EXTENDED TO NOVEMBER 15, 2017

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 separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation

JAMES AND SALLY ZUKERKORN FOUNDATION

A Employer identification number: 99-6005323

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

737 BISHOP STREET, SUITE 2990

B Telephone number: 808-524-8099

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

HONOLULU, HI 96813

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)* ▶$ 3,448,152.

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))	(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			N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	111,781.	106,471.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	33,664.			
b Gross sales price for all assets on line 6a 442,078.				
7 Capital gain net income (from Part IV, line 2)		33,664.		
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)				
11 Other income				
12 **Total.** Add lines 1 through 11	145,445.	140,135.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	46,280.	3,240.		43,040.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	3,770.	0.		3,770.
c Other professional fees				
17 Interest				
18 Taxes STMT 3	2,239.	642.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	1,961.	407.		1,554.
24 **Total operating and administrative expenses.** Add lines 13 through 23	54,250.	4,289.		48,364.
25 Contributions, gifts, grants paid	112,925.			112,925.
26 **Total expenses and disbursements.** Add lines 24 and 25	167,175.	4,289.		161,289.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<21,730.>			
b **Net investment income** (if negative, enter -0-)		135,846.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		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	80,316.	949.	14,311.
	2 Savings and temporary cash investments	436,246.	303,727.	303,727.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 5	394,497.	516,738.	520,461.
	b Investments - corporate stock STMT 6	894,847.	900,824.	1,758,776.
	c Investments - corporate bonds STMT 7	437,708.	499,840.	508,352.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	203,329.	203,135.	342,525.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,446,943.	2,425,213.	3,448,152.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,940,000.	1,940,000.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	506,943.	485,213.	
	30 **Total net assets or fund balances**	2,446,943.	2,425,213.	
	31 **Total liabilities and net assets/fund balances**	2,446,943.	2,425,213.	

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	2,446,943.
2	Enter amount from Part I, line 27a	2	<21,730.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,425,213.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,425,213.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	100,000 ANHEUSER BUSCH 1.125	P	01/14/16	12/09/16
b	150,000 FED HOME LOAN BK	P	04/14/16	10/14/16
c	100,000 FED FARM CREDIT CALLED	P	01/14/15	02/17/16
d	412 VERIZON COMMUNICATN	P	VARIOUS	11/23/16
e	2 SHS VERIZON COMMUNICATN	P	VARIOUS	11/23/16

	(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	100,098.		99,895.	198.
b	150,000.		150,000.	0.
c	100,000.		100,000.	0.
d	20,736.		19,666.	1,070.
e	71,244.		38,848.	32,396.

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				198.
b				0.
c				0.
d				1,070.
e				32,396.

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	33,664.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	198,375.	3,342,259.	.059354
2014	138,061.	3,345,323.	.041270
2013	143,669.	3,217,936.	.044646
2012	126,621.	3,053,723.	.041464
2011	97,074.	2,853,397.	.034021

2 **Total** of line 1, column (d)	2	.220755
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	.044151
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,375,654.
5 Multiply line 4 by line 3	5	149,038.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,358.
7 Add lines 5 and 6	7	150,396.
8 Enter qualifying distributions from Part XII, line 4	8	161,289.

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	1,358.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	1,358.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,358.
6 Credits/Payments:				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,600.		
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	1,600.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	2.
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	240.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶		240. **Refunded** ▶	11	0.

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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ HI			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ ELLIOT H. LODEN, ESQ. Telephone no. ▶ 808-524-8099			
	Located at ▶ 737 BISHOP ST., SUITE 2990, HONOLULU, HI ZIP+4 ▶ 96813			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
			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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.			
	▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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)? N/A | 5b |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X
If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERBERT M. ZUKERKORN 11335 N. CHERRY SAGE AVENUE FRESNO, CA 93730	CHAIRMAN 2.00	4,000.	0.	0.
MARILYN ZUKERKORN 2426 SW 20TH COURT OCALA, FL 34471-7735	SECRETARY 0.25	4,000.	0.	0.
SARA YBARRA 3640 SW 26TH AVENUE OCALA, FL 34471	DIRECTOR 0.25	5,000.	0.	0.
ELLIOT H. LODEN, ESQ. 737 BISHOP ST, SUITE 2990 HONOLULU, HI 96813	DIRECTOR/TRUSTEE 10.00	33,280.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. 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 ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	3,104,468.
b	Average of monthly cash balances			1b	322,592.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	3,427,060.
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	0.
3	Subtract line 2 from line 1d			3	3,427,060.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	51,406.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	3,375,654.
6	**Minimum investment return.** Enter 5% of line 5			6	168,783.

