 620 00	57 367 83 LT		
	8 9 05	1 000 000	15 539	67 620	15 538 91	67 620 00	52 081 09 LT		

Account Detail

Active Assets Account
242-048150-016

O L HALSELL FOUNDATION
P O BOX 6300

INTEREST [illegible]

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	3 14 12	2 000 000	30 476	67 620	60 951 47	135 240 00	74 288 53 LT		
	2 13 13	1 000 000	35 165	[illegible]	35 165 3[illegible]	67 62[illegible]	32 454 69 LT		
	Total	6 000 000			132 846 40	**405,720 00**	272 873 60 LT	14 640 00	3 60
Rating Morgan Stanley 2 Morningstar 3 Next Dividend Payable 01/10/17 Asset Class Equities									
AMAZON COM INC (AMZN)	[illegible]	[illegible]	[illegible]	749 870	1[illegible] 113 15	[illegible]	60 [illegible] LT		
	10 17 16	[illegible]	815 436	749 870	81 535 67	74 987 00	([illegible] 8 82[illegible]) ST		
	11 10 16	[illegible]	758 862	749 870	75 886 83	74 987 00	(1 100 17) ST		
	Total	[illegible]			[illegible]	**374 935 00**	[illegible] LT (6 258 65) ST	—	
Rating Morgan Stanley 1 Morningstar 2 Asset Class Equities									
AMERICAN ELECTRIC POWER CO (AEP)	1 12 06	[illegible]	48 671	62 960	[illegible] 342 00	[illegible]	2[illegible] LT		
	[illegible]	[illegible]	31 [illegible]	[illegible]	31 [illegible]	[illegible]	[illegible] LT		
	Total	[illegible]			[illegible]	**182,880 00**	[illegible] LT	[illegible]	3 74
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
AMERICAN TOWER REIT COM (AMT)	[illegible]	1 000 000	82 [illegible]	105 680	82 [illegible]	**105 680 00**	23 [illegible] LT	2 [illegible]	2 19
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 01/13/17 Asset Class Alt									
AMGEN INC (AMGN)	2 12 [illegible]	1 000 000	57 865	146 210	57 865 23	**146,210 00**	88 344 77 LT	4 600 00	3 14
Rating Morgan Stanley 1 Morningstar 1 Next Dividend Payable 03/2017 Asset Class Equities									
APPLE INC (AAPL)	8/13/14	500 000	97 459	115 820	48 729 27	57 910 00	9 180 73 LT		
	2 10 16	400 000	97 787	115 820	38 [illegible] 50	[illegible]	9 [illegible] 40 ST		
	[illegible]	[illegible]	94 22[illegible]	115 820	47 [illegible]	[illegible]	[illegible] ST		
	Total	1 [illegible]			14[illegible]	**173 730 00**	[illegible] LT 2[illegible] ST	[illegible]	1 9[illegible]
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 02 2017 Asset Class Equities									
AT&T INC (T)	4 [illegible] 93	1 052 000	14 835	42 530	15 516 53	44 [illegible]	29 157 00 LT		
	[illegible]	1 [illegible]	17 055	42 530	26 948 51	[illegible]	[illegible] LT		
	[illegible] 97	[illegible]	16 231	42 530	[illegible]	[illegible]	1 [illegible] LT		
	[illegible] 11	[illegible]	25 125	42 530	4 [illegible] 29	[illegible]	11 [illegible] LT		
	[illegible] 14 12	1 000 000	32 [illegible]	42 530	32 1[illegible]	42 530 00	10 [illegible] LT		
	Total	5 000 000			107 810 96	**212 650 00**	104 839 04 LT	9 800 00	4 60
Rating Morningstar 3 Next Dividend Payable 02/2017 Asset Class Equities									
AVANGRID INC (AGR)	7 14 10	2 000 000	26 796	37 880	[illegible] 592 88	[illegible] 760 00	22 [illegible] 12 LT		
	6 4 10	1 000 000	27 818	37 880	27 8[illegible] 62	37 880 00	10 062 40 LT		
	Total	3 000 000			81 010 45	**113 640 00**	32 629 52 LT	5 184 00	4 56

Next Dividend Payable 02/03/17 Asset Class Equities

Security Mark at Right

Account Detail

Active Assets Account
242-048150-016

O L HALSELL FOUNDATION
P O BOX 6300

INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
BANK OF AMERICA CORP (BAC)	3 13/13	1 281 000	12 264	22 100	15 710 66	28 310 10	12 599 44 LT		
	10/14/15	5 000 000	15 919	22 100	79 597 07	110 500 00	30 902 93 LT		
	Total	6 281 000			95 307 73	**138,810 10**	43 502 37 LT	1 884 00	1 35
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
BAYER AG SPON ADR (BAYRY)	5/9/06	2 000 000	46 872	104 280	93 744 67	**208,560 00**	114 815 33 LT	4,182 00	2 00
Rating Morningstar 1 Next Dividend Payable 05/2017 Asset Class Equities									
BCE INC (BCE)	7/11/17	2 000 000	42 427	43 240	84 854 64	**86 480 00**	1 625 36 LT	4 076 00	4 71
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 01/15/17, Asset Class Equities									
BERKSHIRE HATHAWAY A(HLDG CO) (BRK'A)	5/6/15	2 000	217 632 460	244 121 000	435 264 92	**488,242 00**	52 977 08 LT	—	—
Rating Morningstar 2 Asset Class Equities									
BLACKSTONE GROUP LP (BX)	5/6/15	2 000 000	41 945	27 030	83 699 07	**54,060 00**	(29 639 07) LT C	3 320 00	6 14
Rating Morgan Stanley 1 Morningstar 1 Next Dividend Payable 02/2017, Asset Class Equities									
BOEING CO (BA)	3/10/98	1 000 000	53 117	155 680	53 116 51	155 680 00	102 563 49 LT		
	9/15/98	1 000 000	34 732	155 680	34 731 82	155 680 00	120 948 18 LT		
	Total	2 000 000			87 848 33	**311,360 00**	223 511 67 LT	11 360 00	3 64
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
BP PLC ADS (BP)	4/14/10	1 000 000	60 665	37 380	60 665 09	37 380 00	(23 285 09) LT		
	7/11/12	1 000 000	40 527	37 380	40 526 50	37 380 00	(3 146 50) LT		
	Total	2 000 000			101 191 59	**74,760 00**	(26 431 59) LT	4 760 00	6 36
Rating Morningstar 2 Asset Class Equities									
BRISTOL MYERS SQUIBB CO (BMY)	3/14/12	2 000 000	33 941	58 440	67 881 00	**116,880 00**	48 999 00 LT	3 120 00	2 66
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 02/2017 Asset Class Equities									
CATERPILLAR INC (CAT)	9/15/10	1 000 000	72 788	92 740	72 788 27	**92,740 00**	19 951 73 LT	3 080 00	3 32
Rating Morgan Stanley 2, Morningstar 3, Next Dividend Payable 02/2017, Asset Class Equities									
CENTERPOINT ENERGY INC (CNP)	7/14/92	1 400 000	19 096	24 640	26 733 81	34 496 00	7 762 19 LT		
	2/12/97	1 600 000	24 717	24 640	39 547 66	39 424 00	(123 66) LT 2		
	3/9/11	2 000 000	16 330	24 640	32 660 77	49 280 00	16 619 23 LT		
	Total	5 000 000			98 942 24	**123,200 00**	24 257 76 LT	5 150 00	4 18
Rating Morningstar 3, Next Dividend Payable 03/2017, Asset Class Alt									
CHEVRON CORP (CVX)	12/13/88	1 100 000	11 652	117 700	12 816 79	129 470 00	116 653 21 LT		
	2/12/97	2 400 000	16 975	117 700	40 741 00	282 480 00	241 739 00 LT 2		
	Total	3 500 000			53,557 79	**411,950 00**	358 392 21 LT	15 120 00	3 67
Rating Morgan Stanley 1, Morningstar 3 Next Dividend Payable 03/2017, Asset Class Equities									
CLIFFS NATURAL RESOURCES INC (CLF)	8/10/16	1 000 000	7 670	8 410	7 670 17	8 410 00	739 83 ST		
	9/21/16	2 000 000	6 090	8 410	12 179 38	16 820 00	4 640 62 ST		

