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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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▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning 10/1/2016 **, and ending** 9/30/2017

Name of foundation: MILDRED R MCMAHAN

A Employer identification number: 59-6802975

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

Room/suite:

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

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

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

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation 04
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 505,351

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

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

3
4

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).)*

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	11,503	11,503		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	60,754			
	b	Gross sales price for all assets on line 6a 424,008				
	7	Capital gain net income (from Part IV, line 2)		60,754		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	72,257	72,257	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	8,294	6,221		2,073
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	970			970
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	81	81		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	9,345	6,302	0	3,043
	25	Contributions, gifts, grants paid	25,000			25,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	34,345	6,302	0	28,043
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	37,912			
	b	**Net investment income** (if negative, enter -0-)		65,955		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Form **990-PF** (2016)

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Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	23,829	16,078	16,078
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)	416,426	462,209	489,273
14	Land, buildings, and equipment basis ▶			
	Less. accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	440,255	478,287	505,351
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	440,255	478,287	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	440,255	478,287	
31	**Total liabilities and net assets/fund balances** (see instructions)	440,255	478,287	

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	440,255
2	Enter amount from Part I, line 27a	2	37,912
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	127
4	Add lines 1, 2, and 3	4	478,294
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	7
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	478,287

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	60,754
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	27,416	488,862	0.056081
2014	28,948	530,550	0.054562
2013	26,099	541,546	0.048194
2012	25,520	524,317	0.048672
2011	24,904	506,900	0.049130

2	**Total** of line 1, column (d)	2	0.256639
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.051328
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	496,681
5	Multiply line 4 by line 3	5	25,494
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	660
7	Add lines 5 and 6	7	26,154
8	Enter qualifying distributions from Part XII, line 4	8	28,043

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	660
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	660
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	660
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a — 62		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	62
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	598
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ 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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)*	3b	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	X
	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? *If "Yes" to 6b, file Form 8870.*		6b	X
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	8,294		

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.)

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	482,900
b	Average of monthly cash balances	1b	21,345
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	504,245
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	504,245
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	7,564
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	496,681
6	**Minimum investment return.** Enter 5% of line 5	6	24,834

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	24,834
2a	Tax on investment income for 2016 from Part VI, line 5	2a	660		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	660
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	24,174
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	24,174
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	24,174

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	28,043
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	28,043
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	660
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	27,383

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				24,174
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			22,520	
b Total for prior years: 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2016.				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 28,043				
a Applied to 2015, but not more than line 2a			22,520	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				5,523
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016. *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				18,651
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

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)

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) 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
a *Paid during the year*				
See Attached Statement				
Total ▶ 3a				25,000
b *Approved for future payment*				
NONE				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	11,503	
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	60,754	
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		72,257	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 72,257

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
	Not Applicable

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ A.A. SVP | 1/9/2018 | ▶ SVP Wells Fargo Bank N.A.

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		1/9/2018		P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777 — Phone no 412-355-6000

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
UNIVERSITY OF CENTRAL FLORIDA	PO BOX 160114	ORLANDO	FL	32816-0114		NONE	I	SCHOLARSHIP	12,500
FLORIDA STATE UNIVERSITY	A1500 UNIVERSITY CENTER	TALLAHASSEE	FL	32306-2395		NONE	I	SCHOLARSHIP	3,750
SEMINOLE STATE COLLEGE	100 WELDON BLVD	SANFORD	FL	32773		NONE	I	SCHOLARSHIP	2,500
LINDENWOOD UNIVERSITY	209 S KINGSHIGHWAY ST	ST CHARLES	MO	63301		NONE	I	SCHOLARSHIP	1,250
CLEMSON UNIVERSITY	CALHOUN DRIVE	CLEMSON	SC	29634		NONE	I	SCHOLARSHIP	1,250
JACKSONVILLE STATE UNIVERSITY	700 PELHAM RD N	JACKSONVILLE	AL	36265		NONE	I	SCHOLARSHIP	1,250

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

Recipient(s) paid during the year

Name
FLAGLER COLLEGE
Street
74 KING ST

City	State	Zip Code	Foreign Country
ST. AUGUSTINE	FL	32084	

Relationship	Foundation Status
NONE	I

Purpose of grant/contribution	Amount
SCHOLARSHIP	1,250

Name
UNIVERSITY OF SOUTH FLORIDA
Street
4202 E FOWLER AVE

City	State	Zip Code	Foreign Country
TAMPA	FL	33620	

Relationship	Foundation Status
NONE	I

Purpose of grant/contribution	Amount
SCHOLARSHIP	1,250

Name
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

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.

