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Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning JUL 1, 2016, and ending JUN 30, 2017

Name of foundation  
**BONBRIGHT FAMILY FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address)  
**14 SCORTON MARSH RD**

Room/suite  
Room/suite

City or town, state or province, country, and ZIP or foreign postal code  
**EAST SANDWICH, MA 02537**

A Employer identification number  
**03-6089090**

B Telephone number  
**508-833-6191**

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 ☐

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)  
**\$ 1,087,003.** (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

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)
1	Contributions, gifts, grants, etc., received				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	69.	69.	69.	STATEMENT 1
4	Dividends and interest from securities	39,272.	39,272.	39,272.	STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	8,189.			
b	Gross sales price for all assets on line 6a	330,971.			
7	Capital gain net income (from Part IV, line 2)		8,189.		
8	Net short-term capital gain			N/A	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	624.	624.	624.	STATEMENT 3
12	Total. Add lines 1 through 11	48,154.	48,154.	39,965.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 4	1,700.	0.	0.	0.
c	Other professional fees				
17	Interest				
18	Taxes STMT 5	481.	0.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	882.	0.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	3,063.	0.	0.	0.
25	Contributions, gifts, grants paid	55,000.			55,000.
26	Total expenses and disbursements. Add lines 24 and 25	58,063.	0.	0.	55,000.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-9,909.			
b	Net investment income (if negative, enter -0-)		48,154.		
c	Adjusted net income (if negative, enter -0-)			39,965.	

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing		3.	3.
	2 Savings and temporary cash investments	31,852.	205,992.	205,992.
	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			
	b Investments - corporate stock <b>STMT 7</b>	878,447.	862,850.	881,008.
	c Investments - corporate bonds <b>STMT 8</b>	141,167.	0.	0.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 9</b>	27,288.	0.	0.	
14 Land, buildings, and equipment; basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,078,754.	1,068,845.	1,087,003.	
<b>Liabilities</b>	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 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds	1,165,264.	1,165,264.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	-86,510.	-96,419.		
30 <b>Total net assets or fund balances</b>	1,078,754.	1,068,845.		
31 <b>Total liabilities and net assets/fund balances</b>	1,078,754.	1,068,845.		

**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	1,078,754.
2 Enter amount from Part I, line 27a	2	-9,909.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,068,845.
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	1,068,845.

Form 990-PF (2016)

**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.)
<b>1a</b>			
<b>b</b> SEE ATTACHED STATEMENTS			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 330,971.		322,782.	8,189.

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			8,189.

<b>2</b> 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 }	<b>2</b>	8,189.
<b>3</b> 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	{ }	<b>3</b>	10,628.

**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	60,519.	1,097,470.	.055144
2014	58,441.	1,230,541.	.047492
2013	52,000.	1,189,051.	.043732
2012	48,000.	1,110,976.	.043205
2011	50,000.	1,025,135.	.048774

<b>2</b> Total of line 1, column (d)	<b>2</b>	.238347
<b>3</b> 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	<b>3</b>	.047669
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	<b>4</b>	1,104,870.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	52,668.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	482.
<b>7</b> Add lines 5 and 6	<b>7</b>	53,150.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	55,000.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	482.
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	482.
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	482.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		482.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>GA</u>		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2016)

**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? Website address ► <u>N/A</u>	13	X
14 The books are in care of ► <u>MARTHA M. MARTIN</u> Telephone no. ► <u>508-833-6191</u> Located at ► <u>14 SCORTON MARSH RD, EAST SANDWICH, MA</u> ZIP+4 ► <u>02537</u>		
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 ► <u>15</u> <u>N/A</u>		
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	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	<u>N/A</u>	1b
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
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is <b>not</b> 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.)	<u>N/A</u>	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?	<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.)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

Form 990-PF (2016)

**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
MARTHA M MARTIN	CO-TRUSTEE			
14 SCORTON MARSH ROAD				
EAST SANDWICH, MA 02537	0.00	0.	0.	0.
CAROL B CORWIN	CO-TRUSTEE			
8360 POMPAÑO RD				
HARRISBURG, NC 28075	0.00	0.	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

**Part VII** 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	
<b>Total.</b> Add lines 1 through 3	0.

Form 990-PF (2016)



**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	961,765.
b	Average of monthly cash balances	1b	159,930.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,121,695.
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	1,121,695.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,825.
5	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,104,870.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	55,244.