Account Detail

Active Assets Account 242-048150-016

O L HALSELL FOUNDATION
P O BOX 6300

INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	3,000 000			19 849 55	**25,230 00**	5 380 45 ST	—	—
Rating Morgan Stanley 2 Asset Class Equities									
COCA COLA CO (KO)	7/14/09	2,000 000	24 809	41 460	49 617 76	82,920 00	33 302 24 LT		
	5/9/12	2 000 000	38 735	41 460	77 470 88	82 920 00	5 449 12 LT		
	Total	4 000 000			127 088 64	**165,840 00**	38 751 36 LT	5 600 00	3 37
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 03/2017 Asset Class Equities									
CONOCOPHILLIPS (COP)	10/21/98	1 370 000	18 955	50 140	25 968 63	68 691 80	42 723 17 LT		
	10/14/03	130 000	22 377	50 140	2 909 03	6 518 20	3,609 17 LT		
	10/14/03	200 000	22 385	50 140	4 476 97	10 028 00	5 551 03 LT		
	10/14/03	1 800 000	22 379	50 140	40 282 72	90 252 00	49 969 28 LT		
	Total	3 500 000			73 637 35	**175,490 00**	101 852 65 LT	3 500 00	1 99
Rating Morgan Stanley 2, Morningstar 3 Next Dividend Payable 03/2017, Asset Class Equities									
CROWN CASTLE INTL CORP (CCI)	3/12/14	1 000 000	75 695	86 770	75 694 85	**86,770 00**	11 075 15 LT	3 800 00	4 37
Next Dividend Payable 03/2017, Asset Class Alt									
DIAGEO PLC SPON ADR NEW (DEO)	5/10/05	800 000	60 244	103 940	48 195 53	**83,152 00**	34 956 47 LT	2 493 00	2 99
Rating Morningstar 2 Next Dividend Payable 04/2017 Asset Class Equities									
DISCOVER FINCL SVCS (DFS)	7/12/93	780 000	4 610	72 090	3 595 42	56 230 20	52 634 78 LT		
	2/15/94	20 000	2 954	72 090	59 07	1 441 80	1 382 73 LT		
	2/15/94	400 000	2 954	72 090	1,181 40	28 836 00	27 654 60 LT		
	2/15/94	800 000	2 944	72 090	2 354 95	57 672 00	55 317 05 LT		
	Total	2 000 000			7 190 84	**144,180 00**	136 989 16 LT	2 400 00	1 66
Rating Morgan Stanley 1 Morningstar 3 Next Dividend Payable 02/2017 Asset Class Equities									
DOMINION RES INC (D)	1/13/04	3 000 000	31 250	76 590	93,749 75	**229,770 00**	136 020 25 LT	8 400 00	3 65
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 03/2017, Asset Class Equities									
DOW CHEMICAL CO (DOW)	5/13/03	1 000 000	32 671	57 220	32 671 38	57 220 00	24 548 62 LT		
	6/10/03	500 000	32 205	57 220	16 102 28	28 610 00	12 507 72 LT		
	6/10/03	500 000	32 215	57 220	16 107 28	28 610 00	12 502 72 LT		
	Total	2 000 000			64 880 94	**114,440 00**	49,559 06 LT	3 680 00	3 21
Rating Morningstar 2, Next Dividend Payable 01/30/17, Asset Class Equities									
DU PONT EI DE NEMOURS & CO (DD)	2/12/97	3 000 000	3 343	73 400	10 029 67	**220,200 00**	210 170 33 LT 2	4 560 00	2 07
Rating Morningstar 3, Next Dividend Payable 03/2017 Asset Class Equities									
DUKE ENERGY CORP NEW (DUK)	11/9/93	66 657	35 633	77 620	2,375 16	5 173 91	2 798 75 LT		
	11/9/93	333 286	35 612	77 620	11 869 05	25 869 65	14 000 60 LT		
	11/9/93	399 943	35 721	77 620	14 286 44	31 043 57	16,757 13 LT		
	5/7/09	866 543	42 460	77 620	36,793 60	67 261 06	30 467 46 LT		

Security Mark at Right

Account Detail

Active Assets Account
242-048150-016

O L HALSELL FOUNDATION
P O BOX 6300

INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	3 14/12	666 571	64 732	77 620	43 148 54	51 739 74	8 590 70 LT		
	9/12/12	667 000	65 000	77 620	43 355 15	51 772 54	8 417 39 LT		
	Total	3 000 000			151 827 94	**232,860 00**	81 032 03 LT	10 260 00	4 40
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 03/2017 Asset Class Equities									
EBAY INC (EBAY)	4/10/07	1 500 000	13 466	29 690	20 198 47	44 535 00	24 336 53 LT		
	6 4/14	1 500 000	19 924	29 690	29 885 93	44 535 00	14 649 07 LT		
	Total	3 000 000			50 084 40	**89,070 00**	38 985 60 LT	—	—
Rating Morgan Stanley 3 Morningstar 2 Asset Class Equities									
ENTERGY CORP NEW (ETR)	7 14 10	500 000	77 188	73 470	38 594 18	36 735 00	(1 859 18) LT		
	3/9/11	500 000	74 451	73 470	37 225 70	36 735 00	(490 70) LT		
	Total	1 000 000			75 819 88	**73,470 00**	(2 349 88) LT	3 480 00	4 73
Rating Morgan Stanley 3 Morningstar 2 Next Dividend Payable 03/2017, Asset Class Equities									
EXXON MOBIL CORP (XOM)	11/28 88	4 400 000	4 075	90 260	17 712 07	**397 144 00**	379 431 93 LT 2	13 200 00	3 32
Rating Morgan Stanley 3 Morningstar 3 Next Dividend Payable 03/2017 Asset Class Equities									
FACEBOOK INC CL-A (FB)	11/11 15	500 000	109 988	115 050	54 993 99	**57,525 00**	2 531 01 LT	—	—
Rating Morgan Stanley 1 Morningstar 2 Asset Class Equities									
FIRSTENERGY CORP (FE)	7/19/94	663 000	21 262	30 970	14 096 40	20 533 11	6 436 71 LT 2		
	9/10 02	37 000	31 119	30 970	1 151 41	1 145 89	(5 52) LT		
	9 10/02	300 000	31 136	30 970	9 340 78	9 291 00	(49 78) LT		
	6/10 03	1 000 000	37 530	30 970	37 530 45	30 970 00	(6 560 45) LT		
	3/9 11	1 000 000	38 198	30 970	38 198 10	30 970 00	(7 228 10) LT		
	Total	3 000 000			100 317 11	**92,910 00**	(7 407 14) LT	4 370 00	4 64
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
FORD MOTOR CO NEW (F)	9/11/13	5 000 000	17 616	12 130	88 079 05	60 650 00	(27 429 05) LT		
	1/14/14	3 000 000	16 463	12 130	49 388 63	36 390 00	(12 998 63) LT		
	Total	8 000 000			137 467 68	**97,040 00**	(40 427 68) LT	4 800 00	4 94
Rating Morgan Stanley 3 Morningstar 1 Next Dividend Payable 03 2017 Asset Class Equities									
FRONTIER COMMUNICATIONS CORP (FTR)	10/12/04	48 000	7 888	3 380	~~378 64~~	162 24	(216 40) LT R		
	10/12/04	77 000	7 891	3 380	~~568 18~~	243 36	(324 82) LT R		
	10/12/04	120 000	7 888	3 380	~~946 51~~	405 60	(540 91) LT R		
	8/9/05	24 000	5 908	3 380	~~141 80~~	81 12	(60 68) LT R		
	8/9/05	216 000	5 913	3 380	~~1 277 22~~	730 08	(547 14) LT R		
	8 4/10	2 520 000	5 691	3 380	~~14 341 15~~	8 517 60	(5 823 55) LT R		
	8/14 13	5 000 000	3 806	3 380	~~19 032 02~~	16 900 00	(2 132 02) LT R		
	10/14/15	5 000 000	5 170	3 380	~~25 847 60~~	16 900 00	(8 947 60) LT R		