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

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	8,591		Capital Gains/Losses	424,008	363,254	60,754
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	REAL ESTATE SELECT SECT	81369Y860	X				2/9/2017	8/9/2017	259	249				0	10
2	STERLING CAPITAL STRATT(	85917K546	X				6/20/2014	1/19/2017	740	703				0	37
3	STERLING CAPITAL STRATT(	85917K546	X				6/20/2014	2/9/2017	4,091	3,798				0	293
4	JP MORGAN MID CAP VALUE	339128100	X				4/24/2014	2/9/2017	3,943	3,801				0	142
5	JP MORGAN MID CAP VALUE	339128100	X				11/10/2015	2/9/2017	1,360	1,340				0	20
6	JP MORGAN MID CAP VALUE	339128100	X				1/22/2016	2/9/2017	1,740	1,465				0	275
7	JP MORGAN MID CAP VALUE	339128100	X				1/19/2017	2/9/2017	526	513				0	13
8	HARBOR CAPITAL APRCTION	411511504	X				10/16/2015	1/19/2017	1,963	2,105				0	-142
9	HARBOR CAPITAL APRCTION	411511504	X				10/17/2015	1/19/2017	683	733				0	-50
10	HARBOR CAPITAL APRCTION	411511504	X				5/25/2011	2/9/2017	11,456	7,353				0	4,103
11	HARBOR CAPITAL APRCTION	411511504	X				8/26/2011	2/9/2017	21,947	12,990				0	8,957
12	FINANCIAL SELECT SECTOR	81369Y605	X				2/9/2017	8/9/2017	579	546				0	33
13	AMEX INDUSTRIAL SPDR	81369Y704	X				2/9/2017	7/25/2017	685	644				0	41
14	AMEX INDUSTRIAL SPDR	81369Y704	X				2/9/2017	8/9/2017	411	386				0	25
15	AMEX TECHNOLOGY SELECT	81369Y803	X				2/9/2017	7/25/2017	1,377	1,231				0	146
16	HARBOR CAPITAL APRCTION	411511504	X				10/24/2014	2/9/2017	3,166	3,142				0	24
17	HARBOR CAPITAL APRCTION	411511504	X				10/28/2014	2/9/2017	2,684	2,694				0	-10
18	AMEX TECHNOLOGY SELECT	81369Y803	X				2/9/2017	8/9/2017	866	770				0	96
19	AQR MANAGED FUTURES ST	00203H859	X				8/26/2016	8/9/2017	452	529				76	-1
20	INV BALANCE RISK COMM ST	00888Y508	X				8/26/2016	1/19/2017	5,153	5,124				0	29
21	AMER CENT SMALL CAP GR\	025083320	X				7/24/2015	1/19/2017	637	660				0	-23
22	AMER CENT SMALL CAP GR\	025083320	X				7/23/2015	1/19/2017	256	266				0	-10
23	AMER CENT SMALL CAP GR\	025083320	X				7/23/2015	2/9/2017	6,147	6,172				0	-25
24	AMER CENT SMALL CAP GR\	025083320	X				10/16/2015	2/9/2017	5,436	4,849				0	587
25	FINANCIAL SELECT SECTOR	81369Y605	X				2/9/2017	7/25/2017	881	831				0	50
26	HARBOR CAPITAL APRCTION	411511504	X				1/22/2015	2/9/2017	2,618	2,536				0	82
27	HARBOR CAPITAL APRCTION	411511504	X				8/28/2015	2/9/2017	4,162	4,290				0	-128
28	HARBOR CAPITAL APRCTION	411511504	X				1/22/2016	2/9/2017	5,340	4,908				0	432
29	HARBOR CAPITAL APRCTION	411511504	X				8/26/2016	2/9/2017	2,533	2,530				0	3
30	AMER CENT SMALL CAP GR\	025083320	X				1/22/2016	2/9/2017	1,420	1,100				0	320
31	AMER CENT SMALL CAP GR\	025083320	X				8/26/2016	2/9/2017	2,162	1,979				0	183
32	ARTISAN INTERNATIONAL FD	04314H402	X				8/26/2011	2/9/2017	16,268	12,401				0	3,867
33	ARTISAN INTERNATIONAL FD	04314H402	X				1/19/2017	2/9/2017	1,210	1,196				0	14
34	HEALTH CARE SELECT SECT	81369Y209	X				2/9/2017	7/25/2017	1,055	935				0	120
35	HEALTH CARE SELECT SECT	81369Y209	X				2/9/2017	8/9/2017	555	504				0	51