**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	55,244.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	482.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	482.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,762.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	54,762.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	54,762.

**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	55,000.
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	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	55,000.
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	482.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	54,518.

**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				54,762.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			53,461.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2016:				
<b>a</b> From 2011				
<b>b</b> From 2012				
<b>c</b> From 2013				
<b>d</b> From 2014				
<b>e</b> From 2015				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4: ► \$ 55,000.				
<b>a</b> Applied to 2015, but not more than line 2a			53,461.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2016 distributable amount				1,539.
<b>e</b> Remaining amount distributed out of corpus	0.			
<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))	0.			0.
<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	0.			
<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		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				53,223.
<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)	0.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2012				
<b>b</b> Excess from 2013				
<b>c</b> Excess from 2014				
<b>d</b> Excess from 2015				
<b>e</b> Excess from 2016				



**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
<b>a Paid during the year</b>				
CANNON MEMORIAL YMCA PO BOX 46 KANNAPOLIS, NC 28082			TO PROVIDE SCHOLARSHIPS FOR CHILDREN AND FAMILIES ALLOWING THEM TO PARTICIPATE IN PROGRAMS PROMOTING	500.
CHARLOTTE SOCCER ACADEMY 901 SAM NEWELL RD MATTHEWS, NC 28105			SUPPORT FOR YOUTH SOCCER PROGRAMS WHICH STRESS PROPER ATTITUDE, PHILOSOPHY AND CORE VALUES	1,000.
COASTAL HOSPICE PO BOX 1733 SALISBURY, MD 21802			SUPPORT FOR HOSPICE PROMOTING DIGNITY AND QUALITY OF LIFE FOR PATIENTS AND FAMILIES WHO FACE LIFE-LIMITING	4,000.
COLLEGIATE SCHOOL 103 N MOORELAND RD RICHMOND, VA 23229			TO SUPPORT THE SCHOOLS ONGOING CAPITAL PROJECTS INCLUDING THE TRANSFORMATION OF MCFALL HALL, BURKE	5,000.
HICKORY RIDGE MIDDLE SCHOOL - PTO 7336 RAGING RIDGE ROAD HARRISBURG, NC 28075			TO PROVIDE RECOURCES ACROSS THE SCHOOL FOR THE BENEFIT OF ALL THE STUDENTS.	5,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>3a</b> 55,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>3b</b> 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) Exclu- sion code	(d) Amount	
Enter gross amounts unless otherwise indicated.				
1 Program service revenue:				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments		14	69.	
4 Dividends and interest from securities		14	39,272.	
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		14	624.	
8 Gain or (loss) from sales of assets other than inventory		14	8,189.	
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.	48,154.	0.
13 Total. Add line 12, columns (b), (d), and (e)				48,154.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

**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.		

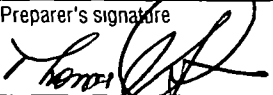
[illegible]

**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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee <b>▶ Thomas M. Martin</b>		Date <b>10/19/17</b>			Title <b>▶ TRUSTEE</b>	
Paid Preparer Use Only	Print/Type preparer's name <b>THOMAS J ANDERSON, CPA</b>		Preparer's signature 		Date <b>10/18/17</b>	Check <input checked="" type="checkbox"/> if self-employed	PTIN <b>P00631517</b>
	Firm's name ▶ <b>THOMAS J. ANDERSON, CPA</b>					Firm's EIN ▶ <b>04-3259218</b>	
	Firm's address ▶ <b>93 RTE 6A SANDWICH, MA 02563</b>					Phone no. <b>508-888-4054</b>	

