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Form **990-PF**

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

OMB No 1545-0052

**2016**

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/form990pf).

Open to Public Inspection

**For calendar year 2016 or tax year beginning** 2/1/2016 **, and ending** 1/31/2017

Name of foundation  
**THE ANTZ FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
P.O. BOX 1501, NJ2-130-03-31

City or town, state or province, country, and ZIP or foreign postal code  
**PENNINGTON NJ 08534-1501**

Foreign country name Foreign province/state/country Foreign postal code  
Foreign telephone number (see instructions) **609-274-6834**

**A** Employer identification number  
**13-3536523**

**G** Check all that apply  
 Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

**H** Check type of organization  
 Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **131,568**

**J** Accounting method  
 Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis)

**C** If exemption application is pending, check here

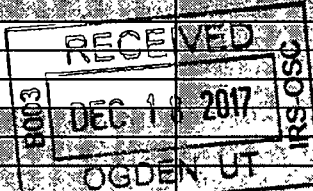
**D** 1. Foreign organizations, check here   
 2. Foreign organizations meeting the 85% test, check here and attach computation

**E** If private foundation status was terminated under section 507(b)(1)(A), check here

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

35 ENVELOPE DEC 19 2017

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)	2,000,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	332	319		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-858,295			
	b Gross sales price for all assets on line 6a	65,237			
	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)	27,642	27,642			
12 <b>Total.</b> Add lines 1 through 11	1,169,679	27,961	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)	358	215		143
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	10,425			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	250			250
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	13,533	215	0	2,893
25 Contributions, gifts, grants paid	20,000			20,000	
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	33,533	215	0	22,893	
27 Subtract line 26 from line 12					
a <b>Excess of revenue over expenses and disbursements</b>	1,136,146				
b <b>Net investment income</b> (if negative, enter -0-)		27,746			
c <b>Adjusted net income</b> (if negative, enter -0-)			0		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing . . . . .	2	2	2
	2	Savings and temporary cash investments . . . . .	14,590	66,332	66,332
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	1,313,340	398,431	65,234	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,327,932	464,765	131,568	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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 ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds . . . . .	1,327,932	464,765		
28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions)	1,327,932	464,765		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,327,932	464,765		

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	1,327,932
2	Enter amount from Part I, line 27a . . . . .	2	1,136,146
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,687
4	Add lines 1, 2, and 3 . . . . .	4	2,465,765
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,001,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	464,765

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-858,295
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	753,449	303,601	2.481708
2014	259,426	514,133	0.504589
2013	7,259,996	3,306,769	2.195495
2012	1,298,629	5,695,235	0.228020
2011	1,314,803	7,019,669	0.187303
2	Total of line 1, column (d)		2 5.597115
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 1.119423
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4 142,336
5	Multiply line 4 by line 3		5 159,334
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 277
7	Add lines 5 and 6		7 159,611
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8 22,893

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
<b>1</b>			555	
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
<b>3</b>	Add lines 1 and 2		555	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		555	
<b>6</b>	Credits/Payments.			
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	4,652	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	4,652	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	0	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	4,097	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	4,097	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation. ▶ \$ _____ <b>(2)</b> On foundation managers. ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>NY</u>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ UST-MLT, A DIVISION OF BANK OF AMERICA, N Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  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) .N/A

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

If "Yes" to 6b, file Form 8870

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

5b	N/A	
6b		X
7b	N/A	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MR. JOHN THAIN 350 PURCHASE STREET RYE, NY 10580	CO-TRUSTEE 1 00	0		
MRS. CARMEN M THAIN 350 PURCHASE STREET RYE, NY 10580	CO-TRUSTEE 1 00	0		

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
.....		
.....		
.....		
.....		
.....		
.....		
<b>Total number of others receiving over \$50,000 for professional services</b>		▶

**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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES THE PRIMARY PURPOSE IS TO SUPPORT BY CONTRIBUTORS, OTHER ORGANIZATIONS EXEMPT UND INTERNAL REVENUE CODE SECTION 501(C)(3)	
2 .....	
3 .....	
4 .....	

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

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	98,275
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	46,229
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	144,504
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	144,504
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	2,168
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	142,336
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	7,117

**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 )

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	7,117
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5 . . . . .	<b>2a</b>	555
<b>b</b>	Income tax for 2016. (This does not include the tax from Part VI ) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	555
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1 . . . . .	<b>3</b>	6,562
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	6,562
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	6,562

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	<b>1a</b>	22,893
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	22,893
<b>5</b>	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) . . . . .	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	22,893

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				6,562
<b>2</b> Undistributed income, if any, as of the end of 2016:				
<b>a</b> Enter amount for 2015 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2016:				
<b>a</b> From 2011	967,459			
<b>b</b> From 2012	1,020,501			
<b>c</b> From 2013	7,100,702			
<b>d</b> From 2014	234,140			
<b>e</b> From 2015	747,573			
<b>f</b> Total of lines 3a through e	10,070,375			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 22,893				
<b>a</b> Applied to 2015, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2016 distributable amount				6,562
<b>e</b> Remaining amount distributed out of corpus	16,331			
<b>5</b> Excess distributions carryover applied to 2016. (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	10,086,706			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions				
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	967,459			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	9,119,247			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2012	1,020,501			
<b>b</b> Excess from 2013	7,100,702			
<b>c</b> Excess from 2014	234,140			
<b>d</b> Excess from 2015	747,573			
<b>e</b> Excess from 2016	16,331			



**Part XV Supplementary Information (continued)**

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

Recipient	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
Name and address (home or business)				
<p><b>a</b> <i>Paid during the year</i> See Attached Statement</p>				
<b>Total</b>			▶ <b>3a</b>	20,000
<p><b>b</b> <i>Approved for future payment</i> NONE</p>				
<b>Total</b>			▶ <b>3b</b>	0





