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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**

Open to Public Inspection

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).

For calendar year 2016 or tax year beginning 8/1/2016, and ending 7/31/2017

Name of foundation  
**MANOTA E SIMON FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**Wells Fargo Bank N.A. Trust Tax Dept - 100 N Main St MAC D4001-117**

City or town, state or province, country, and ZIP or foreign postal code  
**Winston Salem NC 27101**

Foreign country name Foreign province/state/country Foreign postal code

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 **64**  
☐ 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) **\$ 2,454,796**

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

A Employer identification number  
**36-3990765**

B Telephone number (see instructions)  
**(888) 730-4933**

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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" 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	54,393	54,393		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	72,776			
	b Gross sales price for all assets on line 6a 452,535				
	7 Capital gain net income (from Part IV, line 2)		72,776		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	127,169	127,169	0	
	13 Compensation of officers, directors, trustees, etc.	34,256	25,692		8,564
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,134			1,134
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,611	1,611		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	119	119		
	24 Total operating and administrative expenses. Add lines 13 through 23	37,120	27,422	0	9,698
	25 Contributions, gifts, grants paid	145,000			145,000
	26 Total expenses and disbursements. Add lines 24 and 25	182,120	27,422	0	154,698
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-54,951			
	b Net investment income (if negative, enter -0-)		99,747		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2016)

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ENVELOPE  
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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash—non-interest-bearing . . . . .					
	2 Savings and temporary cash investments . . . . .			78,186	50,956	50,956
	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) . . . . .			1,758,718	1,729,981	2,403,840	
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) . . . . .			1,836,904	1,780,937	2,454,796	
<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 (attach schedule) . . . . .					
	22 Other liabilities (describe ▶ . . . . .)					
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .			0	0	
<b>Net Assets or Fund Balances</b>	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 . . . . .			1,836,904	1,780,937	
	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) . . . . .			1,836,904	1,780,937		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .			1,836,904	1,780,937		

**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	1,836,904
2 Enter amount from Part I, line 27a . . . . .	2	-54,951
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement . . . . .	3	1,428
4 Add lines 1, 2, and 3 . . . . .	4	1,783,381
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement . . . . .	5	2,444
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	1,780,937

**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> See Attached Statement				
<b>b</b>				
<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>				
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) 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		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<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>	72,776
<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) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . . }			<b>3</b>	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	125,984	2,290,716	0.054998
2014	119,045	2,502,290	0.047574
2013	105,181	2,426,658	0.043344
2012	114,246	2,245,337	0.050881
2011	104,596	2,122,905	0.049270
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.246067
<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> 0.049213
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 . . . . .			<b>4</b> 2,374,708
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 116,867
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 997
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 117,864
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .			<b>8</b> 154,698

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	997	
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	997	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	997	
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	507	
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	507	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	490	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	0	
11	Enter the amount of line 10 to be: <b>Credited to 2017 estimated tax</b> <b>Refunded</b>	11	0	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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
c Did the foundation file <b>Form 1120-POL</b> 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. ► \$ (2) On foundation managers. ► \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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 <b>Form 990-T</b> for this year?	N/A	
5 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
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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NE		
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	
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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**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?	13	X	

Website address ► N/A

14 The books are in care of ► WELLS FARGO BANK N.A Telephone no. ► 888-730-4933  
 Located at ► 100 N Main St MAC D4001-117 Winston Salem NC ZIP+4 ► 27101

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

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

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

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

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

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float:right"><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</span>			
	(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)? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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.) <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
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 <span style="float:right">► <input type="checkbox"/></span>	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? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____			
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.)	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? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
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)? **5b** N/AOrganizations 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? **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
Wells Fargo Bank, N.A. 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	34,256		

**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		

Total number of others receiving over \$50,000 for professional services . . . . . ▶

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

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

	Expenses
1 NONE	
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	

Total. Add lines 1 through 3 . . . . . ▶ 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>	2,332,458
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	78,413
<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>	2,410,871
<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>	2,410,871
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	36,163
<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>	2,374,708
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	118,735

**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>	118,735
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5 . . . . .	<b>2a</b>	997
<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>	997
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	117,738
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	117,738
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	117,738

**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>	154,698
<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>	154,698
<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>	997
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	153,701

**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 . . . . .				117,738
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only . . . . .			100,220	
<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 . . . . .				
<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: ► \$ 154,698				
<b>a</b> Applied to 2015, but not more than line 2a . . . . .			100,220	
<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 . . . . .				54,478
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<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 . . . . .	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 . . . . .				
<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 . . . . .				63,260
<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) . . . . .				
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .				
<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 X Private Operating Foundations** (see instructions and Part VII-A, question 9)**N/A**

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
				0
<b>b</b> 85% of line 2a . . . . .				0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .				0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:				
<b>a</b> "Assets" alternative test—enter:				
<b>(1)</b> Value of all assets . . . . .				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .				0
<b>c</b> "Support" alternative test—enter:				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .				0
<b>(3)</b> Largest amount of support from an exempt organization . . . . .				0
<b>(4)</b> Gross investment income . . . . .				0

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			<b>3a</b>	145,000
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			<b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments . . . . .					
3	Interest on savings and temporary cash investments . . . . .					
4	Dividends and interest from securities . . . . .			14	54,393	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property . . . . .					
b	Not debt-financed property . . . . .					
6	Net rental income or (loss) from personal property					
7	Other investment income . . . . .					
8	Gain or (loss) from sales of assets other than inventory			18	72,776	
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		127,169	0
13	Total. Add line 12, columns (b), (d), and (e) . . . . .				13	127,169

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

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

[illegible]



**Supplemental Information:**

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

Wells Fargo Bank N.A  
100 N Main Street Mac 4001-117  
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.