36	CONSUMER STAPLES SECT(	81369Y308	X				2/9/2017	8/9/2017	441	429				0	12
37	AMEX CONSUMER DISCR SP	81369Y407	X				2/9/2017	7/25/2017	729	683				0	46
38	AMEX CONSUMER DISCR SP	81369Y407	X				2/9/2017	8/9/2017	452	427				0	25
39	AMEX ENERGY SELECT SPD	81369Y506	X				2/9/2017	8/9/2017	260	291				0	-31
40	OPPENHEIMER DEVELOPING	683974604	X				1/22/2016	2/9/2017	3,012	2,414				0	598
41	OPPENHEIMER DEVELOPING	683974604	X				12/16/2016	2/9/2017	10,961	10,198				0	763
42	BOSTON P LNG/SHRT RES-IN	74925K581	X				5/26/2017	8/9/2017	262	255				0	7
43	T ROWE PRICE INST FLOAT	77958B402	X				1/23/2014	1/19/2017	894	913				0	-19
44	T ROWE PRICE INST FLOAT	77958B402	X				4/24/2014	1/19/2017	2,790	2,832				0	-42
45	T ROWE PRICE INST FLOAT	77958B402	X				1/24/2014	1/19/2017	404	413				0	-9
46	T ROWE PRICE INST FLOAT	77958B402	X				4/22/2016	1/19/2017	1,719	1,687				0	32
47	T ROWE PRICE REAL ESTATI	779919109	X				1/19/2017	2/9/2017	541	539				0	2
48	T ROWE PRICE REAL ESTATI	779919109	X				7/27/2017	8/9/2017	853	863				0	-10
49	SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	10/3/2016	2,528	2,205				0	323
50	SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	8/9/2017	585	542				0	43
51	AMEX MATERIALS SPDR	81369Y100	X				2/9/2017	8/9/2017	271	258				0	13
52	DODGE & COX INCOME FD C	256210105	X				11/9/2007	2/9/2017	1,314	1,212				0	102
53	DODGE & COX INCOME FD C	256210105	X				2/9/2007	2/9/2017	6,285	5,807				0	478
54	DODGE & COX INCOME FD C	256210105	X				10/5/2016	2/9/2017	3,468	3,509				0	-41
55	DODGE & COX INCOME FD C	256210105	X				1/19/2017	2/9/2017	3,875	3,855				0	20
56	EATON VANCE GLOBAL MAC	277923728	X				11/11/2015	1/19/2017	229	232				0	-3
57	EATON VANCE GLOBAL MAC	277923728	X				8/26/2016	1/19/2017	126	126				0	0
58	EATON VANCE GLOBAL MAC	277923728	X				11/10/2015	8/9/2017	464	468				4	0
59	MFS VALUE FUND-CLASS I #	552983694	X				8/26/2016	1/19/2017	4,365	4,302				0	63
60	MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	1/19/2017	1,105	1,061				0	44
61	MFS VALUE FUND-CLASS I #	552983694	X				5/25/2011	2/9/2017	5,348	3,489				0	1,859
62	MFS VALUE FUND-CLASS I #	552983694	X				8/26/2011	2/9/2017	10,685	6,126				0	4,559
63	MFS VALUE FUND-CLASS I #	552983694	X				2/14/2012	2/9/2017	11,342	7,365				0	3,977
64	MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	2/9/2017	609	575				0	34
65	MFS VALUE FUND-CLASS I #	552983694	X				10/24/2014	2/9/2017	4,531	4,162				0	369
66	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	2/9/2017	5,134	4,768				0	366
67	MFS VALUE FUND-CLASS I #	552983694	X				8/28/2015	2/9/2017	4,944	4,507				0	437
68	MFS VALUE FUND-CLASS I #	552983694	X				8/3/2015	2/9/2017	1,520	1,387				0	133
69	MFS VALUE FUND-CLASS I #	552983694	X				10/16/2015	2/9/2017	7,457	6,908				0	549
70	MFS VALUE FUND-CLASS I #	552983694	X				1/22/2016	2/9/2017	3,241	2,687				0	554
71	MERGER FUND-INST #301	589509207	X				12/8/2011	1/19/2017	282	287				0	-5
72	MET WEST TOTAL RETURN E	592905509	X				6/10/2015	2/9/2017	2,313	2,354				0	-41