THE ANTZ FOUNDATION

13-3536523 Page 1 of 1

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

Recipient(s) paid during the year

**Name**

FRENCH AMERICAN FOUNDATION

**Street**

28 WEST 44TH STREET, SUITE 1420

**City**

NEW YORK

**State**

NY

**Zip Code**

10036

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING

**Amount**

10,000

**Name**

RYE VOLUNTEER FIREFIGHTERS, INC

**Street**

15 LOCUST AVE

**City**

RYE

**State**

NY

**Zip Code**

10580

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING

**Amount**

1,000

**Name**

PAUL SMITHS-GABRIELS VOLUNTEER FIRE DEPT INC

**Street**

PO BOX 145

**City**

GABRIELS

**State**

NY

**Zip Code**

12939-0145

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING

**Amount**

1,000

**Name**

WOMEN FOR WOMEN INTERNATIONAL

**Street**

2000 M ST NW STE 200

**City**

WASHINGTON

**State**

DC

**Zip Code**

20036-3380

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING

**Amount**

5,000

**Name**

HARRISON VOLUNTERR AMBULANCE CORPS INC

**Street**

2 PLEASANT RIDGE RD

**City**

HARRISON

**State**

NY

**Zip Code**

10528

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING

**Amount**

500

**Name**

SR REGIS FOUNDATION

**Street**

11 FLOWER AVE

**City**

MADISON

**State**

CT

**Zip Code**

06443-2942

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING

**Amount**

2,500

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2016**

<b>Name of the organization</b> THE ANTZ FOUNDATION	<b>Employer identification number</b> 13-3536523
--	---

**Organization type** (check one)

**Filers of:**

**Section:**

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ .....

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> THE ANTZ FOUNDATION	<b>Employer identification number</b> 13-3536523
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**Part I Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CARMEN AND JOHN THAIN ----- 350 PURCHASE STREET ----- RYE NY 10580-1809 Foreign State or Province ----- Foreign Country -----	\$ 2,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- ----- Foreign State or Province ----- Foreign Country -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- ----- Foreign State or Province ----- Foreign Country -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- ----- Foreign State or Province ----- Foreign Country -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- ----- Foreign State or Province ----- Foreign Country -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- ----- Foreign State or Province ----- Foreign Country -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- ----- Foreign State or Province ----- Foreign Country -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE ANTZ FOUNDATION	Employer identification number 13-3536523
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**Part II** Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	..... ..... .....	\$ .....	-----
-----	..... ..... .....	\$ .....	-----
-----	..... ..... .....	\$ .....	-----
-----	..... ..... .....	\$ .....	-----
-----	..... ..... .....	\$ .....	-----
-----	..... ..... .....	\$ .....	-----
-----	..... ..... .....	\$ .....	-----

Name of organization <b>THE ANTZ FOUNDATION</b>	Employer identification number 13-3536523
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions ) ▶ \$ ..... 0  
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
----- ----- ----- For. Prov.                      Country		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
----- ----- ----- For. Prov.                      Country		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
----- ----- ----- For. Prov.                      Country		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
----- ----- ----- For. Prov.                      Country		----- ----- -----	