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

Recipient(s) paid during the year

**Name**

COMPLETELY KIDS

**Street**

2566 ST MARYS AVE

**City**

OMAHA

**State**

NE

**Zip Code**

68105

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

NEBRASKA HUMANE SOCIETY

**Street**

8929 FORT ST

**City**

OMAHA

**State**

NE

**Zip Code**

68134

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

13,000

**Name**

GESU HOUSING INC

**Street**

5008 DODGE ST

**City**

OMAHA

**State**

NE

**Zip Code**

68132

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

20,000

**Name**

RESPECT2

**Street**

820 S 75TH STREET

**City**

OMAHA

**State**

NE

**Zip Code**

68114

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

CHILDREN'S HOSPITAL &amp; MEDICAL CTR FN

**Street**

8401 W DODGE RD STE 160

**City**

OMAHA

**State**

NE

**Zip Code**

68114

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

OMAHA STREET SCHOOL

**Street**

3223 N 45TH STREET

**City**

OMAHA

**State**

NE

**Zip Code**

68104

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

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

Recipient(s) paid during the year

**Name**

HOPE CENTER FOR KIDS

**Street**

2200 NORTH 20TH STREET

**City**

OMAHA

**State**

NE

**Zip Code**

68110

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

15,000

**Name**

SIENA FRANCIS HOUSE

**Street**

1702 NICHOLAS STREET

**City**

OMAHA

**State**

NE

**Zip Code**

68101

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

SPECIAL OLYMPICS NEBRASKA EARMARK OMAHA TENNIS BUDDIES

**Street**

510 S 157TH CIRCLE

**City**

OMAHA

**State**

NE

**Zip Code**

68118

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

CASA FOR DOUGLAS COUNTY

**Street**

2412 St Marys Ave

**City**

OMAHA

**State**

NE

**Zip Code**

68105

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

10,000

**Name**

FOOD BANK FOR THE HEARTLAND

**Street**

10525 J St

**City**

OMAHA

**State**

NE

**Zip Code**

68127

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

20,000

**Name**

CORNBELT DIABETES CONNECTION

**Street**

9905 S 173rd Circle

**City**

OMAHA

**State**

NE

**Zip Code**

68136

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000



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

Recipient(s) paid during the year

Name

ANGELS AMONG US

Street

3516 N 163RD PLAZA

City

OMAHA

State

NE

Zip Code

68116

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

KIDS CAN COMMUNITY CENTER

Street

4860 Q ST

City

OMAHA

State

NE

Zip Code

68117

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

PROJECT KINDLE, INC

Street

PO BOX 81147

City

LINCOLN

State

NE

Zip Code

68501

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

RADIO TALKING BOOK SERVICE, INC

Street

7101 NEWPORT AVENUE

City

OMAHA

State

NE

Zip Code

68152

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

YOUTH EMERGENCY SERVICES, INC.