Account Detail

Active Assets Account
242-048150-016

O L HALSELL FOUNDATION
P O BOX 6300

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	13 000 000			~~62 533 12~~	43,940 00	(18 593 12) LT	5 460 00	12 42
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 03/2017 Asset Class Equities									
GENERAL ELECTRIC CO (GE)	7 13 93	4 000 000	8 204	31 600	32 816 72	126,400 00	93 583 28 LT	3 840 00	3 03
Rating Morningstar 2 Next Dividend Payable 01/2017 Asset Class Equities									
GENERAL MILLS INC (GIS)	2 12 97	4 000 000	4 756	61 770	19 033 00	247,080 00	228 047 00 LT	7 680 00	3 10
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 02/2017 Asset Class Equities									
GENL DYNAMICS CORP (GD)	4 12 05	800 000	53 035	172 660	42 428 25	138 128 00	95 699 75 LT	2 432 00	1 76
Rating Morningstar 2 Next Dividend Payable 02/2017 Asset Class Equities									
GILEAD SCIENCE (GILD)	6 15 16	1 000 000	85 000	71 610	84 999 96	71,610 00	(13 389 96) ST	1 880 00	2 62
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 03/2017 Asset Class Equities									
HARLEY DAVIDSON INC (HOG)	10 12 16	1 500 000	50 599	58 340	75 898 11	87 510 00	11 611 89 ST	2 100 00	2 39
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
HONDA MOTOR COMPANY LTD ADR (HMC)	3 12 05	2 000 000	25 522	29 190	51 044 50	58 380 00	7 335 50 LT	1 450 00	2 48
Rating Morningstar 3 Asset Class Equities									
HONEYWELL INTERNATIONAL INC (HON)	4 12 05	1 000 000	37 234	115 850	37 234 16	115 850 00	78 615 84 LT		
	6 13 12	1 000 000	56 067	115 850	56 067 06	115 850 00	59 782 94 LT		
	Total	2 000 000			93 301 22	231,700 00	138 398 78 LT	5 320 00	2 29
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
INTEL CORP (INTC)	3 10 10	3 000 000	21 168	36 270	63 504 56	108 810 00	45 305 44 LT		
	6 11 13	2 000 000	23 168	36 270	46 335 62	72 540 00	26 204 38 LT		
	Total	5 000 000			109 840 18	181 350 00	71 509 82 LT	5 200 00	2 86
Rating Morgan Stanley 2 Morningstar 3 Next Dividend Payable 03/2017 Asset Class Equities									
JOHNSON & JOHNSON (JNJ)	5 14 96	2 000 000	23 331	115 210	46 662 60	230 420 00	183 757 40 LT		
	11 11 97	2 000 000	30 292	115 210	60 583 32	230 420 00	169 836 68 LT		
	Total	4 000 000			107 245 92	460 840 00	353 594 08 LT	12 800 00	2 77
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 02/2017 Asset Class Equities									
KINDER MORGAN INCORP (KMI)	11 12 14	1 000 000	39 179	20 710	39 179 00	20 710 00	(18 469 01) LT		
	12 2 14	2 226 000	41 535	20 710	92 456 91	46 100 46	(46 356 45) LT		
	9 1 15	1 774 000	31 193	20 710	55 336 78	36 739 54	(18 597 24) LT		
	Total	5 000 000			186 972 70	103 550 00	(83 422 70) LT	2 500 00	2 41
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 02/2017 Asset Class All									
KRAFT HEINZ CO (KHC)	6 12 01	333 171	32 582	87 320	~~10 855 25~~	29 092 49	18 237 24 LT		
	6 14 01	33 317	31 952	87 320	~~1 064 53~~	2 909 24	1 844 71 LT		
	6 14 01	299 853	31 954	87 320	~~9 581 63~~	26 183 16	16 601 53 LT		
	7 9 02	230 553	17 184	87 320	~~3 961 80~~	20 131 89	16 170 09 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	6/10/03	230 553	16 106	87 320	~~3 713 21~~	20 131 89	16 418 68 LT		
	8/9/05	230 553	24 411	87 320	~~5 628 00~~	20 131 89	14 503 89 LT		
	10/10/12	642 000	47 979	87 320	~~30 802 44~~	56 059 44	25 257 00 LT		
	Total	2 000 000			~~65 606 86~~	**174,640 00**	109 033 14 LT	4 800 00	2 74
Rating Morgan Stanley 1 Morningstar 3 Next Dividend Payable 03/2017 Asset Class Equities					60,779.44				
LOWES COMPANIES INC (LOW)	7/20/16	1 500 000	82 480	71 120	123 720 44	**106,680 00**	(17 040 44) ST	2 100 00	1 96
Rating Morgan Stanley 1, Morningstar 1 Next Dividend Payable 02/2017 Asset Class Equities									
MAGNA INTERNATIONAL INC (MGA)	8/10/16	2 000 000	41 277	43 400	82 554 20	**86,800 00**	4 245 80 ST	2 000 00	2 30
Rating Morgan Stanley 1, Morningstar 2, Next Dividend Payable 03/2017 Asset Class Equities									
MC DONALDS CORP (MCD)	6/10/08	1 000 000	60 356	121 720	60 355 67	**121,720 00**	61 364 33 LT	3 760 00	3 08
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
MEDTRONIC PLC SHS (MDT)	1/27/15	1 912 000	76 211	71 230	145 714 70	136 191 76	(9 522 94) LT R		
	3/11/15	1 088 000	76 138	71 230	83 164 70	77 498 24	(5 666 46) LT R		
	Total	3 000 000			228 879 40	**213,690 00**	(15 189 40) LT	5 160 00	2 41
Rating Morgan Stanley 1 Morningstar 1 Next Dividend Payable 01/13/17, Asset Class Equities									
MERCK & CO INC NEW COM (MRK)	3/12/96	2 000 000	30 401	58 870	60 801 68	117,740 00	56 938 32 LT		
	10/12/04	2 000 000	30 987	58 870	61 974 02	117 740 00	55 765 98 LT		
	Total	4 000 000			122 775 70	**235,480 00**	112 704 30 LT	7 520 00	3 19
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 01/09/17 Asset Class Equities									
MICROSOFT CORP (MSFT)	11/11/15	2 000 000	54 329	62 140	108 657 37	**124,280 00**	15 622 63 LT	3 120 00	2 51
Rating Morgan Stanley 1, Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
MONDELEZ INTL INC COM (MDLZ)	7/9/02	192 000	10 590	44 330	~~2 033 37~~	8 511 36	6 477 99 LT		
	6/10/03	692 000	9 926	44 330	~~6 868 74~~	30 676 36	23 807 62 LT		
	8/9/05	692 000	15 044	44 330	~~10 418 75~~	30 676 36	20 265 61 LT		
	10/10/12	924 000	27 738	44 330	~~25 629 54~~	40 960 92	15 331 38 LT		
	Total	2,500 000			~~44 942 40~~	**110,825 00**	65 882 60 LT	1 900 00	1 71
Rating Morgan Stanley 1 Morningstar 2, Next Dividend Payable 01/12/17, Asset Class Equities					43,617.40				
MORGAN STANLEY (MS)	7/12/93	1 560 000	11 670	42 250	18 205 58	65 910 00	47 704 42 LT 2		
	2/15/94	40 000	7 478	42 250	299 11	1,690 00	1 390 89 LT		
	2/15/94	800 000	7 478	42 250	5 982 10	33 800 00	27 817 90 LT		
	2/15/94	1 600 000	7 453	42 250	11 924 38	67 600 00	55 675 62 LT		
	Total	4 000 000			36 411 17	**169,000 00**	132 588 83 LT	3 200 00	1 89
Next Dividend Payable 02/2017, Asset Class Equities									
NATURAL RESOURCE PARTNERS LP (NRP)	10/10/12	200 000	223 836	32 300	44 767 22	**6,460 00**	(38 307 22) LT	360 00	5 57
Next Dividend Payable 02/2017, Asset Class Equities									