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Part I, Line 6 (980-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Totals		Gross Sales		Cost or Other Basis, Expenses and Cost of Depreciation and Adjustments		Net Gain or Loss	
										Capital Gains/Losses	65,237	923,532	656,285	0			
										Other sales	0	0	0	0			
										Long Term CG Distributions	28						
										Short Term CG Distributions	0						
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	DOUBLINE TOTAL RETURN	258620103	X			1/17/2014	8/17/2016	2,391	2,398					-7			
2	DOUBLINE TOTAL RETURN	258620103	X			4/28/2016	8/17/2016	11	11					0			
3	DOUBLINE TOTAL RETURN	258620103	X			8/30/2014	8/17/2016	11	11					0			
4	DOUBLINE TOTAL RETURN	258620103	X			6/6/2014	8/17/2016	87	88					-1			
5	DOUBLINE TOTAL RETURN	258620103	X			2/29/2016	8/17/2016	11	11					0			
6	DOUBLINE TOTAL RETURN	258620103	X			5/31/2016	8/17/2016	11	11					0			
7	DOUBLINE TOTAL RETURN	258620103	X			7/11/2014	8/17/2016	11	11					0			
8	DOUBLINE TOTAL RETURN	258620103	X			12/1/2015	8/17/2016	11	11					0			
9	DOUBLINE TOTAL RETURN	258620103	X			2/27/2015	8/17/2016	11	11					0			
10	FIDELITY ADVISOR NEW	316071604	X			1/17/2014	8/17/2016	396	404					-8			
11	FIDELITY ADVISOR NEW	316071604	X			2/18/2014	8/17/2016	53	55					-2			
12	FIDELITY ADVISOR NEW	316071604	X			12/14/2015	8/17/2016	26	26					0			
13	FIDELITY ADVISOR NEW	316071604	X			2/17/2015	8/17/2016	79	82					-3			
14	FIDELITY ADVISOR NEW	316071604	X			12/15/2014	8/17/2016	26	28					-2			
15	FIRST EAGLE	32008F606	X			12/17/2014	8/17/2016	706	667					39			
16	FIDELITY ADVISOR NEW	316071604	X			12/15/2014	8/17/2016	26	27					-1			
17	FIRST EAGLE	32008F606	X			12/18/2015	8/17/2016	54	51					3			
18	FIDELITY ADVISOR NEW	316071604	X			12/15/2014	8/17/2016	850	958					-108			
19	FIRST EAGLE	32008F606	X			12/18/2015	8/17/2016	3	3					0			
20	FIRST EAGLE	32008F606	X			12/17/2014	8/17/2016	54	51					3			
21	AMERICAN BEACON THE	024527301	X			12/15/2015	8/17/2016	3,572	3,457					115			
22	AMERICAN BEACON THE	024527301	X			3/2/2016	8/17/2016	15	14					1			
23	AMERICAN BEACON THE	024527301	X			8/2/2016	8/17/2016	9	9					0			
24	COHEN & STEERS GLOBAL	19247N409	X			6/30/2015	8/17/2016	47	47					0			
25	COHEN & STEERS GLOBAL	19247N409	X			3/24/2015	8/17/2016	1,464	1,506					-42			
26	COHEN & STEERS GLOBAL	19247N409	X			12/10/2015	8/17/2016	18	17					1			
27	DOUBLINE TOTAL RETURN	258620103	X			8/30/2014	8/17/2016	11	11					0			
28	DOUBLINE TOTAL RETURN	258620103	X			1/28/2016	8/17/2016	11	11					0			
29	AMERICAN BEACON THE	024527301	X			5/0/2016	8/17/2016	15	14					1			
30	FIRST EAGLE	32008F606	X			12/17/2014	8/17/2016	54	54					0			
31	FIRST EAGLE	32008F606	X			8/23/2014	8/17/2016	272	287					-15			
32	FIRST EAGLE	32008F606	X			6/23/2014	8/17/2016	54	54					0			
33	FIRST EAGLE	32008F606	X			1/17/2014	8/17/2016	2,553	2,541					12			
34	THE OAKMARK INTL FUND	413838202	X			2/9/2016	8/17/2016	20	18					2			
35	THE OAKMARK INTL FUND	413838202	X			2/9/2016	8/17/2016	9	9					0			
36	THE OAKMARK INTL FUND	413838202	X			2/9/2016	8/17/2016	1,104	1,010					94			
37	THE OAKMARK INTL FUND	413838202	X			2/9/2016	8/17/2016	2,159	1,984					185			
38	THE OAKMARK INTL SMALL	413838508	X			12/18/2015	2/9/2016	12	16					-4			
39	THE OAKMARK INTL SMALL	413838508	X			6/23/2014	2/9/2016	697	1,011					-314			
40	DOUBLINE TOTAL RETURN	258620103	X			4/30/2014	8/17/2016	11	11					0			
41	FPA CRESCENT FUND	302547759	X			6/23/2014	5/20/2016	560	625					-65			
42	FPA CRESCENT FUND	302547759	X			7/2/2014	5/20/2016	31	32					-1			
43	FPA CRESCENT FUND	302547759	X			12/22/2015	5/20/2016	11	11					0			
44	FPA CRESCENT FUND	302547759	X			1/17/2014	5/20/2016	31	33					-2			
45	FPA CRESCENT FUND	302547759	X			12/23/2014	5/20/2016	31	34					-3			
46	FPA CRESCENT FUND	302547759	X			12/23/2014	5/20/2016	31	34					-3			
47	FPA CRESCENT FUND	302547759	X			7/2/2014	5/20/2016	31	34					-3			
48	FPA CRESCENT FUND	302547759	X			3/24/2015	8/17/2016	2,263	2,486					-223			
49	FPA CRESCENT FUND	302547759	X			12/22/2015	8/17/2016	155	154					1			
50	FPA CRESCENT FUND	302547759	X			3/24/2015	8/17/2016	31	34					-3			
51	FPA CRESCENT FUND	302547759	X			12/23/2014	8/17/2016	372	407					-35			
52	FPA CRESCENT FUND	302547759	X			12/23/2015	8/17/2016	15	15					0			
53	FPA CRESCENT FUND	302547759	X			12/22/2015	8/17/2016	31	31					0			
54	FPA CRESCENT FUND	302547759	X			7/2/2015	8/17/2016	31	33					-2			
55	FIDELITY ADV HEALTH CARE	315918821	X			5/20/2016	8/17/2016	5	5					0			
56	FIDELITY ADV HEALTH CARE	315918821	X			5/20/2016	8/17/2016	713	718					-5			
57	FIDELITY ADVISOR NEW	316071604	X			12/14/2015	8/17/2016	106	105					1			
58	FIDELITY ADVISOR NEW	316071604	X			2/16/2016	8/17/2016	7	8					-1			
59	FIDELITY ADVISOR NEW	316071604	X			2/16/2016	8/17/2016	26	23					3			
60	DOUBLINE TOTAL RETURN	258620103	X			10/31/2014	8/17/2016	11	11					0			
61	DOUBLINE TOTAL RETURN	258620103	X			6/23/2014	8/17/2016	872	878					-6			
62	DOUBLINE TOTAL RETURN	258620103	X			8/25/2013	8/17/2016	11	12					-1			
63	DOUBLINE TOTAL RETURN	258620103	X			3/31/2016	8/17/2016	11	11					0			
64	FIDELITY ADVISOR NEW	316071604	X			3/24/2015	8/17/2016	823	985					-162			
65	FIDELITY ADVISOR NEW	316071604	X			8/20/2014	8/17/2016	633	690					-57			
66	THE OAKMARK INTL SMALL	413838508	X			12/18/2015	2/9/2016	25	28					-3			
67	THE OAKMARK INTL SMALL	413838508	X			12/19/2014	2/9/2016	262	310					-48			
68	THE OAKMARK INTL SMALL	413838508	X			12/18/2015	2/9/2016	18	28					-10			
69	THE OAKMARK INTL SMALL	413838508	X			12/18/2015	2/9/2016	7	13					-6			
70	IVV ASSET STRATEGY	466001864	X			12/10/2015	2/9/2016	10	11					-1			
71	IVV ASSET STRATEGY	466001864	X			12/11/2014	2/9/2016	1,552	1,949					-397			
72	IVV ASSET STRATEGY	466001864	X			8/15/2014	2/9/2016	476	724					-248			