Street

2679 FARNAM ST

City

OMAHA

State

NE

Zip Code

68131

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount		Totals		Gross Sales		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss			
Short Term CG Distributions		986		0		Capital Gains/Losses Other sales		452,535		379,759		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	EATON CORP PLC	G29183103					12/3/2012	4/6/2017	749	471					0
2	EATON CORP PLC	G29183103	X				12/3/2012	6/28/2017	387	236					0
3	AFFILIATED MANAGERS GROUP INC	008252108	X				12/21/2016	4/6/2017	2,410	2,216					0
4	AFFILIATED MANAGERS GROUP INC	008252108	X				1/22/2016	5/18/2017	751	672					0
5	ALPHABET INC CL C	02079K107	X				11/8/2016	5/18/2017	4,659	3,956					0
6	AMERIPRISE FINL INC	03076C106	X				8/25/2015	6/28/2017	1,290	1,110					0
7	APPLE INC	037833100	X				5/6/2015	4/6/2017	2,159	1,863					0
8	APPLE INC	037833100	X				11/11/2011	4/6/2017	2,159	823					0
9	APPLE INC	037833100	X				11/11/2011	5/18/2017	8,406	3,018					0
10	APPLE INC	037833100	X				11/11/2011	6/28/2017	2,184	823					0
11	BAYER AG - ADR	072730302	X				12/21/2016	5/18/2017	1,298	1,036					0
12	BERKSHIRE HATHAWAY INC	084670702	X				5/6/2009	10/3/2016	16,527	7,082					0
13	BERKSHIRE HATHAWAY INC	084670702	X				5/6/2009	5/18/2017	811	308					0
14	BOEING CO	097023105	X				1/12/2016	10/3/2016	4,593	4,609					0
15	BOEING CO	097023105	X				8/7/2014	3/24/2017	6,142	4,188					0
16	BOEING CO	097023105	X				11/11/2011	3/24/2017	1,755	672					0
17	BOEING CO	097023105	X				11/11/2011	4/6/2017	1,777	672					0
18	CME GROUP INC	12572Q105	X				8/30/2012	9/30/2016	7,319	3,820					0
19	CME GROUP INC	12572Q105	X				8/30/2012	4/6/2017	236	109					0
20	CME GROUP INC	12572Q105	X				6/7/2012	4/6/2017	5,660	2,574					0
21	CVS HEALTH CORPORATION	126650100	X				11/11/2011	6/28/2017	2,448	1,176					0
22	CELANESE CORP	150870103	X				12/21/2016	4/6/2017	2,299	2,033					0
23	CELANESE CORP	150870103	X				11/24/2014	4/6/2017	920	611					0
24	CISCO SYSTEMS INC	17275R102	X				8/10/2015	5/18/2017	2,031	1,860					0
25	CITIGROUP INC	172967424	X				3/25/2014	4/6/2017	1,800	1,511					0
26	CITIGROUP INC	172967424	X				3/25/2014	6/28/2017	1,301	1,007					0
27	COGNIZANT TECH SOLUTION	192446102	X				3/16/2016	4/6/2017	871	884					0
28	COGNIZANT TECH SOLUTION	192446102	X				3/16/2016	5/18/2017	978	884					0
29	COMCAST CORP CLASS A	20030N101	X				9/30/2016	4/6/2017	1,143	998					0
30	COMCAST CORP CLASS A	20030N101	X				11/11/2011	4/6/2017	191	56					0
31	CUMMINS INC	231021106	X				11/14/2013	11/8/2016	13,090	13,238					0
32	COMCAST CORP CLASS A	20030N101	X				11/11/2011	6/28/2017	199	56					0
33	CREDIT SUISSE COMM RET	22544R305	X				2/16/2016	6/28/2017	14,196	12,993					0
34	CUMMINS INC	231021106	X				2/10/2014	8/31/2016	4,382	4,646					0
35	DIAGEO PLC - ADR	25243Q205	X				4/22/2016	5/18/2017	1,200	1,095					0
36	CUMMINS INC	231021106	X				8/7/2014	8/31/2016	3,130	3,481					0
37	WALT DISNEY CO	254687106	X				10/27/1994	4/6/2017	1,133	132					0
38	WALT DISNEY CO	254687106	X				10/27/1994	6/28/2017	534	66					0
39	GILEAD SCIENCES INC	375558103	X				3/16/2016	4/6/2017	662	903				241	0
40	GILEAD SCIENCES INC	375558103	X				3/3/2016	6/28/2017	719	916					0
41	GILEAD SCIENCES INC	375558103	X				3/16/2016	6/28/2017	359	452					0
42	HAIN CELESTIAL GROUP INC	405271100	X				1/12/2016	4/6/2017	927	973					0
43	ISHARES MSCI EMERGING M	464287234	X				5/16/2006	4/6/2017	5,923	5,150					0
44	ISHARES MSCI EMERGING M	464287234	X				12/12/2006	4/6/2017	1,974	1,848					0
45	ISHARES MSCI EMERGING M	464287234	X				4/11/2006	4/6/2017	4,383	3,716					0
46	ISHARES MSCI EAFE ETF	464287465	X				9/13/2007	6/27/2017	8,162	9,848					0
47	ISHARES MSCI EAFE ETF	464287465	X				8/7/2007	6/27/2017	1,828	2,193					0
48	ISHARES RUSSELL 2000 ETF	464287655	X				4/26/2012	6/27/2017	9,962	5,803					0
49	JPMORGAN CHASE & CO	46625H100	X				3/13/2000	9/30/2016	3,929	3,189					0
50	JPMORGAN CHASE & CO	46625H100	X				8/21/2000	9/30/2016	4,396	3,384					0
51	JPMORGAN CHASE & CO	46625H100	X				3/1/2016	4/6/2017	6,045	4,138					0
52	JPMORGAN CHASE & CO	46625H100	X				3/1/2016	6/28/2017	1,800	1,182					0
53	JPMORGAN HIGH YIELD FUN	4812C0803	X				5/16/2016	11/10/2017	46,239	44,120					0