Form **990-PF** (2016)

**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	REALTY INCM CRP MD PV\$1 - 1000 SH	P	11/06/13	04/28/17
b	COCA COLA COM - 600 SH	P	03/08/16	04/03/17
c	OCH-ZIFF CAPTL MANGMT GR CLASS A COM - 3000. SH	P	VARIOUS	12/20/16
d	NEXTERA ENERGY CAPITAL SERIES H JR SUB DEB - 1000	P	03/08/16	08/29/16
e	NEXTERA ENERGY CAPITAL SERIES H JR SUB DEB - 1000	P	06/14/13	08/29/16
f	AFLAC INC NEW MONEY - 2000. SH	P	VARIOUS	08/25/16
g	BB&T CORPORATION SER E NON-COM PFD - 1000. SH	P	03/08/16	09/01/16
h	BB&T CORPORATION SER E NON-COM PFD - 1500. SH	P	07/05/12	08/23/16
i	BB&T CORPORATION SER E NON-COM PFD - 1000. SH	P	02/08/13	09/01/16
j	ROYAL BANK CANADA PV\$1 - 500. SH	P	03/08/16	07/21/16
k	TARGA RESOURCES CORP - 362. SH	P	02/18/16	08/08/16
l				
m				
n				
o				

(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 57,889.		42,497.	15,392.
b 24,980.		26,825.	-1,845.
c 8,810.		26,426.	-17,616.
d 25,694.		26,144.	-450.
e 25,694.		24,414.	1,280.
f 52,799.		50,573.	2,226.
g 25,547.		25,755.	-208.
h 38,756.		40,076.	-1,320.
i 25,547.		26,103.	-556.
j 30,216.		27,347.	2,869.
k 15,039.		6,622.	8,417.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			15,392.
b			-1,845.
c			-17,616.
d			** -450.
e			1,280.
f			2,226.
g			** -208.
h			-1,320.
i			-556.
j			** 2,869.
k			** 8,417.
l			
m			
n			
o			

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	8,189.
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	10,628.

**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
NATIONAL DANCE EDUCATION ORGANIZATION 8609 SECOND AVE. - SUITE #203-B SILVER SPRING, MD 20910			ADVANCEMENT OF DANCE EDUCATION CENTERED IN THE ARTS.	12,500.
HICKORY RIDGE HIGH SCHOOL THEATRE BOOSTERS 7321 RAGING RIDGE ROAD HARRISBURG, NC 28075			TO PROVIDE NEEDED EQUIPMENT, COSTUMING, PROPS AND SETS FOR THE HICKORY RIDGE HIGH SCHOOL THEATRE	5,000.
MAKE-A-WISH 2810 N PARHAM RD - SUITE 302 RICHMOND, VA 23294			TO PROVIDE EMPOWERING, SPIRIT-LIFTING EXPERIENCES TO CHILDREN DIAGNOSED WITH LIFE-THREATENING	1,000.
NON-EVENT 25 CUSTER STREET #3 JAMAICA PLAIN, MA 02130			SPONSORSHIP OF THE PROJECT "CO-EXISTENCE, AN EXPERIMENTAL MUSIC RESIDENCY".	5,000.
PUT ON THE BRAKES 7140 WEDDINGTON RD, NW - SUITE 120 CONCORD, NC 28027			TO SUPPORT THEIR MISSION OF SAVING LIVES BY PROVIDING TEENAGERS WITH HANDS-ON TRAINING IN	1,000.
SPARC 2106 NORTH HAMILTON STREET RICHMOND, VA 23230			TO PROFOUNDLY INFLUENCE YOUNG PEOPLE'S LIVES THROUGH EXCEPTIONAL PERFORMING ARTS EDUCATION.	2,500.
SOLDIERS UNDERTAKING DISABLED SCUBA 1960 GALLOWS ROAD #320 VIENNA, VA 22182			TRAINING WOUNDED, INJURED AND ILL SERVICE MEMBERS TO DIVE AS PART OF THEIR REHABILITATION.	4,000.
ST. JOHN'S COLLEGE HIGH SCHOOL 2607 MILITARY ROAD NW CHEVY CHASE, DC 20015			TO SUPPORT THE SCHOOL'S LASALLIAN MISSION TO EDUCATE YOUNG MEN AND WOMEN.	2,000.
THE SALISBURY SCHOOL 6279 HOBBS RD SALISBURY, MD 21804			TOWARDS PROVIDING SCHOOL WITH TOP QUALITY FACULTY, TO SUPPLY ART AND MUSIC ROOMS WITH TOOLS THAT	4,500.
VIRGINIA SQUASH PO BOX 2514 RICHMOND, VA 23218			FOR SQUASHROCKS PROGRAM WHICH EDUCATES AND SUPPLIES EQUIPMENT TO INNER-CITY KIDS TO BUILD CONFIDENCE.	1,000.
<b>Total from continuation sheets</b>				<b>39,500.</b>