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Part I, Line 8 (880-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount		Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Long Term CG Distributions	Short Term CG Distributions	Capital Gains/Losses										65,237	823,532	-		-558,295	
0	28	0										0	0	0		0	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
73	IVV ASSET STRATEGY	466001864	X			2/14/2014	2/8/2016	21	32				0	-11			
74	IVV ASSET STRATEGY	466001864	X			2/14/2014	2/9/2016	103	156				0	-53			
75	MAINSTAY HIGH YIELD	56062X708	X			5/31/2015	6/17/2016	6	6				0	0			
76	MAINSTAY HIGH YIELD	56062X708	X			5/31/2015	6/17/2016	4	4				0	0			
77	MAINSTAY HIGH YIELD	56062X708	X			5/31/2015	6/17/2016	28	28				0	0			
78	MAINSTAY HIGH YIELD	56062X708	X			4/29/2016	6/17/2016	6	5				0	1			
79	MAINSTAY HIGH YIELD	56062X708	X			4/28/2016	6/17/2016	28	27				0	1			
80	MAINSTAY HIGH YIELD	56062X708	X			3/31/2016	6/17/2016	33	32				0	1			
81	MAINSTAY HIGH YIELD	56062X708	X			1/29/2016	6/17/2016	33	31				0	2			
82	MAINSTAY HIGH YIELD	56062X708	X			1/26/2016	6/17/2016	2,400	2,239				0	161			
83	MAINSTAY HIGH YIELD	56062X708	X			1/20/2016	6/17/2016	6	5				0	1			
84	MAINSTAY HIGH YIELD	56062X708	X			1/20/2016	6/17/2016	1,924	1,778				0	146			
85	MAINSTAY HIGH YIELD	56062X708	X			1/20/2016	6/17/2016	1,360	1,257				0	103			
86	MAINSTAY HIGH YIELD	56062X708	X			2/29/2016	6/17/2016	33	31				0	2			
87	NUVEEN SANTA BARBARA	67065W639	X			4/1/2016	6/17/2016	34	31				0	3			
88	NUVEEN SANTA BARBARA	67065W639	X			2/9/2016	6/17/2016	3,356	2,972				0	384			
89	NUVEEN SANTA BARBARA	67065W639	X			4/1/2016	6/17/2016	13	13				0	0			
90	OPPENHEIMER DEVELOPING	683974505	X			12/2/2015	6/17/2016	14	15				0	-1			
91	OPPENHEIMER DEVELOPING	683974505	X			3/24/2015	6/17/2016	427	488				0	-67			
92	OPPENHEIMER DEVELOPING	683974505	X			1/25/2014	6/17/2016	91	109				0	-18			
93	OPPENHEIMER DEVELOPING	683974505	X			6/23/2014	6/17/2016	815	1,069				0	-254			
94	POWERSHARES BUYBACK ACH	73935X286	X			7/1/2015	6/17/2016	45	48				0	-3			
95	POWERSHARES BUYBACK ACH	73935X286	X			3/24/2015	6/17/2016	764	851				0	-87			
96	POWERSHARES BUYBACK ACH	73935X286	X			1/6/2015	6/17/2016	45	45				0	0			
97	POWERSHARES BUYBACK ACH	73935X286	X			1/17/2014	6/17/2016	1,394	1,318				0	78			
98	POWERSHARES BUYBACK ACH	73935X286	X			1/17/2014	6/17/2016	45	43				0	2			
99	POWERSHARES BUYBACK ACH	73935X286	X			1/5/2016	6/17/2016	45	47				0	-2			
100	TETON WESTWOOD MIGHTY	88166L876	X			11/25/2014	6/17/2016	165	168				0	-3			
101	TETON WESTWOOD MIGHTY	88166L876	X			6/23/2014	6/17/2016	612	638				0	-26			
102	TETON WESTWOOD MIGHTY	88166L876	X			6/23/2014	6/17/2016	24	24				0	0			
103	VANGUARD HIGH DVD YIELD	921946406	X			3/31/2014	6/17/2016	70	62				0	8			
104	VANGUARD HIGH DVD YIELD	921946406	X			1/17/2014	6/17/2016	2,390	2,106				0	284			
105	VANGUARD HIGH DVD YIELD	921946406	X			1/17/2014	6/17/2016	70	62				0	8			
106	VANGUARD HIGH DVD YIELD	921946406	X			3/22/2016	6/17/2016	70	67				0	3			
107	VANGUARD HIGH DVD YIELD	921946406	X			3/30/2015	6/17/2016	70	69				0	1			
108	VANGUARD HIGH DVD YIELD	921946406	X			12/6/2014	6/17/2016	70	66				0	4			
109	VANGUARD HIGH DVD YIELD	921946406	X			5/29/2014	6/17/2016	70	69				0	1			
110	VANGUARD HIGH DVD YIELD	921946406	X			9/15/2014	6/17/2016	1,406	1,345				0	61			
111	VANGUARD HIGH DVD YIELD	921946406	X			3/22/2016	6/21/2016	29	28				0	1			
112	VANGUARD FTSE ALL WORL	922042775	X			12/29/2015	2/9/2016	38	43				0	-5			
113	VANGUARD FTSE ALL WORL	922042775	X			12/29/2015	2/9/2016	38	0				0	38			
114	VANGUARD FTSE ALL WORL	922042775	X			4/1/2015	2/9/2016	38	49				0	-11			
115	VANGUARD FTSE ALL WORL	922042775	X			3/24/2015	2/9/2016	1,962	2,554				0	-592			
116	VANGUARD FTSE ALL WORL	922042775	X			12/29/2015	2/11/2016	5	5				0	0			
117	VANGUARD 500 INDEX FUND	922908363	X			3/24/2015	6/17/2016	3,039	3,094				0	-45			
118	VANGUARD 500 INDEX FUND	922908363	X			3/25/2016	6/21/2016	17	16				0	1			
119	WISDOMTREE EUR SIC DIV	97717A969	X			3/24/2015	2/8/2016	1,083	1,259				0	-176			
120	WISDOMTREE EUR SIC DIV	97717A969	X			12/29/2015	2/11/2016	37	41				0	-4			
121	TEMPLETON GLOBAL TOTAL	860208855	X			1/20/2016	2/19/2016	5	5				0	0			
122	TEMPLETON GLOBAL TOTAL	860208855	X			2/18/2016	3/18/2016	0	0				0	0			
123	POWERSHARES BUYBACK ACH	73935X286	X			4/1/2016	6/21/2016	9	9				0	0			
124	PRINCIPAL MIDCAP FUND	74255L785	X			3/23/2016	6/17/2016	1,583	1,526				0	57			
125	PRINCIPAL MIDCAP FUND	74255L785	X			3/23/2016	6/17/2016	19	18				0	1			
126	TETON WESTWOOD MIGHTY	88166L876	X			12/8/2013	6/17/2016	24	24				0	0			
127	TETON WESTWOOD MIGHTY	88166L876	X			12/8/2013	6/17/2016	24	23				0	1			
128	SPDR S&P MIDCAP 400 ETF	78467Y107	X			3/24/2015	3/23/2016	772	838				0	-66			
129	SPDR S&P MIDCAP 400 ETF	78467Y107	X			1/17/2014	3/23/2016	772	738				0	34			
130	SPDR S&P MIDCAP 400 ETF	78467Y107	X			2/1/2016	4/5/2016	186	179				0	7			
131	SPDR S&P MIDCAP 400 ETF	78467Y107	X			5/2/2016	5/23/2016	5	5				0	0			
132	TETON WESTWOOD MIGHTY	88166L876	X			11/26/2013	6/17/2016	24	24				0	0			
133	TETON WESTWOOD MIGHTY	88166L876	X			11/26/2013	6/17/2016	484	507				0	-13			
134	TETON WESTWOOD MIGHTY	88166L876	X			11/24/2015	6/17/2016	9	6				0	0			
135	TETON WESTWOOD MIGHTY	88166L876	X			3/24/2015	6/17/2016	753	799				0	-46			
136	SALE OF DUNE CAPITAL INT		X			1/1/2013	9/30/2016	9,717	866,837				0	-857,120			