54	LAS VEGAS SANDS CORP	517834107	X				9/10/2014	8/31/2016	1,508	1,888				380	0
55	TJX COMPANIES INC	872540109	X				6/29/2011	6/28/2017	1,065	387					0
56	TARGET CORP	87612E106	X				6/25/2014	12/1/2016	2,721	2,035					0
57	TARGET CORP	87612E106	X				8/21/2000	12/1/2016	1,166	386					0
58	TARGET CORP	87612E106	X				8/21/2000	5/18/2017	559	257					0
59	THERMO FISHER SCIENTIFIC	883556102	X				7/10/2009	5/18/2017	861	192					0
60	THORNBURG INTL VALUE FUN	885215566	X				12/12/2005	4/6/2017	24,500	18,410					0
61	TOTAL S.A. - ADR	89151E109	X				12/22/2014	4/6/2017	1,033	1,049					0
62	TOTAL S.A. - ADR	89151E109	X				12/22/2014	6/28/2017	757	787					0
63	UNION PACIFIC CORP	907818108	X				10/23/2015	4/6/2017	1,069	971					0
64	UNION PACIFIC CORP	907818108	X				10/23/2015	6/28/2017	544	485					0
65	UNION PACIFIC CORP	907818108	X				10/30/2015	6/28/2017	544	447					0
66	UNITED PARCEL SERVICE-C	911312106	X				3/24/2017	4/6/2017	1,067	1,049					0
67	UNITED PARCEL SERVICE-C	911312106	X				3/24/2017	6/28/2017	1,104	1,049					0
68	UNITEDHEALTH GROUP INC	91324P102	X				11/11/2011	4/6/2017	3,312	945					0
69	VANGUARD INFLAT-PROT SE	922031737	X				5/16/2016	6/28/2017	10,187	10,440					0
70	VANGUARD FTSE EMERGING	922042858	X				10/1/2015	6/27/2017	9,988	8,095					0
71	LAS VEGAS SANDS CORP	517834107	X				10/10/2014	11/8/2016	1,770	2,112					0
72	LAS VEGAS SANDS CORP	517834107	X				9/10/2014	11/8/2016	2,951	3,147					0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions Short Term CG Distributions	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	Totals		Capital Gains/Losses Other sales	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments			Net Gain or Loss
986													452,535	379,759	0		72
73	LAS VEGAS SANDS CORP	517834107	X				9/10/2014	4/6/2017	2,273				2,517				
74	LAS VEGAS SANDS CORP	517834107	X				9/10/2014	6/28/2017	649				629				
75	ELI LILLY & CO COM	532457108	X				10/3/2016	4/6/2017	2,132				2,017				
76	MANULIFE FINANCIAL CORP	56501R106	X				3/1/2016	6/28/2017	1,304				1,054				
77	MANULIFE FINANCIAL CORP	56501R106	X				3/1/2016	6/28/2017	1,564				1,194				
78	MCKESSON CORP	58155Q103	X				3/16/2016	4/6/2017	725				782				
79	MCKESSON CORP	58155Q103	X				3/16/2016	6/28/2017	833				782				
80	MCKESSON CORP	58155Q103	X				11/7/2012	6/28/2017	833				474				
81	MERCK & CO INC NEW	58933Y105	X				12/21/2016	4/6/2017	1,903				1,790				
82	MERCK & CO INC NEW	58933Y105	X				4/22/2016	4/6/2017	952				851				
83	MET WEST TOTAL RETURN E	592905509	X				5/16/2016	6/27/2017	13,785				14,017				
84	MICROSOFT CORP	594918104	X				10/3/2016	4/6/2017	2,296				2,013				
85	MICROSOFT CORP	594918104	X				4/22/2016	6/28/2017	1,043				777				
86	MONSANTO CO NEW	61166W101	X				4/22/2015	12/21/2016	10,520				11,684				-1
87	MONSANTO CO NEW	61166W101	X				7/8/2015	12/21/2016	8,416				8,490				
88	MONSANTO CO NEW	61166W101	X				10/23/2015	12/21/2016	4,208				3,657				
89	PNC FINANCIAL SERVICES G	693475105	X				5/27/2015	4/6/2017	1,192				960				
90	PNC FINANCIAL SERVICES G	693475105	X				5/27/2015	6/28/2017	1,853				1,440				
91	POWERSHARES DB COMMO	73935S105	X				1/29/2008	6/27/2017	4,541				10,403				-5
92	POWERSHARES DB COMMO	73935S105	X				6/17/2008	6/27/2017	4,541				14,177				-9
93	BOSTON P LINGSHIRT RES-IN	74923K581	X				3/19/2014	4/6/2017	24,500				22,485				2
94	ROCHE HOLDINGS LTD - ADP	771195104	X				3/3/2015	4/6/2017	960				1,027				
95	ROCHE HOLDINGS LTD - ADP	771195104	X				3/3/2015	5/18/2017	506				514				
96	T ROWE PRICE INST FLOAT F	77958B402	X				7/25/2014	1/10/2017	14,737				15,000				
97	T ROWE PRICE INST FLOAT F	77958B402	X				5/16/2016	1/10/2017	3,788				3,720				
98	SPDR S&P MIDCAP 400 ETF	78467Y107	X				9/4/2007	4/6/2017	24,490				12,491				11
99	SPDR S&P MIDCAP 400 ETF	78467Y107	X				9/4/2007	6/27/2017	23,764				11,858				11
100	SCHLUMBERGER LTD	806857108	X				11/24/2014	4/6/2017	1,575				1,971				
101	SPIRIT AEROSYSTEMS HOLD	848574109	X				10/3/2016	6/28/2017	1,155				904				
102	SUNCOR ENERGY INC NEW	867224107	X				7/8/2015	4/6/2017	774				677				
103	SUNCOR ENERGY INC NEW	867224107	X				7/8/2015	6/28/2017	1,183				1,082				
104	POWERSHARES SECTION 12		X						1,298				0				1
105	POWERSHARES ST GAIN		X						124				0				
106	POWERSHARES LT LOSS		X						0				12				