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

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	8,591		Capital Gains/Losses	424,008	363,254	60,754
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
73	MET WEST TOTAL RETURN B	592905509	X				7/23/2015	2/9/2017	10,769	11,034				0	-265
74	MET WEST TOTAL RETURN B	592905509	X				2/16/2015	2/9/2017	524	540				0	-16
75	MET WEST TOTAL RETURN B	592905509	X				4/22/2016	2/9/2017	7,981	8,170				0	-189
76	MET WEST TOTAL RETURN B	592905509	X				5/11/2016	2/9/2017	5,048	5,196				0	-148
77	MET WEST TOTAL RETURN B	592905509	X				10/5/2016	2/9/2017	5,569	5,785				0	-216
78	MET WEST TOTAL RETURN B	592905509	X				1/19/2017	2/9/2017	7,516	7,487				0	29
79	ASG GLOBAL ALTERNATIVES	63872T885	X				7/12/2013	1/19/2017	360	402				0	-42
80	ASG GLOBAL ALTERNATIVES	63872T885	X				7/12/2013	8/9/2017	276	299				0	-23
81	NEUBERGER BERMAN LONG	64128R608	X				5/26/2017	8/9/2017	658	650				0	8
82	OPPENHEIMER DEVELOPING	683974604	X				5/25/2011	1/19/2017	659	699				0	-40
83	OPPENHEIMER DEVELOPING	683974604	X				5/25/2011	2/9/2017	2,732	2,806				0	-74
84	OPPENHEIMER DEVELOPING	683974604	X				8/26/2011	2/9/2017	1,377	1,259				0	118
85	ARTISAN MID CAP FUND-INS	04314H600	X				10/16/2015	2/9/2017	744	871				0	-127
86	ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2016	2/9/2017	3,118	2,909				0	209
87	ARTISAN MID CAP FUND-INS	04314H600	X				1/19/2017	2/9/2017	1,993	1,950				0	43
88	BLACKROCK GL L/S CREDIT-	091936732	X				11/11/2015	1/19/2017	498	511				0	-13
89	BLACKROCK GL L/S CREDIT-	091936732	X				11/11/2015	8/9/2017	97	97				0	0
90	STERLING CAPITAL STRATT(	85917K546	X				1/22/2015	2/9/2017	488	426				0	62
91	STERLING CAPITAL STRATT(	85917K546	X				7/23/2015	2/9/2017	1,729	1,533				0	196
92	STERLING CAPITAL STRATT(	85917K546	X				10/16/2015	2/9/2017	4,897	4,154				0	743
93	STERLING CAPITAL STRATT(	85917K546	X				1/22/2016	2/9/2017	664	507				0	157
94	STERLING CAPITAL STRATT(	85917K546	X				8/28/2016	2/9/2017	3,194	2,978				0	216
95	VANGUARD INTERMEDIATE T	921937819	X				6/7/2017	8/9/2017	1,272	1,276				0	-4
96	VANGUARD SHORT TERM BO	921937827	X				2/9/2017	6/7/2017	8,869	8,854				0	15
97	VANGUARD SHORT TERM BO	921937827	X				2/9/2017	8/9/2017	400	399				0	1
98	VANGUARD FTSE DEVELOPE	921943858	X				2/9/2017	7/25/2017	2,961	2,672				0	289
99	ARTISAN MID CAP FUND-INS	04314H600	X				4/10/2012	2/9/2017	12,710	12,177				0	533
100	ARTISAN MID CAP FUND-INS	04314H600	X				5/10/2012	2/9/2017	962	909				0	53
101	ARTISAN MID CAP FUND-INS	04314H600	X				3/30/2012	2/9/2017	368	350				0	18
102	HARBOR CAPITAL APRCTION	411511504	X				10/17/2015	2/9/2017	1,897	1,970				0	-73
103	ISHARES S&P MID-CAP 400 G	464287606	X				2/9/2017	7/25/2017	603	567				0	36
104	ISHARES S&P MID-CAP 400 G	464287606	X				2/9/2017	8/9/2017	782	756				0	26
105	ISHARES S&P MID-CAP 400 V	464287705	X				7/25/2017	8/9/2017	735	763				0	-28