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

		27,642	27,642	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	27,642	27,642	

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

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

**Part I, Line 16c (990-PF) - Other Professional Fees**

		358	215	0	143
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	UST-MLT FEES AS AGENT	358	215		143

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

		10,425	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ESTIMATED EXCISE PAYMENTS	4,652			
2	PY EXCISE TAX DUE	5,773			

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

		250	0	0	250
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	250	0		250

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

		1,313,340	398,431	65,234	
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	STAMOS CAPITAL			398,431	65,234

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

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

1	COST BASIS ADJUSTMENT	1	308
2	FEDERAL EXCISE TAX REFUND	2	379
3	GRANT TO HARRISON FROM PY REFUNDED IN CY	3	1,000
4	Total	4	1,687

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

1	LOAN FORGIVEN	1	2,000,000
2	TIMING DIFFERENCE - FUNDS RETURNED	2	1,000
3	Total	3	2,001,000

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Part IV (980-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount													
		Long Term CG Distributions	Short Term CG Distributions	65,209	0	0	0	923,532	-858,323	0	0	0	0	0	-858,323
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis	Gain/Minus Excess FMV Over Adj. Basis or Losses		
1	DOUBLELINE TOTAL RETURN	258620103	1/17/2014	6/17/2016	2,391		0	2,398	-7	0	0	0	-7		
2	DOUBLELINE TOTAL RETURN	258620103	4/29/2016	6/17/2016	11		0	11	0	0	0	0	0		
3	DOUBLELINE TOTAL RETURN	258620103	9/30/2014	6/17/2016	11		0	11	0	0	0	0	0		
4	DOUBLELINE TOTAL RETURN	258620103	6/5/2014	6/17/2016	87		0	88	-1	0	0	0	-1		
5	DOUBLELINE TOTAL RETURN	258620103	2/29/2016	6/17/2016	11		0	11	0	0	0	0	0		
6	DOUBLELINE TOTAL RETURN	258620103	5/31/2016	6/17/2016	11		0	11	0	0	0	0	0		
7	DOUBLELINE TOTAL RETURN	258620103	7/11/2014	6/17/2016	11		0	11	0	0	0	0	0		
8	DOUBLELINE TOTAL RETURN	258620103	12/31/2015	6/17/2016	11		0	11	0	0	0	0	0		
9	DOUBLELINE TOTAL RETURN	258620103	2/27/2015	6/17/2016	11		0	11	0	0	0	0	0		
10	FIDELITY ADVISOR NEW	316071604	1/17/2014	6/17/2016	396		0	404	-8	0	0	0	-8		
11	FIDELITY ADVISOR NEW	316071604	2/18/2014	6/17/2016	53		0	55	-2	0	0	0	-2		
12	FIDELITY ADVISOR NEW	316071604	12/14/2015	6/17/2016	26		0	26	0	0	0	0	0		
13	FIDELITY ADVISOR NEW	316071604	2/17/2015	6/17/2016	79		0	82	-3	0	0	0	-3		
14	FIDELITY ADVISOR NEW	316071604	12/15/2014	6/17/2016	25		0	25	0	0	0	0	0		
15	FIRST EAGLE	32008F606	12/17/2014	6/17/2016	706		0	667	39	0	0	0	39		
16	FIDELITY ADVISOR NEW	316071604	12/15/2014	6/17/2016	26		0	27	-1	0	0	0	-1		
17	FIRST EAGLE	32008F606	12/18/2015	6/17/2016	54		0	51	3	0	0	0	3		
18	FIDELITY ADVISOR NEW	316071604	12/15/2014	6/17/2016	950		0	958	-8	0	0	0	-8		
19	FIRST EAGLE	32008F606	12/18/2015	6/17/2016	3		0	3	0	0	0	0	0		
20	FIRST EAGLE	32008F606	12/17/2014	6/17/2016	54		0	51	3	0	0	0	3		
21	AMERICAN BEACON THE	024527301	12/15/2015	6/17/2016	3,572		0	3,457	115	0	0	0	115		
22	AMERICAN BEACON THE	024527301	3/2/2016	6/17/2016	15		0	14	1	0	0	0	1		
23	AMERICAN BEACON THE	024527301	6/2/2016	6/17/2016	9		0	9	0	0	0	0	0		
24	COHEN & STEERS GLOBAL	19247N409	6/20/2015	6/17/2016	52		0	52	0	0	0	0	0		