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

		1,134	0	0	1,134
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,134			1,134

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

		1,611	1,611	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,611	1,611		

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

		119	119	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	41	41		
2	PARTNERSHIP EXPENSES	78	78		

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

		1,758,718	1,729,981	2,403,840
Asset Description		Book Value	Book Value	FMV
1	Basis of Valuation	End of Year	End of Year	End of Year
2	THERMO FISHER SCIENTIFIC INC	0	4,380	20,010
3	TOTAL FINA ELF S.A. ADR	0	16,076	17,430
4	UNION PACIFIC CORP	0	5,607	26,976
5	MCKESSON CORP	0	9,008	15,378
6	MANULIFE FINANCIAL CORP	0	15,952	24,435
7	UNITED PARCEL SERVICE-CL B	0	11,689	18,088
8	TARGET CORP	0	4,653	10,257
9	UNITEDHEALTH GROUP INC	0	9,501	38,554
10	HAIN CELESTIAL GROUP INC	0	12,684	14,307
11	BLACKROCK INC	0	11,635	15,782
12	MET WEST TOTAL RETURN BOND CL I 51	0	216,748	213,691
13	FID ADV EMER MKTS INC-CL I 607	0	44,991	45,503
14	T ROWE PRICE REAL ESTATE FD 122	0	27,350	27,340
15	ISHARES RUSSELL 2000	0	74,990	138,538
16	JPMORGAN CHASE & CO	0	11,043	23,409
17	SUNCOR ENERGY INC NEW F	0	19,876	24,465
18	ISHARES MSCI EAFE	0	41,076	46,650
19	MERCK & CO INC NEW	0	15,658	19,164
20	BERSHIRE HATHAWAY INC.	0	5,112	14,523
21	SPDR S&P MIDCAP 400 ETF TRUST	0	98,186	199,030
22	ALPHABET INC/CA	0	15,986	34,428
23	COMCAST CORP CLASS A	0	9,001	32,279
24	VANGUARD S/T CORP BOND ETF	0	61,328	61,705
25	ISHARES TR MSCI EMERGING MARKETS	0	10,728	14,848
26	THORNBURG INTL VALUE FUND-CL I 209	0	30,790	46,043
27	ISHARES DOW JONES SELECT DIVIDEND	0	36,748	55,662
28	VANGUARD REIT VIPER	0	51,612	81,648
29	LAS VEGAS SANDS CORP	0	15,101	16,327
30	CELANESE CORP	0	14,186	28,370
31	TE CONNECTIVITY LTD	0	12,672	15,596
32	VANGUARD EMERGING MARKETS ETF	0	109,196	142,148
33	CITIGROUP INC	0	21,589	30,460
34	AMERIPRISE FINL INC	0	18,856	25,354
35	SPIRIT AEROSYTSEMS HOLD-CL A	0	11,982	16,014
36	EATON CORP PLC	0	8,703	14,554
37	CME GROUP INC	0	5,469	12,507
38	SPDR DJ WILSHIRE INTERNATIONAL REA	0	35,599	33,644
39	ZOETIS INC	0	12,331	12,817
40	ROBECO BP LNG/SHRT RES-INS	0	100,522	119,675
41	NEUBERGER BERMAN LONG SH-INS #183	0	73,500	76,883
42	AFFILIATED MANAGERS GROUP INC	0	10,890	24,530
43	APPLE COMPUTER INC COM	0	19,700	53,394
44	BAYER A G SPONSORED ADR	0	10,874	13,287
45	BOEING COMPANY	0	8,528	30,792
46	CVS/CAREMARK CORPORATION	0	8,901	18,144

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

		1,758,718	1,729,981	2,403,840
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
Asset Description	Basis of Valuation			
47 CISCO SYSTEMS INC		0	17,351	28,588
48 COGNIZANT TECH SOLUTIONS CRP COM		0	23,199	28,421
49 DIAGEO PLC - ADR		0	12,180	18,019
50 WALT DISNEY CO		0	2,136	17,809
51 DODGE & COX INCOME FD COM 147		0	174,043	174,032
52 GILEAD SCIENCES INC		0	7,117	15,142
53 HOME DEPOT INC		0	14,583	14,212
54 ELI LILLY & CO COM		0	13,979	15,292
55 MICROSOFT CORP		0	23,263	46,892
56 PNC FINANCIAL SERVICES GROUP		0	19,784	27,048
57 ROCHE HOLDINGS LTD - ADR		0	23,165	21,875
58 SCHLUMBERGER LTD		0	24,458	21,746
59 TJX COS INC NEW		0	3,716	10,125