**3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - CANNON MEMORIAL YMCA

TO PROVIDE SCHOLARSHIPS FOR CHILDREN AND FAMILIES ALLOWING THEM TO  
PARTICIPATE IN PROGRAMS PROMOTING PHYSICAL, EMOTIONAL, SOCIAL AND  
SPIRITUAL WELL-BEING.

NAME OF RECIPIENT - CHARLOTTE SOCCER ACADEMY

SUPPORT FOR YOUTH SOCCER PROGRAMS WHICH STRESS PROPER ATTITUDE,  
PHILOSOPHY AND CORE VALUES CONDUCIVE TO ENJOYMENT OF THE GAME AND BEING  
PART OF A TEAM.

NAME OF RECIPIENT - COASTAL HOSPICE

SUPPORT FOR HOSPICE PROMOTING DIGNITY AND QUALITY OF LIFE FOR PATIENTS  
AND FAMILIES WHO FACE LIFE-LIMITING CONDITIONS.

NAME OF RECIPIENT - COLLEGIATE SCHOOL

TO SUPPORT THE SCHOOLS ONGOING CAPITAL PROJECTS INCLUDING THE  
TRANSFORMATION OF MCFALL HALL, BURKE HALL AND OATES THEATER.

NAME OF RECIPIENT - HICKORY RIDGE HIGH SCHOOL THEATRE BOOSTERS

TO PROVIDE NEEDED EQUIPMENT, COSTUMING, PROPS AND SETS FOR THE HICKORY  
RIDGE HIGH SCHOOL THEATRE DEPARTMENT.

NAME OF RECIPIENT - MAKE-A-WISH

TO PROVIDE EMPOWERING, SPIRIT-LIFTING EXPERIENCES TO CHILDREN DIAGNOSED  
WITH LIFE-THREATENING MEDICAL CONDITIONS.

NAME OF RECIPIENT - PUT ON THE BRAKES

TO SUPPORT THEIR MISSION OF SAVING LIVES BY PROVIDING TEENAGERS WITH

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

HANDS-ON TRAINING IN HOW TO AVOID AN ACCIDENT.

NAME OF RECIPIENT - THE SALISBURY SCHOOL

TOWARDS PROVIDING SCHOOL WITH TOP QUALITY FACULTY, TO SUPPLY ART AND  
MUSIC ROOMS WITH TOOLS THAT INSPIRE CREATIVITY AND TO CREATE A SAFE AND  
NURTURING PHYSICAL ENVIRONMENT FOR THE STUDENTS.

NAME OF RECIPIENT - VIRGINIA SQUASH

FOR SQUASHROCKS PROGRAM WHICH EDUCATES AND SUPPLIES EQUIPMENT TO  
INNER-CITY KIDS TO BUILD CONFIDENCE, COOPERATION, TEAMWORK AND OTHER  
LIFE SKILLS THROUGH SQUASH.