25	COHEN & STEERS GLOBAL	19247N409	3/24/2015	6/17/2016	1,464		0	1,506	-42	0	0	0	-42		
26	COHEN & STEERS GLOBAL	19247N409	12/10/2015	6/17/2016	18		0	17	1	0	0	0	1		
27	DOUBLELINE TOTAL RETURN	258620103	6/30/2014	6/17/2016	11		0	11	0	0	0	0	0		
28	DOUBLELINE TOTAL RETURN	258620103	1/29/2016	6/17/2016	11		0	11	0	0	0	0	0		
29	AMERICAN BEACON THE	024527301	5/3/2016	6/17/2016	15		0	14	1	0	0	0	1		
30	FIRST EAGLE	32008F606	12/17/2014	6/17/2016	54		0	54	0	0	0	0	0		
31	FIRST EAGLE	32008F606	6/23/2014	6/17/2016	272		0	287	-15	0	0	0	-15		
32	FIRST EAGLE	32008F606	6/23/2014	6/17/2016	54		0	54	0	0	0	0	0		
33	FIRST EAGLE	32008F606	1/17/2014	6/17/2016	2,553		0	2,541	12	0	0	0	12		
34	THE OAKMARK INTL FUND	413838202	2/9/2016	6/17/2016	20		0	18	2	0	0	0	2		
35	THE OAKMARK INTL FUND	413838202	2/9/2016	6/17/2016	9		0	9	0	0	0	0	0		
36	THE OAKMARK INTL FUND	413838202	2/9/2016	6/17/2016	1,104		0	1,010	94	0	0	0	94		
37	THE OAKMARK INTL FUND	413838202	2/9/2016	6/17/2016	2,169		0	1,984	185	0	0	0	185		
38	THE OAKMARK INTL SMALL	413838509	12/19/2014	2/9/2016	12		0	16	-4	0	0	0	-4		
39	THE OAKMARK INTL SMALL	413838509	6/23/2014	2/9/2016	697		0	1,011	-314	0	0	0	-314		
40	DOUBLELINE TOTAL RETURN	258620103	4/30/2014	6/17/2016	11		0	11	0	0	0	0	0		
41	FPA CRESCENT FUND	302547759	6/23/2014	5/20/2016	560		0	625	-65	0	0	0	-65		
42	FPA CRESCENT FUND	302547759	7/2/2014	5/20/2016	31		0	32	-1	0	0	0	-1		
43	FPA CRESCENT FUND	302547759	12/22/2015	5/20/2016	11		0	11	0	0	0	0	0		
44	FPA CRESCENT FUND	302547759	1/17/2014	5/20/2016	31		0	33	-2	0	0	0	-2		
45	FPA CRESCENT FUND	302547759	12/23/2014	5/20/2016	31		0	34	-3	0	0	0	-3		
46	FPA CRESCENT FUND	302547759	12/23/2014	5/20/2016	31		0	34	-3	0	0	0	-3		
47	FPA CRESCENT FUND	302547759	7/2/2014	5/20/2016	31		0	34	-3	0	0	0	-3		
48	FPA CRESCENT FUND	302547759	3/24/2015	6/17/2016	2,283		0	2,486	-223	0	0	0	-223		
49	FPA CRESCENT FUND	302547759	12/22/2015	6/17/2016	156		0	154	1	0	0	0	1		
50	FPA CRESCENT FUND	302547759	3/24/2015	6/17/2016	31		0	34	-3	0	0	0	-3		
51	FPA CRESCENT FUND	302547759	12/23/2014	6/17/2016	372		0	407	-35	0	0	0	-35		
52	FPA CRESCENT FUND	302547759	12/22/2015	6/17/2016	15		0	15	0	0	0	0	0		
53	FPA CRESCENT FUND	302547759	12/22/2015	6/17/2016	31		0	31	0	0	0	0	0		
54	FPA CRESCENT FUND	302547759	7/2/2015	6/17/2016	31		0	33	-2	0	0	0	-2		
55	FIDELITY ADV HEALTH CARE	315918821	5/20/2016	6/17/2016	5		0	5	0	0	0	0	0		
56	FIDELITY ADV HEALTH CARE	315918821	5/20/2016	6/17/2016	713		0	719	-6	0	0	0	-6		
57	FIDELITY ADVISOR NEW	316071604	12/14/2015	6/17/2016	106		0	105	1	0	0	0	1		
58	FIDELITY ADVISOR NEW	316071604	2/16/2016	6/17/2016	7		0	6	1	0	0	0	1		
59	FIDELITY ADVISOR NEW	316071604	2/16/2016	6/17/2016	26		0	23	3	0	0	0	3		
60	DOUBLELINE TOTAL RETURN	258620103	10/31/2014	6/17/2016	11		0	11	0	0	0	0	0		
61	DOUBLELINE TOTAL RETURN	258620103	6/23/2014	6/17/2016	972		0	978	-6	0	0	0	-6		
62	DOUBLELINE TOTAL RETURN	258620103	8/25/2013	6/17/2016	11		0	12	-1	0	0	0	-1		
63	DOUBLELINE TOTAL RETURN	258620103	3/31/2016	6/17/2016	11		0	11	0	0	0	0	0		
64	FIDELITY ADVISOR NEW	316071604	3/24/2015	6/17/2016	923		0	989	-62	0	0	0	-62		
65	FIDELITY ADVISOR NEW	316071604	6/23/2014	6/17/2016	635		0	680	-47	0	0	0	-47		
66	THE OAKMARK INTL SMALL	413838509	12/18/2015	2/9/2016	25		0	28	-3	0	0	0	-3		
67	THE OAKMARK INTL SMALL	413838509	12/18/2014	2/9/2016	262		0	310	-48	0	0	0	-48		
68	THE OAKMARK INTL SMALL	413838509	12/18/2015	2/9/2016	18		0	28	-10	0	0	0	-10		
69	THE OAKMARK INTL SMALL	413838509	12/18/2015	2/9/2016	7		0	13	-6	0	0	0	-6		