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	168,783.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,358.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,358.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	167,425.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	167,425.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	167,425.

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	161,289.
b	Program-related investments - total from Part IX-B	1b	0.
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	161,289.
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	5	1,358.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	159,931.

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.

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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				167,425.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			161,000.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 161,289.				
a Applied to 2015, but not more than line 2a			161,000.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				289.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				167,136.
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN COMMITTEE FOR THE WEIZMANN UNIV INSTITUTE 1762 WESTWOOD BLVD, STE 410 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
AMERICAN HEART ASSOCIATION 677 ALA MOANA BLVD STE 600 HONOLULU, HI 96813	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	250.
AMERICAN SOCIETY FOR YAD VASHEM FOUNDATION PO BOX 170305 MILWAUKEE, WI 53217	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
ANTI-DEFAMATION LEAGUE PO BOX 96226 WASHINGTON, DC 20090	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
BEN-GURION UNIVERSITY OF THE NEGEV 1880 CENTURY PARK EASE STE 612 LOS ANGELES, CA 90067	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
Total SEE CONTINUATION SHEET(S)			▶ 3a	112,925.
b Approved for future payment NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	111,781.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	33,664.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		145,445.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 145,445.

(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).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

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

▶ X Elliot H Zorken — Signature of officer or trustee | X 8/7/17 — Date | ▶ X Director/Trustee — 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
JEFFERY M. LOFF, CPA	Jeffery Loff	07/31/17		P01705021
Firm's name ▶ DURYEA INGRAHAM LOFF CPAS			Firm's EIN ▶ 81-3873904	
Firm's address ▶ 1188 BISHOP STREET, SUITE 2208 HONOLULU, HI 96813			Phone no. 808-526-1990	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BISHOP MUSEUM 1525 BERNICE ST HONOLULU, HI 96817	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
BOYS AND GIRLS CLUB OF HAWAII 1523 KALAKAUA AVE SUITE 202 HONOLULU, HI 96826	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
CAMP JCA SHALOM 34342 MULHOLLAND HWY MALIBU, CA 90265	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	2,000.
CREIGHTON UNIVERSITY 2500 CALIFORNIA PLAZA OMAHA, NE 68178	NONE	PUBLIC EDUC INSTITUTION	UNRESTRICTED GIFT	10,000.
DEATH WITH DIGNITY 520 SW 6TH AVE STE 1220 PORTLAND, OR 97204	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
DIAMOND HEAD THEATRE 520 MAKAPUU AVE HONOLULU, HI 96816	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
GIRL SCOUNTS OF HAWAII 410 ATKINSON DR, STE 2E1 HONOLULU, HI 96814	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
GLAUCOMA RESEARCH FOUNDATION 251 POST STREET SUITE 600 SAN FRANCISCO, CA 94108	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
HADASSAH ORGANIZATION AND HOSPITAL 4200 BISCAYNE BLVD MIAMI, FL 33137	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	2,500.
HANAHAUOLI SCHOOL 1922 MAKIKI ST HONOLULU, HI 96822	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	5,000.
Total from continuation sheets				112,275.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HAWAII CHILDREN'S DISCOVERY CENTER 111 OHE STREET HONOLULU, HI 96813	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
HAWAII FOODBANK 2611 KILIHAU ST HONOLULU, HI 96819	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	1,000.