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH	42.	42.	42.
TARGA RESOURCES PARTNERS	27.	27.	27.
TOTAL TO PART I, LINE 3	69.	69.	69.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ASTRAZENECA PLC					
SPND ADR	950.	0.	950.	950.	950.
BANK OF AMERICA	2,700.	0.	2,700.	2,700.	2,700.
BB&T CORPORATION	1,252.	0.	1,252.	1,252.	1,252.
CENTURYLINK	6,480.	0.	6,480.	6,480.	6,480.
CITIGROUP	96.	0.	96.	96.	96.
COCA COLA	852.	0.	852.	852.	852.
EXXONMOBIL	5,646.	0.	5,646.	5,646.	5,646.
FRANKLIN INCOME	1,775.	0.	1,775.	1,775.	1,775.
GENERAL ELECTRIC	3,760.	0.	3,760.	3,760.	3,760.
GOLDMAN SACHS GROUP	1,575.	0.	1,575.	1,575.	1,575.
JP MORGAN CHASE	1,531.	0.	1,531.	1,531.	1,531.
KAYNE ANDERSON MLP	2,100.	0.	2,100.	2,100.	2,100.
MERK AND CO	930.	0.	930.	930.	930.
NATIONAL RETAIL					
PPTYS	1,425.	0.	1,425.	1,425.	1,425.
PFIZER	1,116.	0.	1,116.	1,116.	1,116.
REALTY INCM CRP MD					
PV\$1	2,252.	0.	2,252.	2,252.	2,252.
STARWOOD PPTY TR					
INC	2,688.	0.	2,688.	2,688.	2,688.
THE SOUTHERN COMPANY	2,144.	0.	2,144.	2,144.	2,144.
TO PART I, LINE 4	39,272.	0.	39,272.	39,272.	39,272.

FORM 990-PF	OTHER INCOME		STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PUBLIC UTILITIES	122.	122.	122.	
TARGA RESOURCES	502.	502.	502.	
TOTAL TO FORM 990-PF, PART I, LINE 11	624.	624.	624.	

FORM 990-PF	ACCOUNTING FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	1,700.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	1,700.	0.	0.	0.

FORM 990-PF	TAXES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	481.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	481.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OCH-ZIFF MANAGEMENT - FROM K-1	862.	0.	0.	0.
BANK FEES	20.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	882.	0.	0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BANK OF AMERICA	24,697.	12,130.	
BERKSHIRE HATHAWAY INC.	50,240.	169,370.	
CENTURYLINK INC	120,619.	71,640.	
CITIGROUP INC	69,473.	10,032.	
EXXONMOBIL CORP	103,467.	161,460.	
GENERAL ELECTRIC	133,296.	108,040.	
BANK OF AMERICA	40,000.	41,104.	
STARWOOD PPTY TR INC	30,883.	31,346.	
KANYE ANDERSON MLP	33,936.	18,850.	
REALTY INCM CRP MD PV\$1 REIT	0.	0.	
ROYAL BANK CANADA	0.	0.	
PFIZER INC	27,075.	30,231.	
NATIONAL RETAIL PROPERTIES	26,030.	25,460.	
NEXTERA ENERGY CAPITAL	0.	0.	
GOLDMAN SACHS GROUP INC	25,807.	27,430.	
COCA COLA COM	0.	0.	
BB&T CORPORATION	0.	0.	
JP MORGAN CHASE & CO	25,911.	26,950.	
TARGA RESOURCES CORP	0.	0.	
MERK AND CO INC	26,664.	32,045.	
ASTRAZENECA PLC SPND ADR	27,412.	34,090.	
FRONTIER COMMUNICATIONS CORP	25,000.	5,800.	
THE SOUTHERN COMPANY	22,340.	25,010.	
THE SOUTHERN COMPANY	50,000.	50,020.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	862,850.	881,008.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
NEXTERA ENERGY CAPITAL	0.	0.	
BB&T CORPORATION	0.	0.	
BB&T CORPORATION	0.	0.	
AFLAC INC	0.	0.	
AFLAC INC	0.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.	

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OCH-ZIFF CAPITAL MANAGEMENT	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.