106	ISHARES CORE S&P SMALL-(	464287804	X				2/9/2017	5/24/2017	13,739	13,841				0	-102
107	ISHARES CORE S&P SMALL-(	464287804	X				2/9/2017	8/9/2017	552	554				0	-2
108	JPMORGAN HIGH YIELD FUN	4812C0803	X				1/23/2014	1/19/2017	130	141				0	-11
109	JPMORGAN HIGH YIELD FUN	4812C0803	X				12/19/2014	1/19/2017	9,488	9,705				0	-217
110	JPMORGAN HIGH YIELD FUN	4812C0803	X				7/23/2015	1/19/2017	290	294				0	-4
111	JPMORGAN HIGH YIELD FUN	4812C0803	X				8/26/2016	1/19/2017	2,689	2,674				0	15
112	JPMORGAN HIGH YIELD FUN	4812C0803	X				1/24/2014	1/19/2017	846	921				0	-75
113	JPMORGAN HIGH YIELD FUN	4812C0803	X				4/22/2016	1/19/2017	663	633				0	30
114	ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	2/9/2017	1,267	1,274				0	-7
115	ARTISAN MID CAP FUND-INS	04314H600	X				6/20/2014	2/9/2017	310	382				0	-72
116	ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2015	2/9/2017	1,040	1,197				0	-157
117	VANGUARD FTSE EMERGING	922042858	X				2/9/2017	8/9/2017	950	850				0	100
118	VANGUARD REIT VIPER	922908553	X				12/17/2010	10/3/2016	6,411	3,671				0	2,740
119	FID ADV EMER MKTS INC- CL	315920702	X				7/27/2017	8/9/2017	439	438				0	1
120	FID ADV EMER MKTS INC- CL	315920702	X				8/26/2016	8/9/2017	493	489				0	4
121	VANGUARD FTSE DEVELOPE	921943858	X				2/9/2017	8/9/2017	1,101	992				0	109
122	JP MORGAN MID CAP VALUE	339128100	X				12/17/2010	2/9/2017	14,976	9,404				0	5,572
123	BLACKROCK GL L/S CREDIT-	091936732	X				11/10/2015	8/9/2017	452	455				3	0
124	CREDIT SUISSE COMM RET S	22544R305	X				1/23/2014	1/19/2017	1,068	1,504				0	-436
125	CREDIT SUISSE COMM RET S	22544R305	X				1/22/2015	1/19/2017	2,898	3,305				0	-407
126	CREDIT SUISSE COMM RET S	22544R305	X				11/10/2015	1/19/2017	639	601				0	38
127	CREDIT SUISSE COMM RET S	22544R305	X				1/22/2016	1/19/2017	450	381				0	69
128	DODGE & COX INT'L STOCK F	256206103	X				12/8/2011	1/19/2017	471	360				0	111
129	DODGE & COX INT'L STOCK F	256206103	X				2/26/2009	2/9/2017	7,999	3,470				0	4,529
130	VANGUARD FTSE EMERGING	922042858	X				2/9/2017	7/25/2017	3,460	3,129				0	331
131	DODGE & COX INT'L STOCK F	256206103	X				10/31/2008	2/9/2017	4,051	2,527				0	1,524
132	DODGE & COX INT'L STOCK F	256206103	X				12/8/2011	2/9/2017	3,220	2,407				0	813
133	DODGE & COX INT'L STOCK F	256206103	X				1/22/2016	2/9/2017	2,249	1,834				0	415
134	DODGE & COX INCOME FD C	256210105	X				5/9/2008	2/9/2017	4,460	4,111				0	349
135	DODGE & COX INCOME FD C	256210105	X				5/26/2009	2/9/2017	3,831	3,421				0	410
136	OPPENHEIMER DEVELOPING	683974604	X				5/10/2012	2/9/2017	589	552				0	37
137	OPPENHEIMER DEVELOPING	683974604	X				8/10/2012	2/9/2017	471	447				0	24
138	OPPENHEIMER DEVELOPING	683974604	X				5/14/2011	2/9/2017	544	558				0	-14
139	OPPENHEIMER DEVELOPING	683974604	X				7/23/2015	2/9/2017	1,571	1,585				0	-14
140	OPPENHEIMER DEVELOPING	683974604	X				10/16/2015	2/9/2017	3,555	3,287				0	268
141	OPPENHEIMER DEVELOPING	683974604	X				6/28/2015	2/9/2017	5,505	5,578				0	-73