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
NETFLIX INC (NFLX)	8/13/15	500 000	122 602	123 800	61 300 81	61 900 00	599 19 LT		
	7/20/16	250 000	87 573	123 800	21 893 23	30 950 00	9 056 77 ST		
	Total	750 000			83 194 04	**92,850 00**	599 19 LT 9 056 77 ST	—	—
Rating Morgan Stanley 1 Morningstar 3 Asset Class Equities									
NORFOLK SOUTHERN CORP (NSC)	5/15/07	1 000 000	55 575	108 070	55 575 25	108 070 00	52 494 75 LT		
	4/3/12	1 000 000	67 075	108 070	67 075 48	108 070 00	40 994 52 LT		
	Total	2 000 000			122,650 73	**216,140 00**	93 489 27 LT	4 720 00	2 18
Rating Morgan Stanley 3, Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
NOVARTIS AG ADR (NVS)	5/10/05	1 000 000	49 908	72 840	49 908 03	72 840 00	22 931 97 LT		
	6/4/14	1 000 000	89 484	72 840	89 484 42	72 840 00	(16 644 42) LT		
	Total	2 000 000			139 392 45	**145,680 00**	6 287 55 LT	4 606 00	3 16
Rating Morningstar 1 Asset Class Equities									
ORACLE CORP (ORCL)	2/18/10	2 500 000	24 409	38 450	61,022 83	**96,125 00**	35 102 17 LT	1 500 00	1 56
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 01/2017 Asset Class Equities									
PAYPAL HLDGS INC COM (PYPL)	4/10/07	1 500 000	20 823	39 470	31 235 07	59 205 00	27 969 93 LT		
	6/4/14	1 500 000	30 811	39 470	46 215 85	59 205 00	12 989 15 LT		
	Total	3 000 000			77 450 92	**118,410 00**	40 959 08 LT	—	—
Rating Morgan Stanley 2 Morningstar 2, Asset Class Equities									
PEPSICO INC NC (PEP)	3/30/99	1 300 000	35 368	104 630	45 978 64	136,019 00	90 040 36 LT		
	8/10/99	1,500 000	38 776	104 630	58 164 65	156 945 00	98 780 35 LT		
	9/14/05	1 000 000	55 994	104 630	55 994 17	104 630 00	48 635 83 LT		
	Total	3 800 000			160,137 46	**397,594 00**	237 456 54 LT	11 438 00	2 87
Rating Morgan Stanley 1 Morningstar 2, Next Dividend Payable 01/06/17 Asset Class Equities									
PETROLEO BRAS SA ADS (PBR)	10/14/09	1 000 000	49 831	10 110	49 831 19	10 110 00	(39 721 19) LT		
	9/12/12	1 000 000	22 960	10 110	22 960 36	10 110 00	(12 850 36) LT		
	Total	2 000 000			72 791 55	**20,220 00**	(52,571 55) LT	—	—
Rating Morgan Stanley 1 Morningstar 2 Asset Class Equities									
PFIZER INC (PFE)	3/12/96	6 000 000	10 752	32 480	64 509 84	194 880 00	130 370 16 LT		
	10/16/09	3 940 000	17 515	32 480	69 009 10	127 971 20	58 962 10 LT		
	Total	9 940 000			133 518 94	**322,851 20**	189 332 26 LT	12,723 00	3 94
Rating Morgan Stanley 2, Morningstar 1 Next Dividend Payable 03/2017, Asset Class Equities									
PHILIP MORRIS INTL INC (PM)	7/9/02	1 000 000	25 130	91 490	25 130 10	91 490 00	66 359 90 LT		
	6/10/03	1 000 000	23 553	91 490	23,553 25	91 490 00	67 936 75 LT		
	8/9/05	1 000 000	35 699	91 490	35 698 98	91 490 00	55 791 02 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	2/13/13	2 000 000	91 890	91 490	183 780 53	182 980 00	(800 53) LT		
	Total	5 000 000			268 162 86	457 450 00	189 287 14 LT	20 800 00	4 54
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 01/10/17 Asset Class Equities									
PHILLIPS 66 COM (PSX)	10/21/98	685 000	11 266	86 410	7 717 19	59 190 85	51 473 36 LT		
	10/14/03	65 000	13 300	86 410	864 52	5 616 65	4 752 13 LT		
	10/14/03	100 000	13 305	86 410	1 330 49	8 641 00	7 310 51 LT		
	10/14/03	900 000	13 302	86 410	11 971 43	77 769 00	65 797 57 LT		
	5/9/12	1 250 000	29 875	86 410	37 344 00	108 012 50	70 668 50 LT		
	Total	3 000 000			59 227 93	259,230 00	200 002 07 LT	7 560 00	2 91
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
PPL CORPORATION (PPL)	3/14/12	2 000 000	26 577	34 050	53 153 37	68 100 00	14 946 63 LT		
	10/9/13	2 000 000	28 398	34 050	56 795 62	68 100 00	11 304 38 LT		
	Total	4 000 000			109 948 99	136,200 00	26 251 01 LT	6 080 00	4 46
Next Dividend Payable 01/03/17 Asset Class Equities									
PROCTER & GAMBLE (PG)	9/13/04	1 000 000	56 724	84 080	56 723 51	84 080 00	27 356 49 LT		
	9/14/05	1 000 000	56 034	84 080	56 034 46	84 080 00	28 045 54 LT		
	Total	2 000 000			112 757 97	168,160 00	55 402 03 LT	5 356 00	3 18
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 02/2017 Asset Class Equities									
REYNOLDS AMERICAN INC (RAI)	6/12/15	2 908 000	36 075	56 040	104 906 10	162,964 32	58 058 22 LT	5 351 00	3 28
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 01/03/17 Asset Class Equities									
ROYAL DUTCH SHELL PLC CL B (RDS'B)	1/14/10	1 000 000	60 062	57 970	60 061 83	57 970 00	(2 091 83) LT		
	3/11/15	1 000 000	61 647	57 970	61 646 78	57 970 00	(3 676 78) LT		
	Total	2 000 000			121 708 63	115 940 00	(5 768 63) LT	7 520 00	6 48
Rating Morningstar 2 Asset Class Equities									
SIEMENS AKTIENGESELLSCHAFT (SIEGY)	1/11/12	1 000 000	93 270	122 420	93 269 88	122 420 00	29 150 12 LT	2 754 00	2 24
Rating Morningstar 2 Asset Class Equities									
SOUTHERN CO (SO)	10/14/09	1 000 000	32 311	49 190	32 311 48	49 190 00	16 878 52 LT		
	8/1/10	1 000 000	36 107	49 190	36 107 36	49 190 00	13 082 64 LT		
	3/14/12	1 000 000	45 734	49 190	45 733 85	49 190 00	3 456 15 LT		
	6/12/13	1 000 000	45 009	49 190	45 009 47	49 190 00	4 180 53 LT		
	Total	4 000 000			159 162 16	196,760 00	37 597 84 LT	8 960 00	4 55
Rating Morgan Stanley 3 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
SPECTRA ENERGY CORP COM (SE)	11/9/93	100 000	17 122	41 090	1 712 19	4 109 00	2 396 81 LT		
	11/9/93	500 000	17 112	41 090	8 556 09	20 545 00	11 988 91 LT		
	11/9/93	600 000	17 165	41 090	10 298 73	24 654 00	14 355 27 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	5/11/11	1 800 000	28 512	41 090	51 321 71	73 962 00	22 640 29 LT		
	Total	3 000 000			71 888 72	**123 270 00**	51 381 28 LT	4 860 00	3 94
Next Dividend Payable 03/2017 Asset Class Alt									
TARGET CORPORATION (TGT)	7 9 11	1 500 000	60 401	72 230	90 601 36	**108 345 00**	17 743 64 LT	3 600 00	3 32
Rating Morgan Stanley 3 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
THE MOSAIC CO (HLDG CO) NEW (MOS)	4/13/16	4 000 000	26 692	29 330	106 766 16	**117 320 00**	10 553 84 ST	4 400 00	3 75
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
TIME WARNER INC NEW (TWX)	3/12/14	1 500 000	65 164	96 530	97 745 39	**144 795 00**	47 049 61 LT	2 415 00	1 66
Rating Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
UNION PACIFIC CORP (UNP)	4 3 12	2 000 000	54 162	103 680	108 324 48	**207 360 00**	99 035 52 LT	1 840 00	2 33
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 03/2017 Asset Class Equities									
UNITED PARCEL SER INC CL-B (UPS)	11 9 09	750 000	[illegible]	114 640	37 500 00	[illegible]	48 480 00 LT		
	11/10/09	50 000	70 757	114 640	3 537 84	[illegible]	2 194 16 LT		
	11 10 09	700 000	70 760	114 640	49 532 62	80 248 00	30 715 38 LT		
	Total	1 500 000			90 569 86	**171 960 00**	81 390 14 LT	4 680 00	2 72
Rating Morgan Stanley 3 Morningstar 3 Next Dividend Payable 02/2017 Asset Class Equities									
UNITED TECHNOLOGIES CORP (UTX)	9/12 06	800 000	63 167	109 620	50 533 24	87 696 00	37 162 75 LT		
	10/12 11	800 000	75 134	109 620	60 107 37	87 696 00	27 588 63 LT		
	Total	1 600 000			110 640 61	**175,392 00**	64 751 39 LT	4 224 00	2 40
Rating Morgan Stanley 1 Morningstar 1 Next Dividend Payable 03/2017 Asset Class Equities									
VERIZON COMMUNICATIONS (VZ)	10 12 04	200 000	37 281	53 380	[illegible]	10 676 00	[illegible] LT		
	10 12 04	300 000	37 296	53 380	11 188 80	16 014 00	4 825 20 LT		
	10 12/04	500 000	37 281	53 380	18 640 51	26 690 00	8 049 49 LT		
	8/9/05	100 000	30 229	53 380	3 022 91	5 338 00	2 315 09 LT		
	8/9 05	900 000	30 252	53 380	27 227 03	48 042 00	20 814 97 LT		
	8/4 10	1 000 000	29 927	53 380	29 927 21	53 380 00	23 452 79 LT		
	Total	3 000 000			97 462 66	**160,140 00**	62 677 34 LT	[illegible]	[illegible]
Rating Morgan Stanley 1 Morningstar 2 Next Dividend Payable 02/2017 Asset Class Equities									
VORNADO REALTY TRUST (VNO)	2 10 04	1 505 806	52 525	104 370	79 092 31	157 160 97	78 068 66 LT		
	3 11/05	25 097	28 169	104 370	706 96	2 619 37	1 912 41 LT		
	6 15/09	18 070	42 918	104 370	775 52	1 885 97	1 110 45 LT		
	9/15/09	7 027	48 692	104 370	342 16	733 41	391 25 LT		
	Total	1 556 000			80 916 95	**162,399 72**	81 482 77 LT	3 921 00	2 41
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 02/2017 Asset Class Alt									