HAWAII PUBLIC RADIO 738 KAHEKA ST, SUITE 101 HONOLULU, HI 96814	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	1,000.
HAWAII ROTARY GLOBAL PROJECT PO BOX 3325 HONOLULU, HI 96801	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	2,000.
HEBREW ACADEMY OF CLEVELAND 1975 LYNDWAY ROAD CLEVELAND, OH 44421	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
HONOLULU ZOO SOCIETY 151 KAPAHULU AVE HONOLULU, HI 96815	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	55.
HUGS HAWAII FOUNDATION 3636 KILAUEA AVE HONOLULU, HI 96816	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	250.
ISRAEL TENNIS CENTERS FOUNDATION 57 WEST 38TH ST, SUITE 605 NEW YORK, NY 10018	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
KAPIOLANI HEALTH FOUNDATION 55 MERCHANT ST, SUITE 2600 HONOLULU, HI 96813	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	5,100.
KAPIOLANI PARK PRESERVATION SOCIETY PO BOX 3059 HONOLULU, HI 96802	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LA PIETRA HAWAII SCHOOL FOR GIRLS 2933 PONI MOI ROAD HONOLULU, HI 96815	NONE	PUBLIC EDUC INSTITUTION	UNRESTRICTED GIFT	10,000.
LEEWARD COMMUNITY COLLEGE 96-045 ALA IKE ST PEARL CITY, HI 96782	NONE	PUBLIC EDUC INSTITUTION	UNRESTRICTED GIFF	1,700.
MANOA HERITAGE CENTER 2859 MANOA ROAD HONOLULU, HI 96822	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	800.
MARCH OF DIMES 1580 MAKALOA ST STE 1200 HONOLULU, HI 96814	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	5,000.
MEMORIAL SLOAN KETTERING CANCER CENTER PO BOX 5028 HAGERSTOWN, MD 21741	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	300.
MOTHERS AGAINST DRUNK DRIVING HAWAII 745 FORT STREET SUITE 303 HONOLULU, HI 96813	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	1,000.
NOGALES TEMPLE EMANU-EL 959 N BEJARANO ST NOGALES, AZ 85621	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	1,000.
OCALA ROYAL DAMES PO BOX 6163 OCALA, FL 34478	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
OCALA SYMPHONY ORCHESTRA 820 SE KING ST OCALA, FL 34471	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	250.
OUTDOOR CIRCLE 1314 S. KING ST, SUITE 306 HONOLULU, HI 96814	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	50.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PACIFIC AVIATION MUSEUM 319 LEXINGTON BLVD HONOLULU, HI 96818	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	3,100.
PBS HAWAII PO BOX 11599 HONOLULU, HI 96828	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	365.
PLANNED PARENTHOOD VOTES HAWAII PO BOX 21544 SEATTLE, WA 98111	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT UNRESTRICTED GIFT	250.
POSITIVE COACHING ALLIANCE 222 MERCHANT ST HONOLULU, HI 96813	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	200.
PUNAHOU SCHOOL 1601 PUNAHOU ST HONOLULU, HI 96822	NONE	PUBLIC EDUC INSTITUTION	UNRESTRICTED GIFT	250.
RONALD MCDONALD HOUSE CHARITIES OF HI 1970 JUDD HILLSIDE RD HONOLULU, HI 96822	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	225.
ROTARY CLUB OF DOWNTOWN HONOLULU 2255 KUHIO AVE HONOLULU, HI 96815	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	3,800.
SAN DIEGO JEWISH ACADEMY 11860 CARMEL CREEK ROAD SAN DIEGO, CA 92130	NONE	PUBLIC EDUC INSTITUTION	UNRESTRICTED GIFT	20,500.
TEL AVIV UNIVERSITY 11766 WILSHIRE BLVD, SUITE 1110 LOS ANGELES, HI 90025	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	1,000.
TEMPLE BETH SHALOM 1109 NE 8TH AVE OCALA, FL 34470	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	2,380.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
TEMPLE EMANU-EL 2550 PALI HIGHWAY HONOLULU, HI 96817	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	13,000.
TOURO UNIVERSITY 874 AMERICAN PACIFIC DR HENDERSON, NV 89014	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	3,600.
UNIV OF ARIZONA FOUNDATION/SARVER HEART CENTER PO BOX 245046 TUCSON, AZ 85724	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
UNIVERSITY OF HAWAII FOUNDATION 1337 LOWER CAMPUS ROAD HONOLULU, HI 96822	NONE	PUBLIC EDUC INSTITUTION	UNRESTRICTED GIFT	13,300.
US TOO INTERNATIONAL PROSTATE CANCER EDUC 5003 FAIRVIEW AVE DOWNERS GROVE, IL 60515	NONE	PUBLIC CHARITABLE ORGANIZATION	UNRESTRICTED GIFT	100.
Total from continuation sheets				