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

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

1	Mutual Fund Timing Difference	1	57
2	Federal Excise Tax Refund	2	1,363
3	Cost Basis Adjustment	3	8
4	Total	4	1,428

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

1	Partnership Income Adjustment	1	1,358
2	PY Return of Capital Adjustment	2	1,086
3	Total	3	2,444

**Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income**

Long Term CG Distributions													Amount	
Short Term CG Distributions													986	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	Gains Minus Excess FMV or Adj. Basis or Loss
1	EATON CORP PLC	G29183103		12/3/2012	4/6/2017	749		0	471	278	0	0	0	7
2	EATON CORP PLC	G29183103		12/3/2012	6/28/2017	387		0	236	151	0	0	0	7
3	AFFILIATED MANAGERS GRC	008252108		12/21/2016	4/6/2017	2,410		0	2,216	194	0	0	0	7
4	AFFILIATED MANAGERS GRC	008252108		1/22/2016	5/18/2017	751		0	3,956	672	0	0	0	7
5	ALPHABET INC CL C	02079K107		11/8/2016	5/18/2017	4,659		0	1,110	703	0	0	0	7
6	AMERIPRISE FINL INC	03076C106		8/25/2015	6/28/2017	1,290		0	1,863	180	0	0	0	7
7	APPLE INC	037833100		5/6/2015	4/6/2017	2,159		0	823	1,336	0	0	0	7
8	APPLE INC	037833100		11/11/2011	4/6/2017	2,159		0	3,018	5,388	0	0	0	7
9	APPLE INC	037833100		11/11/2011	5/18/2017	8,406		0	823	1,361	0	0	0	7
10	APPLE INC	037833100		11/11/2011	6/28/2017	2,184		0	1,036	262	0	0	0	7
11	BAYER AG - ADR	072730302		12/21/2016	5/18/2017	1,298		0	7,082	9,445	0	0	0	7
12	BERKSHIRE HATHAWAY INC	084670702		5/6/2009	10/3/2016	16,527		0	308	503	0	0	0	7
13	BERKSHIRE HATHAWAY INC	084670702		5/6/2009	5/18/2017	811		0	4,609	-16	0	0	0	7
14	BOEING CO	097023105		1/12/2016	10/3/2016	4,593		0	4,188	1,954	0	0	0	7
15	BOEING CO	097023105		8/7/2014	3/24/2017	6,142		0	672	1,083	0	0	0	7
16	BOEING CO	097023105		11/11/2011	4/6/2017	1,755		0	672	1,105	0	0	0	7
17	BOEING CO	097023105		11/11/2011	4/6/2017	1,777		0	3,820	3,499	0	0	0	7
18	CME GROUP INC	12572Q105		8/30/2012	9/30/2016	7,319		0	109	127	0	0	0	7
19	CME GROUP INC	12572Q105		8/30/2012	4/6/2017	236		0	2,574	3,086	0	0	0	7
20	CME GROUP INC	12572Q105		6/7/2012	4/6/2017	5,660		0	1,176	1,272	0	0	0	7
21	CVS HEALTH CORPORATION	126650100		11/11/2011	6/28/2017	2,448		0	2,033	266	0	0	0	7
22	CELANESE CORP	150870103		12/21/2016	4/6/2017	2,299		0	611	309	0	0	0	7
23	CELANESE CORP	150870103		11/24/2014	4/6/2017	920		0	1,860	171	0	0	0	7
24	CISCO SYSTEMS INC	17275R102		8/10/2015	5/18/2017	2,031		0	1,511	289	0	0	0	7
25	CITIGROUP INC	172967424		3/25/2014	4/6/2017	1,800		0	1,007	294	0	0	0	7
26	CITIGROUP INC	172967424		3/25/2014	6/28/2017	1,301		0	884	-13	0	0	0	7
27	COGNIZANT TECH SOLUTION	192446102		3/16/2016	4/6/2017	871		0	884	94	0	0	0	7
28	COGNIZANT TECH SOLUTION	192446102		3/16/2016	5/18/2017	978		0	998	145	0	0	0	7
29	COMCAST CORP CLASS A	20030N101		9/30/2016	4/6/2017	1,143		0	56	135	0	0	0	7
30	COMCAST CORP CLASS A	20030N101		11/11/2011	4/6/2017	191		0	13,238	-148	0	0	0	7
31	COMCAST CORP CLASS A	231021106		11/14/2013	11/8/2016	13,090		0	56	143	0	0	0	7