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
WELLS FARGO & CO NEW (WFC)	9/18/97	198 667	242 704	55 110	48 217 25	10 948 54	(37 268 71) LT		
	6/15/99	99 333	216 151	55 110	21 470 88	5 474 24	(15 996 64) LT		
	4/15/09	1 702 000	17 972	55 110	30 587 80	93 797 22	63 209 42 LT		
	9/21/16	2 000 000	47 001	55 110	94 002 11	110 220 00	16 217 89 ST		
	Total	4 000 000			194 278 04	**220,440 00**	9 944 07 LT 16 217 89 ST	6 080 00	2 75
Rating Morgan Stanley 1 Morningstar 1 Next Dividend Payable 03/2017 Asset Class Equities									
WEYERHAEUSER CO (WY)	2/9/11	1 000 000	24 591	30 090	24 590 82	30 090 00	5 499 18 LT		
	9/14/11	1 000 000	17 247	30 090	17 246 62	30 090 00	12 843 38 LT		
	7/3/13	2 000 000	28 532	30 090	57,063 71	60,180 00	3 116 29 LT		
	Total	4,000 000			98 901 15	**120,360 00**	21 458 85 LT	4 960 00	4 12
Rating Morningstar 2, Next Dividend Payable 02/2017, Asset Class Alt									
YUM BRANDS INC (YUM)	3/13/07	2 000 000	20 401	63 330	40 802 73	**126,660 00**	85 857 27 LT	2 400 00	1 89
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 02/2017 Asset Class Equities									
YUM CHINA HLDNGS (YUMC)	3/13/07	2 000 000	8 806	26 120	17 612 06	**52,240 00**	34 627 94 LT	—	—
Rating Morgan Stanley 1 Morningstar 1 Asset Class Equities									
ZOETIS INC CLASS-A (ZTS)	6/12/13	3 000 000	32 142	53 530	96 426 04	**160,590 00**	64 163 96 LT	1 260 00	0 78
Rating Morgan Stanley 2 Morningstar 3 Next Dividend Payable 03/2017, Asset Class Equities									
COMMON STOCKS					~~$9,223,756 14~~ 9,198,784.71	**$15,227,569 34**	**$5,965,370 28 LT** **$38,442 89 ST**	**$430 876 00**	**2 83%**

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
BARCLAYS BANK PLC 8 125% ADR (BCS D)	8/17/11	2 000 000	$25 561	$25 540	$51 122 86	**$51,080 00**	$(42 86) LT	$4 062 00	7 95
Moody BA2 S&P BB, Next Dividend Payable 03/2017, Asset Class FI & Pref									
HSBC HLDGS PLC 6 2000% SER A (HSBC A)	9/15/05	2 000 000	25 000	25 200	50 000 00	50 400 00	400 00 LT		
	11/12/09	1 900 000	21 803	25 200	41 425 25	47 880 00	6 454 75 LT		
	11/23/09	100 000	22 153	25 200	2 215 25	2 520 00	304 75 LT		
	Total	4 000 000			93 640 50	**100,800 00**	7 159 50 LT	6 200 00	6 15
Moody BAA1 S&P BBB- Next Dividend Payable 03/2017 Asset Class FI & Pref									
RYL BK SCOTLAND 7 25% PFD SR H (RBS H)	2/3/99	2 000 000	25 000	25 300	50 000 00	**50,600 00**	600 00 LT	3 626 00	7 16
Moody B1 S&P B+ Next Dividend Payable 03/2017 Asset Class FI & Pref									
PREFERRED STOCKS					**$194,763 36**	**$202,480 00**	**$7,716 64 LT**	**$13,888 00**	**6 86%**

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	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
STOCKS	58.16%	~~$9,418,519 50~~ 9,393,548.07	$15,430,049 34	$5,973,086 92 LT $38,442 89 ST	$444,764 00	2 88%

EXCHANGE-TRADED & CLOSED-END FUNDS

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ALERIAN MLP ETF (AMLP)	10/10/12	1 000 000	$14 141	$12 600	~~$14 141 08~~	$12 600 00	$(1 541 08) LT R		
	2/13/13	3 000 000	14 980	12 600	~~44 940 13~~	37,800 00	(7,140 13) LT R		
	10/9/13	4 000 000	15 796	12 600	~~63 182 74~~	50 400 00	(12 782 74) LT R		
	Total	8 000 000			~~122,263 95~~ 114,111.95	100,800 00	(21 463 95) LT	8 152 00	8 08
Next Dividend Payable 02/2017 Asset Class Alt									
BLACKROCK GLBL OPP EQ TR (BOE)	10/24/05	2 029 000	19 595	11 570	~~39 758 28~~ 37,828.98	23,475 53	(16 282 75) LT R	1 899 00	8 08
Next Dividend Payable 01/2017. Asset Class Equities									
CLEARBRIDGE AMERN ENGY MLP FND (CBA)	1/14/14	3 000 000	15 829	9 180	~~47 487 66~~ 45,087.66	27,540 00	(19 947 66) LT R	2 400 00	8 71
Next Dividend Payable 02/2017. Asset Class Alt									
COHEN&STEERS REIT & PFD INCM (RNP)	5/7/09	8 000 000	6 300	19 116	50 397 94	152,928 00	102 530 06 LT		
	10/9/13	2 000 000	15 647	19 116	31 293 32	38 232 00	6 938 68 LT		
	Total	10 000 000			81 691 26	191,160 00	109 468 74 LT	14 880 00	7 78
Next Dividend Payable 01/2017. Asset Class FI & Pref Alt									
EATON VANCE TAX MGD DIV EQU FD (EXG)	2/22/07	5 000 000	13 297	8 020	~~66 486 73~~	40 100 00	(26 386 73) LT R		
	8/11/09	5 000 000	6 290	8 020	~~31,450 81~~	40 100 00	8 649 19 LT R		
	Total	10 000 000			~~97 937 54~~ 90,005.90	80,200 00	(17 737 54) LT	9 760 00	12 16
Next Dividend Payable 01/2017 Asset Class Equities									
FIRST TRUST DJ INTERNET IDX (FDN)	3/12/14	800 000	63 839	79 830	51,070 93	63 864 00	12 793 07 LT		
	11/11/15	1 300 000	77 200	79 830	100 359 86	103,779 00	3 419 14 LT		
	Total	2 100 000			151 430 79	167,643 00	16 212 21 LT	—	—
Next Dividend Payable 03/2017 Asset Class Equities									
FIRST TRUST MTRLS ALPHADEX ETF (FXZ)	3/12/14	1,500 000	33 521	35 830	50 281 27	53,745 00	3 463 73 LT	638 00	1 18
Next Dividend Payable 03/2017 Asset Class Equities									
FIRST TRUST TECH ALPHA ETF (FXL)	3/12/14	1 600 000	31 617	37 900	50 586 85	60,640 00	10 053 15 LT	682 00	1 12
Next Dividend Payable 03/2017 Asset Class Equities									
ISHARES S&P US PFD STK IDX FD (PFF)	8/15/12	1 000 000	40 003	37 210	40 003 07	37,210 00	(2,793 07) LT		
	2/13/13	2 000 000	40 503	37 210	81,006 88	74 420 00	(6 586 88) LT		
	Total	3 000 000			121 009 95	111,630 00	(9 379 95) LT	6 534 00	5 85