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB & CO DIVIDENDS	82,773.	0.	82,773.	82,773.	
CHARLES SCHWAB CORP BOND INTEREST	23,698.	0.	23,698.	23,698.	
CHARLES SCHWAB TX EXEMPT INTEREST	5,310.	0.	5,310.	0.	
TO PART I, LINE 4	111,781.	0.	111,781.	106,471.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	3,770.	0.		3,770.
TO FORM 990-PF, PG 1, LN 16B	3,770.	0.		3,770.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2016 FORM 990-PF EST PMTS	1,597.	0.		0.
FOREIGN TAX PD PER CHARLES SCHWAB	642.	642.		0.
TO FORM 990-PF, PG 1, LN 18	2,239.	642.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING	1,500.	0.		1,500.
MISC OFFICE	54.	0.		54.
INVESTMENT SUBSCRIPTIONS	378.	378.		0.
ADR FEES PER SCHWAB	29.	29.		0.
TO FORM 990-PF, PG 1, LN 23	1,961.	407.		1,554.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
HONOLULU HI 5.996% 07/01/30		X	49,966.	55,279.
HONOLULU HI 6.478% 12/01/35		X	10,175.	11,336.
METROPOLITAN ST 6.406% 09/01/35		X	49,845.	56,381.
DISTRICT COLUMBIA 5.741% OCT 01 2019		X	25,090.	25,738.
HONOLULU HI 4.55% 09/01/34		X	73,058.	75,641.
SAN JOSE CALIF 6.45% DUE 03/01/32		X	26,398.	28,566.
HAWAII DEPT BUDGET FIN 5% 07/01/28		X	9,978.	11,262.
MAUI CNTY HI 3.25% 06/01/32		X	49,988.	49,223.
FEDERAL FARM CREDIT 3% 4/21/25	X		0.	0.
FEDERAL FARM CR 3.04% AT 3/28/17	X		99,834.	99,287.
HONOLULU HI 3% 10/01/41		X	122,406.	107,748.
TOTAL U.S. GOVERNMENT OBLIGATIONS			99,834.	99,287.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			416,904.	421,174.
TOTAL TO FORM 990-PF, PART II, LINE 10A			516,738.	520,461.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1,700 SHS AT&T NEW	39,333.	72,301.
2,250 SHS ALTRIA GROUP	34,648.	152,145.
1300 SHS CHEVRON CORP	58,668.	153,010.
1,560 SHS DOMINION RES INC VA NEW	50,101.	119,480.
5,166 SHS KINDER MORGAN MGMT LLC	92,865.	106,988.
1,000 SHS MICROSOFT	24,060.	62,140.
716 SHS JOHNSON & JOHNSON	44,926.	82,525.
1,000 SHS MERCK & CO	30,195.	58,870.
1,150 SHS PHILIP MORRIS INTL	33,294.	105,214.
366 SHS COCA COLA COMPANY	10,601.	15,208.
1,000 SHS EMERSON ELECTRIC	47,038.	55,750.
681 SHS EXXON MOBIL	57,113.	61,491.
361 SHS KIMBERLY CLARK CORP	32,145.	41,200.
630 SHS MCDONALDS CORP	56,379.	76,773.
183 SHS NORTHROP GRUMMAN	9,680.	42,733.
312 SHS PPG INDUSTRIES INC	10,989.	29,581.
1000 SHS PROCTOR & GAMBLE	63,058.	84,080.
237 SHS RAYTHEON COMPANY NEW	10,875.	33,688.
818 SHS VODAFONE GROUP	30,392.	19,984.
392 SHS KRAFT HEINZ CO	9,402.	34,229.
1178 SHS MONDELEZ INTL INC	17,454.	52,242.
1,000 SHS BANK MONTREAL QUEBEC	59,423.	71,920.
2755 SHS EVERSOURCE ENERGY	15,078.	152,159.
FIRST HAWAIIAN INCOR	52,309.	69,640.
350 SHS QUALITY CARE PROP	10,798.	5,425.
TOTAL TO FORM 990-PF, PART II, LINE 10B	900,824.	1,758,776.

FORM 990-PF	CORPORATE BONDS	STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DELL INC 5.875% 06/15/19	51,604.	53,000.
GENERAL ELECT 6.2% DUE 08/15/20	50,000.	55,772.
HEWLETT PACKARD 4.3% DUE 06/01/21	29,036.	30,380.
GENERAL ELECT VAR CALLABLE 01/21/21	369,200.	369,200.
TOTAL TO FORM 990-PF, PART II, LINE 10C	499,840.	508,352.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
1750 SHS HCP INC REIT	COST	50,162.	52,010.
2,500 VANGUARD DIV APPREC IND ETF	COST	116,231.	212,950.
1500 SHS SPDR FUND CONSUMER	COST	36,742.	77,565.
TOTAL TO FORM 990-PF, PART II, LINE 13		203,135.	342,525.