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Part IV (980-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount		65,206		0		0		923,532		-858,323		0		0		-858,323		
Short Term CG Distributions		0																		
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gain or Loss	Excess of FMV Over Adjusted Basis	Gain or Loss	Excess of FMV Over Adjusted Basis	Gain or Loss	Excess of FMV Over Adjusted Basis	Gain or Loss	Excess of FMV Over Adjusted Basis
70	IVY ASSET STRATEGY	466001864	12/10/2015	2/6/2016	10		0	11	-1	0	0	0	0	0	0	0	0	0	-1	0
71	IVY ASSET STRATEGY	466001864	12/11/2014	2/6/2016	1,552		0	1,949	-397	0	0	0	0	0	0	0	0	0	-397	0
72	IVY ASSET STRATEGY	466001864	9/15/2014	2/6/2016	476		0	724	-248	0	0	0	0	0	0	0	0	0	-248	0
73	IVY ASSET STRATEGY	466001864	2/14/2014	2/6/2016	21		0	32	-11	0	0	0	0	0	0	0	0	0	-11	0
74	IVY ASSET STRATEGY	466001864	2/14/2014	2/6/2016	163		0	158	-53	0	0	0	0	0	0	0	0	0	-53	0
75	MAINSTAY HIGH YIELD	56062X708	5/31/2016	6/17/2016	6		0	6	0	0	0	0	0	0	0	0	0	0	0	0
76	MAINSTAY HIGH YIELD	56062X708	5/31/2016	6/17/2016	4		0	4	0	0	0	0	0	0	0	0	0	0	0	0
77	MAINSTAY HIGH YIELD	56062X708	5/31/2016	6/17/2016	28		0	28	0	0	0	0	0	0	0	0	0	0	0	0
78	MAINSTAY HIGH YIELD	56062X708	4/29/2016	6/17/2016	6		0	5	1	0	0	0	0	0	0	0	0	0	1	0
79	MAINSTAY HIGH YIELD	56062X708	4/29/2016	6/17/2016	28		0	27	1	0	0	0	0	0	0	0	0	0	1	0
80	MAINSTAY HIGH YIELD	56062X708	3/31/2016	6/17/2016	33		0	32	1	0	0	0	0	0	0	0	0	0	1	0
81	MAINSTAY HIGH YIELD	56062X708	1/29/2016	6/17/2016	33		0	31	2	0	0	0	0	0	0	0	0	0	2	0
82	MAINSTAY HIGH YIELD	56062X708	1/29/2016	6/17/2016	2,400		0	2,239	161	0	0	0	0	0	0	0	0	0	161	0
83	MAINSTAY HIGH YIELD	56062X708	1/29/2016	6/17/2016	6		0	5	1	0	0	0	0	0	0	0	0	0	1	0
84	MAINSTAY HIGH YIELD	56062X708	1/29/2016	6/17/2016	1,924		0	1,779	146	0	0	0	0	0	0	0	0	0	146	0
85	MAINSTAY HIGH YIELD	56062X708	1/29/2016	6/17/2016	1,360		0	1,257	103	0	0	0	0	0	0	0	0	0	103	0
86	MAINSTAY HIGH YIELD	56062X708	2/24/2016	6/17/2016	33		0	31	2	0	0	0	0	0	0	0	0	0	2	0
87	NUVEEN SANTA BARBARA	67065W639	4/1/2016	6/17/2016	34		0	31	3	0	0	0	0	0	0	0	0	0	3	0
88	NUVEEN SANTA BARBARA	67065W639	2/9/2016	6/17/2016	3,356		0	2,972	384	0	0	0	0	0	0	0	0	0	384	0
89	NUVEEN SANTA BARBARA	67065W639	4/1/2016	6/17/2016	13		0	13	0	0	0	0	0	0	0	0	0	0	0	0
90	OPPENHEIMER DEVELOPING	683974505	12/2/2015	6/17/2016	14		0	16	-2	0	0	0	0	0	0	0	0	0	-2	0
91	OPPENHEIMER DEVELOPING	683974505	3/24/2015	6/17/2016	422		0	489	-67	0	0	0	0	0	0	0	0	0	-67	0
92	OPPENHEIMER DEVELOPING	683974505	12/5/2014	6/17/2016	91		0	109	-18	0	0	0	0	0	0	0	0	0	-18	0
93	OPPENHEIMER DEVELOPING	683974505	6/23/2014	6/17/2016	815		0	1,069	-254	0	0	0	0	0	0	0	0	0	-254	0
94	POWERSHARS BUYBACK ACH	73935X286	7/1/2015	6/17/2016	45		0	48	-3	0	0	0	0	0	0	0	0	0	-3	0
95	POWERSHARS BUYBACK ACH	73935X286	3/24/2015	6/17/2016	764		0	851	-87	0	0	0	0	0	0	0	0	0	-87	0
96	POWERSHARS BUYBACK ACH	73935X286	1/5/2015	6/17/2016	45		0	45	0	0	0	0	0	0	0	0	0	0	0	0
97	POWERSHARS BUYBACK ACH	73935X286	1/17/2014	6/17/2016	1,394		0	1,318	76	0	0	0	0	0	0	0	0	0	76	0
98	POWERSHARS BUYBACK ACH	73935X286	1/17/2014	6/17/2016	45		0	43	2	0	0	0	0	0	0	0	0	0	2	0
99	POWERSHARS BUYBACK ACH	73935X286	1/5/2016	6/17/2016	45		0	47	-2	0	0	0	0	0	0	0	0	0	-2	0
100	TETON WESTWOOD MIGHTY	88166L876	11/25/2014	6/17/2016	165		0	168	-3	0	0	0	0	0	0	0	0	0	-3	0
101	TETON WESTWOOD MIGHTY	88166L876	6/23/2014	6/17/2016	612		0	638	-26	0	0	0	0	0	0	0	0	0	-26	0
102	TETON WESTWOOD MIGHTY	88166L876	6/23/2014	6/17/2016	24		0	24	0	0	0	0	0	0	0	0	0	0	0	0
103	VANGUARD HIGH DVD YIELD	921946406	3/31/2014	6/17/2016	70		0	82	-12	0	0	0	0	0	0	0	0	0	-12	0
104	VANGUARD HIGH DVD YIELD	921946406	1/17/2014	6/17/2016	2,390		0	2,106	284	0	0	0	0	0	0	0	0	0	284	0