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O L HALSELL FOUNDATION
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INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
Next Dividend Payable 01/2017 Asset Class FI & Pref									
MATERIALS SEL SECT SPDR FD (XLB)	3/12/14	1 000 000	47 764	49 700	47 764 43	49 700 00	1 935 57 LT		
	2/11/15	1 000 000	50 884	49 700	50 884 01	49 700 00	(1 184 01) LT		
	Total	2 000 000			98 648 44	99,400 00	751 56 LT	1 938 00	1 94
Next Dividend Payable 03/2017 Asset Class Equities									
MFS INTERMEDIATE INCOME TR SBI (MIN)	2/19/92	6 000 000	6 470	4 440	~~38 821 85~~ [illegible]	26 640 00	(12 181 85) LT R	2 507 00	9 39
Next Dividend Payable 01/2017 Asset Class FI & Pref									
NUVEEN MORTGAGE OPPORTUNITY (JLS)	7/20/16	3 700 000	23 704	24 070	87 703 48	89 059 00	1 355 52 ST		
	7/21/16	6 300 000	23 542	24 070	148 314 17	151 641 00	3 326 83 ST		
	Total	10 000 000			236 017 65	240 700 00	4 682 35 ST	13 620 00	5 65
Next Dividend Payable 01/2017 Asset Class FI & Pref									
PWRSHS DB MULTI-SEC OIL FD (DBO)	2/11/15	5 000 000	14 540	9 680	72 699 01	48 400 00	(24 299 01) LT	--	--
Asset Class Alt									
SPDR BBG BARCLAYS CONVERTISEC (CWB)	9/15/10	1 000 000	39 251	45 650	39 251 00	45 650 00	6 399 00 LT		
	8/14/13	1 000 000	45 393	45 650	45 393 01	45 650 00	256 99 LT		
	Total	2 000 000			84 644 01	91,300 00	6 655 99 LT	1 702 00	4 66
Next Dividend Payable 01/06/17 Asset Class Equities									
SPDR EURO STOXX 50 ETF (FEZ)	5/10/05	1 200 000	39 337	33 460	47 203 82	40 152 00	(7 051 82) LT		
	1/9/13	1 300 000	34 575	33 460	44 947 50	43 498 00	(1 449 50) LT		
	Total	2 500 000			92 151 32	83 650 00	(8 501 32) LT	2 808 00	3 35
Next Dividend Payable 03/2017 Asset Class Equities									
TORTOISE ENERGY INFRA (TYG)	6/10/09	2 248 000	22 737	30 690	~~51 113 67~~ [illegible]	68 991 12	17 877 45 LT R	5 890 00	8 53
Next Dividend Payable 02/2017 Asset Class Alt									
VANGUARD FTSE EUROPE ETF (VGK)	5/6/15	3 550 000	56 552	47 940	200 760 76	170,187 00	(30 573 76) LT	5 989 00	3 51
Next Dividend Payable 03/2017 Asset Class Equities									
VANGUARD INFO TECH ETF (VGT)	11/11/15	2 250 000	111 693	121 500	251 310 06	273 375 00	22 064 94 LT	3 584 00	1 31
Next Dividend Payable 03/2017 Asset Class Equities									
WISDOMTREE EUROPE HEDGED EQUIT (HEDJ)	4/16/15	2 200 000	68 386	57 400	150 449 42	126 280 00	(24 169 42) LT		
	5/6/15	1 550 000	63 929	57 400	99 089 23	88 970 00	(10 119 23) LT		
	Total	3 750 000			249 538 65	215 250 00	(34 288 65) LT	5 888 00	2 73
Next Dividend Payable 03/2017 Asset Class Equities									

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	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
EXCHANGE-TRADED & CLOSED-END FUNDS	8 05%	~~$2 130 153 00~~ [illegible]	$2 134,726 65	$(8,108 70) LT 4,682 35 ST	$91 366 00	4 28%

MUNICIPAL BONDS

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
CALIFORNIA ST GENL OBLIG	11/19 10	50 000 000	$100 137	$112 688	$50 068 50			$2 800 00	4 96
Coupon Rate 5 600% Matures 11/01/2020 CUSIP 13063BJD5			$100 062		$50 030 96	$56,344 00	$6 313 04 LT	$466 66	
Int Semi Annually May/Nov 01 Yield to Maturity 2 13 [illegible] to Federal Tax Mood AA3 S&P AA- Issued 12/01/10 Asset Class FI & Pref									
CALIFORNIA ST GENL OBLIG BUILD AMERICA BOND	[illegible]	50 000 000	100 202	118 932	50 101 00			3 850 00	6 47
Coupon Rate 7 70% Matures [illegible] CUSIP [illegible]			100 [illegible]		50 [illegible] 14	59 466 00	[illegible] 85 LT	[illegible] 66	
Int Semi Annually May/Nov 01 Callable $100 00 on 11/01/20 Yield to Call 2 490 Subject to Federal Tax Mood AA3 S&P AA- Issued 12/01/10 Asset Class FI & Pref									

	Percentage of Holdings	Face Value	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income / Accrued Interest	Current Yield %
MUNICIPAL BONDS		100,000 000	$100,169 50 $100 115 10	$115,810 00	$15 694 90 LT	$6,650 00 $1 108 32	5 74%
TOTAL MUNICIPAL BONDS (includes accrued interest)	0 44%			$116 918 32			

CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income / Accrued Interest	Current Yield %
FIFTH THIRD BANCORP	[illegible] 08	50 000 000	[illegible]	[illegible]	[illegible] 401 53			[illegible]	2 72
Coupon Rate [illegible] Matures [illegible] CUSIP [illegible]			[illegible]		[illegible] 401 53	$50,068 50	[illegible] LT	[illegible] 52	
Int Semi Annually [illegible] Yield to Maturity 1 8[illegible] Mood BAA1 S&P BBB Issued 12/20/06 Asset Class FI & Pref									
GOLDMAN SACHS GROUP INC	6/12 07	100 000 000	97 678	100 122	97 678 25			2 813 00	2 80
Coupon Rate 5 625% Matures 01 15 2017 CUSIP 38141GEU4			97 638		97 638 25	100,122 00	2 483 75 LT	2 593 74	
Int Semi Annually Jan/Jul 15 Yield to Maturity 2 422% Mood BAA2 S&P BBB- Issued 01/10/07 Asset Class FI & Pref									
SAFEWAY INC	8/15 12	100 000 000	101 948	101 250	101 948 00			5 000 00	4 93
Coupon Rate 5 000% Matures 08/15/2019 CUSIP 786514BR9			100 805		100 805 34	101 250 00	444 66 LT	1 888 88	
Int Semi-Annually Feb/Aug 15 Yield to Maturity 4 137% Mood B3 S&P B Issued 08/07/09 Asset Class FI & Pref									