32	COMCAST CORP CLASS A	20030N101		11/11/2011	6/28/2017	199		0	12,993	1,203	0	0	0	7
33	CREDIT SUISSE COMM RET	22544R305		2/16/2016	6/28/2017	14,196		0	4,646	-264	0	0	0	7
34	CUMMINS INC	231021106		2/10/2014	8/31/2016	4,382		0	1,095	105	0	0	0	7
35	DIAGEO PLC - ADR	25243Q205		4/22/2016	5/18/2017	1,200		0	3,481	-351	0	0	0	7
36	CUMMINS INC	231021106		8/7/2014	8/31/2016	3,130		0	132	1,001	0	0	0	7
37	WALT DISNEY CO	254687106		10/27/1994	4/6/2017	1,133		0	66	468	0	0	0	7
38	WALT DISNEY CO	254687106		10/27/1994	6/28/2017	534		0	903	0	0	0	0	7
39	GILEAD SCIENCES INC	375558103		3/16/2016	4/6/2017	662		241	916	-197	0	0	0	7
40	GILEAD SCIENCES INC	375558103		3/3/2016	6/28/2017	719		0	452	-93	0	0	0	7
41	GILEAD SCIENCES INC	375558103		3/16/2016	6/28/2017	359		0	973	-46	0	0	0	7
42	HAIN CELESTIAL GROUP INC	405217100		1/12/2016	4/6/2017	927		0	5,150	773	0	0	0	7
43	ISHARES MSCI EMERGING M	464287234		5/16/2006	4/6/2017	5,923		0	1,848	126	0	0	0	7
44	ISHARES MSCI EMERGING M	464287234		12/12/2006	4/6/2017	1,974		0	3,716	667	0	0	0	7
45	ISHARES MSCI EMERGING M	464287234		4/11/2006	4/6/2017	4,383		0	9,848	-1,686	0	0	0	7
46	ISHARES MSCI EAFE ETF	464287465		9/13/2007	6/27/2017	8,162		0	2,193	-365	0	0	0	7
47	ISHARES MSCI EAFE ETF	464287465		8/7/2007	6/27/2017	1,828		0	5,803	4,159	0	0	0	7
48	ISHARES RUSSELL 2000 ETF	464287655		4/26/2012	6/27/2017	9,962		0	3,189	740	0	0	0	7
49	JPMORGAN CHASE & CO	46625H100		3/13/2000	9/30/2016	3,929		0	3,384	1,012	0	0	0	7
50	JPMORGAN CHASE & CO	46625H100		8/21/2000	9/30/2016	4,396		0	4,138	1,907	0	0	0	7
51	JPMORGAN CHASE & CO	46625H100		3/1/2016	4/6/2017	6,045		0	1,182	618	0	0	0	7
52	JPMORGAN CHASE & CO	46625H100		1/12/2016	6/28/2017	1,800		0	44,120	2,119	0	0	0	7
53	JPMORGAN HIGH YIELD FUN	4812C0803		5/16/2016	1/10/2017	46,239		0	1,888	0	0	0	0	7
54	LAS VEGAS SANDS CORP	517834107		9/10/2014	8/31/2016	1,508		380	387	678	0	0	0	7
55	TJX COMPANIES INC	872540109		6/29/2011	6/28/2017	1,065		0	2,035	686	0	0	0	7
56	TARGET CORP	87612E106		6/25/2014	12/1/2016	2,721		0	386	780	0	0	0	7
57	TARGET CORP	87612E106		8/21/2000	12/1/2016	1,166		0	257	302	0	0	0	7
58	TARGET CORP	87612E106		8/21/2000	5/18/2017	559		0	192	669	0	0	0	7
59	THERMO FISHER SCIENTIFIC	883556102		7/10/2009	5/18/2017	861		0	18,410	6,090	0	0	0	7
60	THORNBURG INTL VALUE FU	885215666		12/12/2005	4/6/2017	24,500		0	1,049	-16	0	0	0	7
61	TOTAL S.A. - ADR	89151E109		12/22/2014	4/6/2017	1,033		0	787	-30	0	0	0	7
62	TOTAL S.A. - ADR	89151E109		12/22/2014	6/28/2017	757		0	971	98	0	0	0	7
63	UNION PACIFIC CORP	907818108		10/23/2015	4/6/2017	1,069		0	485	59	0	0	0	7
64	UNION PACIFIC CORP	907818108		10/23/2015	6/28/2017	544		0	447	97	0	0	0	7
65	UNION PACIFIC CORP	907818108		10/30/2015	6/28/2017	1,067		0	1,049	18	0	0	0	7
66	UNITED PARCEL SERVICE-C	911312106		3/24/2017	4/6/2017	1,049		0	945	55	0	0	0	7
67	UNITED PARCEL SERVICE-C	911312106		3/24/2017	6/28/2017	1,104		0	10,440	-253	0	0	0	7
68	UNITEDHEALTH GROUP INC	91324P102		11/11/2011	4/6/2017	3,312		0	945	2,367	0	0	0	7
69	VANGUARD INFLAT-PROT SE	922031737		5/16/2016	6/28/2017	10,187		0	10,440	-253	0	0	0	7

**Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income**

Long Term CG Distributions													986	
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	Gains Minus Excess FMV O Adj Basis or Los
70	VANGUARD FTSE EMERGING	922042858		10/1/2015	6/27/2017	9,988		0	8,095	1,893	0	0	0	71
71	LAS VEGAS SANDS CORP	517834107		10/10/2014	1/18/2016	1,770		0	2,112	-342	0	0	0	
72	LAS VEGAS SANDS CORP	517834107		9/10/2014	1/18/2016	2,951		0	3,147	-196	0	0	0	
73	LAS VEGAS SANDS CORP	517834107		9/10/2014	4/6/2017	2,273		0	2,517	-244	0	0	0	
74	LAS VEGAS SANDS CORP	517834107		9/10/2014	6/28/2017	649		0	629	20	0	0	0	
75	ELLI LILLY & CO COM	532457108		10/3/2016	4/6/2017	2,132		0	2,017	115	0	0	0	
76	MANULIFE FINANCIAL CORP	56501R106		3/1/2016	4/6/2017	1,304		0	1,054	250	0	0	0	
77	MANULIFE FINANCIAL CORP	56501R106		3/1/2016	6/28/2017	1,564		0	1,194	370	0	0	0	
78	MCKESSON CORP	58155Q103		3/16/2016	4/6/2017	725		0	782	-57	0	0	0	
79	MCKESSON CORP	58155Q103		3/16/2016	6/28/2017	833		0	782	51	0	0	0	
80	MCKESSON CORP	58155Q103		11/7/2012	6/28/2017	833		0	474	359	0	0	0	
81	MERCK & CO INC NEW	58933Y105		12/21/2016	4/6/2017	1,903		0	1,790	113	0	0	0	
82	MERCK & CO INC NEW	58933Y105		4/22/2016	4/6/2017	952		0	851	101	0	0	0	
83	MET WEST TOTAL RETURN B	59290S509		5/16/2016	6/27/2017	13,785		0	14,017	-232	0	0	0	
84	MICROSOFT CORP	594918104		10/3/2016	4/6/2017	2,296		0	2,013	283	0	0	0	
85	MICROSOFT CORP	594918104		4/22/2016	6/28/2017	1,043		0	777	266	0	0	0	
86	MONSANTO CO NEW	61166W101		4/22/2015	12/21/2016	10,520		0	11,684	-1,164	0	0	0	
87	MONSANTO CO NEW	61166W101		7/8/2015	12/21/2016	8,416		0	8,490	-74	0	0	0	
88	MONSANTO CO NEW	61166W101		10/23/2015	12/21/2016	4,208		0	3,657	551	0	0	0	
89	PNC FINANCIAL SERVICES G	693475105		5/27/2015	4/6/2017	1,192		0	960	232	0	0	0	
90	PNC FINANCIAL SERVICES G	693475105		5/27/2015	6/28/2017	1,853		0	1,440	413	0	0	0	
91	POWERSHARES DB COMM	73935S105		1/29/2008	6/27/2017	4,541		0	10,403	-5,862	0	0	0	-5
92	POWERSHARES DB COMM	73935S105		6/17/2008	6/27/2017	4,541		0	14,177	-9,636	0	0	0	-9
93	BOSTON P LNG/SHRT RES-IN	74925K581		3/19/2014	4/6/2017	24,500		0	22,485	2,015	0	0	0	2
94	ROCHE HOLDINGS LTD - ADP	77119S104		3/3/2015	4/6/2017	960		0	1,027	-67	0	0	0	
95	ROCHE HOLDINGS LTD - ADP	77119S104		3/3/2015	5/18/2017	506		0	514	-8	0	0	0	
96	T ROWE PRICE INST FLOAT F	77958B402		7/25/2014	1/10/2017	14,737		0	15,000	-263	0	0	0	
97	T ROWE PRICE INST FLOAT F	77958B402		5/16/2016	1/10/2017	3,788		0	3,720	68	0	0	0	
98	SPDR S&P MIDCAP 400 ETF	78467Y107		9/4/2007	4/6/2017	24,490		0	12,491	11,999	0	0	0	11
99	SPDR S&P MIDCAP 400 ETF	78467Y107		9/4/2007	6/27/2017	23,764		0	11,858	11,906	0	0	0	11
100	SCHLUMBERGER LTD	80685T108		11/24/2014	4/6/2017	1,575		0	1,971	-396	0	0	0	
101	SPIRIT AEROSYSTEMS HOLD	848574109		10/3/2016	6/28/2017	1,155		0	904	251	0	0	0	
102	SUNCOR ENERGY INC NEW	867224107		7/8/2015	4/6/2017	774		0	677	97	0	0	0	
103	SUNCOR ENERGY INC NEW	867224107		7/8/2015	6/28/2017	1,183		0	1,082	101	0	0	0	
104	POWERSHARES SECTION 12	867224107				1,298			0	1,298	0	0	0	1
105	POWERSHARES ST GAIN					124			0	124	0	0	0	
106	POWERSHARES LT LOSS					0			12	-12	0	0	0	

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	34,256		
										34,256		0

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

	Date		Amount
1 Credit from prior year return . . . . .		1	507
2 First quarter estimated tax payment . . . . .		2	
3 Second quarter estimated tax payment . . . . .		3	
4 Third quarter estimated tax payment . . . . .		4	
5 Fourth quarter estimated tax payment . . . . .		5	
6 Other payments . . . . .		6	
7 Total . . . . .		7	507

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

<b>1</b>	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year . .	<b>1</b>	100,220
<b>2</b>		<b>2</b>	
<b>3</b>		<b>3</b>	
<b>4</b>		<b>4</b>	
<b>5</b>		<b>5</b>	
<b>6</b>		<b>6</b>	
<b>7</b>		<b>7</b>	
<b>8</b>		<b>8</b>	
<b>9</b>		<b>9</b>	
<b>10</b>	Total . . . . .	<b>10</b>	100,220