105	VANGUARD HIGH DVD YIELD	921946406	1/17/2014	6/17/2016	70		0	62	8	0	0	0	0	0	0	0	0	0	8	0
106	VANGUARD HIGH DVD YIELD	921946406	3/22/2016	6/17/2016	70		0	67	3	0	0	0	0	0	0	0	0	0	3	0
107	VANGUARD HIGH DVD YIELD	921946406	3/30/2015	6/17/2016	70		0	69	1	0	0	0	0	0	0	0	0	0	1	0
108	VANGUARD HIGH DVD YIELD	921946406	12/26/2014	6/17/2016	70		0	66	4	0	0	0	0	0	0	0	0	0	4	0
109	VANGUARD HIGH DVD YIELD	921946406	9/29/2014	6/17/2016	70		0	66	4	0	0	0	0	0	0	0	0	0	4	0
110	VANGUARD HIGH DVD YIELD	921946406	9/15/2014	6/17/2016	1,406		0	1,345	61	0	0	0	0	0	0	0	0	0	61	0
111	VANGUARD HIGH DVD YIELD	921946406	3/22/2016	6/2/2016	29		0	28	1	0	0	0	0	0	0	0	0	0	1	0
112	VANGUARD FTSE ALL WORL	922042775	12/29/2015	2/9/2016	38		0	43	-5	0	0	0	0	0	0	0	0	0	-5	0
113	VANGUARD FTSE ALL WORL	922042775	12/29/2015	2/9/2016	38		0	49	-11	0	0	0	0	0	0	0	0	0	-11	0
114	VANGUARD FTSE ALL WORL	922042775	4/1/2015	2/9/2016	38		0	49	-11	0	0	0	0	0	0	0	0	0	-11	0
115	VANGUARD FTSE ALL WORL	922042775	3/24/2015	2/9/2016	1,962		0	2,554	-592	0	0	0	0	0	0	0	0	0	-592	0
116	VANGUARD FTSE ALL WORL	922042775	12/29/2015	2/11/2016	5		0	6	-1	0	0	0	0	0	0	0	0	0	-1	0
117	VANGUARD 500 INDEX FUND	922908363	3/24/2015	6/17/2016	3,039		0	3,084	-45	0	0	0	0	0	0	0	0	0	-45	0
118	VANGUARD 500 INDEX FUND	922908363	3/29/2016	6/2/2016	17		0	16	1	0	0	0	0	0	0	0	0	0	1	0
119	WISDOMTREE EUR SIC DIV	97717W869	3/24/2015	2/9/2016	1,083		0	1,259	-176	0	0	0	0	0	0	0	0	0	-176	0
120	WISDOMTREE EUR SIC DIV	97717W869	12/29/2015	2/11/2016	37		0	41	-4	0	0	0	0	0	0	0	0	0	-4	0
121	TEMPLETON GLOBAL TOTAL	880208855	1/20/2016	2/19/2016	5		0	5	0	0	0	0	0	0	0	0	0	0	0	0
122	TEMPLETON GLOBAL TOTAL	880208855	2/18/2016	3/18/2016	0		0	0	0	0	0	0	0	0	0	0	0	0	0	0
123	POWERSHARS BUYBACK ACH	73935X286	4/1/2016	6/2/2016	9		0	8	1	0	0	0	0	0	0	0	0	0	1	0
124	PRINCIPAL MIDCAP FUND	74255L795	3/23/2016	6/17/2016	1,583		0	1,526	57	0	0	0	0	0	0	0	0	0	57	0
125	PRINCIPAL MIDCAP FUND	74255L795	3/23/2016	6/17/2016	19		0	18	1	0	0	0	0	0	0	0	0	0	1	0
126	TETON WESTWOOD MIGHTY	88166L876	12/8/2013	6/17/2016	24		0	24	0	0	0	0	0	0	0	0	0	0	0	0
127	TETON WESTWOOD MIGHTY	88166L876	12/8/2013	6/17/2016	24		0	23	1	0	0	0	0	0	0	0	0	0	1	0
128	SPDR S&P MIDCAP 400 ETF	78467Y107	3/24/2015	3/23/2016	772		0	838	-66	0	0	0	0	0	0	0	0	0	-66	0
129	SPDR S&P MIDCAP 400 ETF	78467Y107	1/17/2014	3/23/2016	772		0	738	34	0	0	0	0	0	0	0	0	0	34	0
130	SPDR S&P MIDCAP 400 ETF	78467Y107	2/1/2016	4/25/2016	186		0	179	7	0	0	0	0	0	0	0	0	0	7	0
131	SPDR S&P MIDCAP 400 ETF	78467Y107	5/2/2016	5/2/2016	5		0	5	0	0	0	0	0	0	0	0	0	0	0	0
132	TETON WESTWOOD MIGHTY	88166L876	11/29/2013	6/17/2016	24		0	24	0	0	0	0	0	0	0	0	0	0	0	0
133	TETON WESTWOOD MIGHTY	88166L876	11/29/2013	6/17/2016	494		0	507	-13	0	0	0	0	0	0	0	0	0	-13	0
134	TETON WESTWOOD MIGHTY	88166L876	1/12/2015	6/17/2016	9		0	9	0	0	0	0	0	0	0	0	0	0	0	0
135	TETON WESTWOOD MIGHTY	88166L876	3/24/2015	6/17/2016	753		0	799	-46	0	0	0	0	0	0	0	0	0	-46	0
136	SALE OF DUNE CAPITAL INT		1/1/2013	9/00/2016	9,717		0	869,837	-857,120	0	0	0	0	0	0	0	0	0	-857,120	0

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

												0	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account		
1	MR JOHN THAIN		350 PURCHASE STREET	RYE	NY	10580		CO-TRUSTEE	1 00	0				
2	MRS CARMEN M THAIN		350 PURCHASE STREET	RYE	NY	10580		CO-TRUSTEE	1 00	0				

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

	Date		Amount
1 Credit from prior year return . . . . .		1	0
2 First quarter estimated tax payment . . . . .	6/14/2016	2	1,040
3 Second quarter estimated tax payment . . . . .	7/14/2016	3	1,040
4 Third quarter estimated tax payment . . . . .	10/14/2016	4	1,409
5 Fourth quarter estimated tax payment . . . . .	1/13/2017	5	1,163
6 Other payments . . . . .		6	
7 Total . . . . .		7	4,652