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O L HALSELL FOUNDATION
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Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
MORGAN STANLEY	2/17/10	50 000 000	98 728	108 113	49 363 75				
Coupon Rate 5 500% Matures 01/26/2020 CUSIP 61747YCM5			98 728		49 363 75	54 206 50	4 842 75 LT		
	5/6/10	50 000 000	97 926	108 413	48 963 00				
			97 926		48 963 00	54 206 50	5 243 50 LT		
	Total	100 000 000			98 326 75			5 500 00	5 07
					98 326 75	**108,413 00**	10,086 25 LT	2 368 05	
Int Semi-Annually Jan/Jul 26 Yield to Maturity 2 628% Moody A3 S&P BBB+ Issued 01/26/10 Asset Class FI & Pref									
GOLDMAN SACHS GROUP INC	5/6/10	50 000 000	95 045	108 499	47 522 50			2 688 00	4 95
Coupon Rate 5 375% Matures 03/15/2020 CUSIP 38141EA58			95 045		47 522 50	**54,249 50**	6 727 00 LT	791 31	
Int Semi-Annually Mar/Sep 15 Yield to Maturity 2 593%, Moody A3 S&P BBB+ Issued 03/08/10 Asset Class FI & Pref									
BANK OF AMERICA CORP	8/17/11	50 000 000	100 610	109 955	50 305 00			2 813 00	5 11
Coupon Rate 5 625% Matures 07/01/2020 CUSIP 06051GLC9			100 610		50 305 00	**54,977 50**	4 672 50 LT	1 406 25	
Int Semi-Annually Jan/Jul 01 Yield to Maturity 2 629%, Moody BAA1 S&P BBB-, Issued 06/22/10 Asset Class FI & Pref									
ALCOA INC	10/12/11	50 000 000	100 955	108 750	50 477 50			3 075 00	5 65
Coupon Rate 6 150% Matures 08/15/2020 CUSIP 013817AU5			100 453		50 226 31	**54,375 00**	4 148 69 LT	1 161 66	
Int Semi-Annually Feb/Aug 15, Yield to Maturity 3 553% Moody BA2 S&P BBB Issued 08/03/10 Asset Class FI & Pref									
NABORS INDUSTRIES, INC	3/11/15	100 000 000	100 487	102 750	100 481 50			5 000 00	4 86
Coupon Rate 5 000% Matures 09/15/2020 CUSIP 629568AV8			100 338		100 338 28	**102,750 00**	2 411 72 LT	1 472 22	
Int Semi-Annually Mar/Sep 15 Yield to Maturity 4 189% Moody BA2 S&P BBB Issued 09/14/10, Asset Class FI & Pref									
BARCLAYS BANK PLC	6/15/11	50 000 000	98 387	105 611	49 193 50			2 570 00	4 86
Coupon Rate 5 140%, Matures 10/14/2020 CUSIP 06739GBP3			98 387		49 193 50	**52,805 50**	3 612 00 LT	549 69	
Int Semi-Annually Apr/Oct 14 Yield to Maturity 3 542% Moody BAA3 S&P BBB- Issued 10/14/10, Asset Class FI & Pref									
TRANSOCEAN INC	10/14/14	100 000 000	104 768	99 750	104 767 50			6 500 00	6 51
Coupon Rate 6 500% Matures 11/15/2020 CUSIP 893830AY5			103 217		103 216 71	**99,750 00**	(3 466 71) LT	830 55	
Int Semi-Annually May/Nov 15, Yield to Maturity 6 571%, Moody CAA1 S&P BB-, Issued 09/21/10, Asset Class FI & Pref									
GOLDMAN SACHS GROUP INC	4/3/12	100,000 000	99 597	109 599	99 596 70			5 250 00	4 79
Coupon Rate 5 250% Matures 07/27/2021 CUSIP 38141GGQ1			99 597		99 596 70	**109,599 00**	10 002 30 LT	2 245 83	
Int Semi-Annually Jan/Jul 27, Yield to Maturity 2 988%, Moody A3 S&P BBB+, Issued 07/27/11 Asset Class FI & Pref									
SAFEWAY INC	8/15/12	100 000 000	98 230	95 750	98 229 50			4 750 00	4 96
Coupon Rate 4 750% Matures 12/01/2021 CUSIP 786514BU2			98 230		98 229 50	**95,750 00**	(2 479 50) LT	395 83	
Int Semi-Annually Jun/Dec 01 Yield to Maturity 5 754% Moody B3 S&P B Issued 12/05/11 Asset Class FI & Pref									
GENERAL ELEC CAP CORP	1/13/10	100 000 000	100 000	110 738	100 000 00			5 450 00	4 92
Coupon Rate 5 450% Matures 01/15/2022, CUSIP 36966R5K8			100 000		100 000 00	**110,738 00**	10 738 00 LT	2 513 05	
Int Semi-Annually Jan/Jul 15 Yield to Maturity 3 130% Moody A1 S&P AA-, Issued 01/21/10, Asset Class FI & Pref									
ONEOK PARTNERS LP	6/10/15	150 000 000	100 155	107 262	150 231 80			7 350 00	4 56
Coupon Rate 4 900% Matures 03/15/2025 CUSIP 68268NAP8			100 135		150 201 89	**160,893 00**	10 691 11 LT	2 164 16	
Int Semi Annually Mar/Sep 15, Callable $100 00 on 12/15/24 Yield to Call 3 832%, Moody BAA2 S&P BBB Issued 03/20/15 Asset Class FI & Pref									

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Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
CITIGROUP INC	5/11/11	50 000 000	99 245	111 701	49 622 50			2 938 00	5 26
Coupon Rate 5 875% Matures 02/22/2033 CUSIP 172967BU4			99 245		49 622 50	**55,850 50**	6 228 00 LT	1 052 60	
Int Semi-Annually Feb/Aug 22, Yield to Maturity 4 823% Moody BAA3 S&P BBB Issued 02/19/03 Asset Class FI & Pref									
BED BATH & BEYOND INC	9/17/15	100 000 000	97 860	100 053	97 860 10			4 915 00	4 91
Coupon Rate 4 915% Matures 08/01/2034 CUSIP 075896AB6			97 860		97 860 10	**100,053 00**	2 192 90 LT	2 047 91	
Int Semi Annually Feb/Aug 01 Callable $100 00 on 02/01/34 Yield to Call 4 910% Moody BAA1 S&P BBB+, Issued 07/17/14 Asset Class FI & Pref									
AT&T INC	8/13/15	100 000 000	111 045	108 800	111 045 08			6 150 00	5 65
Coupon Rate 6 150% Matures 09/15/2034 CUSIP 78387GAQ6			110 562		110 561 72	**108,800,00**	(1 761 72) LT	1 810 83	
Int Semi Annually Mar/Sep 15, Yield to Maturity 5 373% Moody BAA1 ( ) S&P BBB+ ( ) Issued 11/03/04, Asset Class FI & Pref									
BELLSOUTH CORP	8/13/15	100 000 000	107 274	103 814	107 274 10			6 000 00	5 77
Coupon Rate 6 000% Matures 11/15/2034 CUSIP 079860AK8			106 965		106 965 10	**103,814 00**	(3 151 10) LT	766 66	
Int Semi Annually May/Nov 15 Yield to Maturity 5 657% S&P BBB+ (-) Issued 11/15/04, Asset Class FI & Pref									
KINDER MORGAN INC/DELAWA	7/16/15	100,000 000	94 878	101 485	94 877 60			5 300 00	5 22
Coupon Rate 5 300% Matures 12/01/2034 CUSIP 49456BAG6			94 878		94 877 60	**101 485 00**	6 607 40 LT	441 66	
Int Semi Annually Jun/Dec 01 Callable $100 00 on 06/01/34, Yield to Call 5 169% Moody BAA3 S&P BBB , Issued 11/26/14 Asset Class FI & Pref									
INTERNATIONAL PAPER CO	6/10/15	150 000 000	99 347	105 657	149 020 55			7 500 00	4 73
Coupon Rate 5 000% Matures 09/15/2035 CUSIP 460146CM3			99 347		149 020 55	**158,485.50**	9 464 95 LT	2 208 33	
Int Semi Annually Mar/Sep 15, Callable $100 00 on 03/15/35 Yield to Call 4 540%, Moody BAA2 S&P BBB Issued 05/26/15, Asset Class FI & Pref									
WESTERN UNION CO	7/16/15	100 000 000	100 812	104 281	100 811 72			6,200 00	5 94
Coupon Rate 6 200%, Matures 11/17/2036 CUSIP 959802AH2			100 783		100 783 47	**104,281 00**	3 497 53 LT	757 77	
Int Semi Annually May/Nov 17 Yield to Maturity 5 833%, Moody BAA2 S&P BBB Issued 11/17/06 Asset Class FI & Pref									
ALCOA INC	5/13/14	70 000 000	99 869	97 275	69 908 50				
Coupon Rate 5 950% Matures 02/01/2037 CUSIP 013817AK7			99 869		69 908 50	68 092 50	(1 816 00) LT		
	6/4/14	30 000 000	99 882	97 275	29 964 50				
			99 882		29 964 50	29 182 50	(782 00) LT		
	Total	100,000 000			99 873 00			5 950 00	6 11
					99 873 00	**97,275 00**	(2 598 00) LT	2 479 16	
Int Semi Annually Feb/Aug 01, Yield to Maturity 6 188% Moody BA2 S&P BBB- Issued 01/25/07 Asset Class FI & Pref									
SONOCO PRODUCTS COMPANY	11/12/15	100 000 000	106 317	111 947	106 316 71			5 750 00	5 13
Coupon Rate 5 750% Matures 11/01/2040 CUSIP 835495AJ1			106 174		106 174 26	**111,947 00**	5 772 74 LT	958 33	
Int Semi Annually May/Nov 01, Callable $100 00 on 05/01/40 Yield to Call 4 886% Moody BAA2 S&P BBB+, Issued 11/01/10 Asset Class FI & Pref									
CORPORATE BONDS		**2,100,000 000**			**$2,112,821.39**			**$110,825 00**	**5 04%**
					$2,108,740.56	**$2,197,732 00**	**$88,991 44 LT**	**$34,160 99**	

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FIXED-RATE CAPITAL SECURITIES

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income / Accrued Interest	Current Yield %
TENN VALLEY AUTH (TVC)	1/10/01	3 500 000	$24 563	$24 760	$85 802 96				
Coupon Rate 3 550% Matures 06/01/2028			$24 563		$85 802 96	$86 660 00	$857 04 LT		
	1/10/01	500 000	24 500	24 760	12 278 75				
			24 500		12 278 75	12 380 00	151 25 LT		
	8/12/03	2 000 000	25 870	24 760	51 562 18				
			25 870		51 562 18	49 520 00	(2 042 18) LT		
	Total	6 000 000			149 593 89			5 325 00	3 58
					149 593 89	**148,560 00**	(1 033 89) LT		
Interest Paid Quarterly Sep 01 Floater Moody AAA S&P AA+ Asset Class FI & Pref									
TENN VALLEY PUTABLE AUTOMATIC RATE RESET (TVE)	2/13/01	2 000 000	24 500	24 550	49 326 38				
Coupon Rate 3 360% Matures 05/01/2029			24 500		49 326 38	49 100 00	(226 38) LT		
	8/12/03	4 000 000	26 000	24 550	104 523 12				
			26 000		104 523 12	98 200 00	(6 323 12) LT		
	Total	6 000 000			153 849 50			5 040 00	3 42
					153 849 50	**147,300 00**	(6 549 50) LT		
Interest Paid Quarterly Aug 01 Floater Moody AAA S&P AA+ Asset Class FI & Pref									
FIXED-RATE CAPITAL SECURITIES		—			**$303 443 39**			**$10 365 00**	**3 50%**
					$303 443 39	**$295 860 00**	**$(7,583 39) LT**	**$0 00**	

	Percentage of Holdings	Face Value	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income / Accrued Interest	Current Yield
CORPORATE FIXED INCOME		—	**$2 416 264 78**			**$121,190 00**	**4 86%**
			$2 412,183 95	**$2,493,592 00**	**$81 408 05 LT**	**$34,160 99**	

TOTAL CORPORATE FIXED INCOME (includes accrued interest)	**9 53%**			**$2 527 752 99**			

GOVERNMENT SECURITIES

FEDERAL AGENCIES

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income / Accrued Interest	Current Yield %
GOVERNMENT NATIONAL MTG ASSN II MULTIP 000000889	—	100 000 000	—	$107 000	Please Provide			$1 00	15 10
Coupon Rate 10 000% Matures 12/20/2017 CUSIP 36202AJA9			—		Please Provide	**$6 62**	N/A	$0 05	
Interest Paid Monthly Dec 01 Factor 00006190 Issued 12/01 87 Current Face 6 190 Asset Class FI & Pref									

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Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
GOVERNMENT NATIONAL MTG ASSN POOL 305629	4 9 91	100,000 000	100 000	100 390	100 000 00			25 00	8 43
Coupon Rate 8 500 % Matures 04 15 2021 CUSIP 362 [illegible]			100 000		295 34	296 49	1 15 LT	2 09	
Interest Paid Monthly Apr 01 Factor 00295342 Issued 04/01/91 Current Face 295 342 Asset Class FI & Pref									
GOVERNMENT NATIONAL MTG ASSN POOL 001761	8 10 91	100,000 000	99 750	109 741	99 611 23			11 00	7 20
Coupon Rate 8 000 % Matures 05 20 2021 CUSIP [illegible]			99 750		138 84	152 74	13 90 LT	[illegible]	
Interest Paid Monthly Jun 01 Factor 00139191 Issued 05/01/91 Current Face 139 191 Asset Class FI & Pref									

	Percentage of Holdings	Face Value	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income / Accrued Interest	Current Yield %
GOVERNMENT SECURITIES		300,000 000	$199 611 23			$37 00	8 12%
			$434 18	$455 85	$15 05 LT	$3 06	
TOTAL GOVERNMENT SECURITIES (includes accrued interest)	0 00%			$458 91			

MUTUAL FUNDS

[illegible] including reinvested [illegible] with the current value of the mutual fund [illegible]

Cumulative Cash Distributions [illegible] held in the account [illegible] distributions received in cash [illegible] investments made prior to [illegible] information on this statement [illegible] timing of the last distribution [illegible] in your account

[illegible]

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income	Current Yield
BLACKROCK EUROFUND I (MAEFX)	5 10 05	2 472 846	$19 837	$12 830	$49 053 49	$31,726 61	$(17 326 88) LT	$737 00	2 32
Total Purchases vs Market Value					49 053 49	31 726 61			
Cumulative Cash Distributions						4 336 93			
Net Value Increase/(Decrease)						[illegible]			
Dividend Cash Capital Gains Cash Asset Class Equities									

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain (Loss)	Est Ann Income	Current Yield
MUTUAL FUNDS	0 12%	$49 053 49	$31,726 61	$(17,326 88) LT	$737 00	2 32%

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	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
TOTAL MARKET VALUE		~~$14,118,459 22~~ 14,050,193.97	$26,496,114 68	$6,044,769 34 LT $43,125 24 ST	$671,986 35 $35,272 37	2 53%
TOTAL VALUE (includes accrued interest)	100 00%		$26,531,387 05			

? You or a third party, have provided the transaction details for this position

C - This tax lot received a return of capital, which is a return of some or all of your investment in the security. A return of capital reduces your basis in the security and is not taxed until your basis in the security is fully recovered

R The cost basis for this tax lot was adjusted due to a reclassification of income

Unrealized Gain/(Loss) totals only reflect positions that have both cost basis and market value information available. Cash, MMF, Deposits and positions stating 'Please Provide' or 'Pending Corporate Actions' are not included

ALLOCATION OF ASSETS (^includes accrued interest)

	Cash	Equities	Fixed Income & Preferred Securities	Alternatives	Annuities & Insurance	Structured Investments	Other
Cash BDP MMFs	$6 289 754 23	—	—	—	—	—	—
Stocks	—	$14 402 339 62	$202 480 00	$825 229 72	—	—	—
ETFs & CEFs	—	1 318 865 53	474,550 00	341 311 12	—	—	—
Municipal Bonds ^	—	—	116 918 32	—	—	—	—
Corporate Fixed Income ^	—	—	2 527 752 99	—	—	—	—
Government Securities ^	—	—	458 91	—	—	—	
Mutual Funds	—	31 726 61	—	—	—	—	—
TOTAL ALLOCATION OF ASSETS ^	$6,289,754 23	$15,752,931.76	$3,322,160 22	$1,166,540.84	—	—	—

ACTIVITY

CASH FLOW ACTIVITY BY DATE

Activity Date	Settlement Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
12/1		Dividend	NUVEEN MORTGAGE OPPORTUNITY				$1 135 .0
12/1		Dividend	MSILF GOVT SEC PART DIV PAYMENT				133 49
12/1		Interest Income	KINDER MORGAN INC 5300 *34DE01	CUSIP 49456BAG6			2 650 00
12/1		Interest Income	SAFEWAY INC 4750 21DE01	CUSIP 786514BL2			2 375 00
12/1		Interest Income	TENN VALLEY AUTH 3550 28 N	CUSIP 880591300			1 331 22
12/1		Qualified Dividend	PFIZER INC				2 982 [illegible]
12/1		Qualified Dividend	PHILLIPS 66 COM				1 890 [illegible]
12/1		Qualified Dividend	WELLS FARGO & CO NEW				1,520 [illegible]