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

		970	0	0	970
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	970			970

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		81	81	0	0
1	FOREIGN TAX WITHHELD	81	81		

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			416,426	462,209	489,273
1				0	
2	ASG GLOBAL ALTERNATIVES-Y 1993		0	10,330	10,120
3	REAL ESTATE SELECT SECT SPDR		0	2,987	3,095
4	VANGUARD REIT VIPER		0	4,776	7,644
5	AQR MANAGED FUTURES STR-I		0	17,062	14,888
6	VANGUARD EMERGING MARKETS ETF		0	27,198	30,673
7	VANGUARD INFLAT-PROT SECS-ADM 511		0	3,424	3,337
8	JPMORGAN HIGH YIELD FUND SS 3580		0	6,654	7,038
9	T ROWE PRICE INST FLOAT RATE 170		0	2,804	2,822
10	BLACKROCK GL L/S CREDIT-K #1940		0	17,303	17,560
11	VANGUARD BD INDEX FD INC		0	17,390	17,401
12	SPDR DJ WILSHIRE INTERNATIONAL REA		0	13,662	14,853
13	VANGUARD INTERMEDIATE TERM B		0	45,787	46,224
14	VANGUARD EUROPE PACIFIC ETF		0	31,562	35,900
15	ROBECO BP LNG/SHRT RES-INS		0	7,197	7,525
16	NEUBERGER BERMAN LONG SH-INS #183		0	16,528	17,568
17	CONSUMER STAPLES SECTOR SPDR TR		0	5,687	5,722
18	AMEX FINANCIAL SELECT SPDR		0	17,148	18,671
19	AMEX MATERIALS SPDR		0	3,100	3,408
20	AMEX TECHNOLOGY SELECT SPDR		0	24,988	28,782
21	AMEX ENERGY SELECT SPDR		0	4,008	3,766
22	MERGER FUND-INST #301		0	9,995	10,216
23	FID ADV EMER MKTS INC- CL I 607		0	28,397	30,142
24	ISHARES TR SMALLCAP 600 INDEX FD		0	14,603	15,660
25	ISHARES S&P MIDCAP 400 VALUE		0	22,192	22,757
26	EATON VANCE GLOBAL MACRO - I		0	14,961	14,886
27	ISHARES S&P MIDCAP 400 GROWTH		0	21,155	22,664
28	AMEX INDUSTRIAL SPDR		0	12,167	13,419
29	AMEX HEALTH CARE SPDR		0	17,196	19,533
30	AMEX CONSUMER DISCR SPDR		0	14,863	15,674
31	T ROWE PR REAL ESTATE-I #432		0	27,085	27,325

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	67
2	FEDERAL EXCISE TAX REFUND	2	60
3	Total	3	127

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

1	ROUNDING	1	7
2	Total	2	7

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

	Amount
Long Term CG Distributions	6,591
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	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						415,417	0	83	363,337	52,163	0	0	0	52,163
1	REAL ESTATE SELECT SECT	81369Y860		2/9/2017	8/9/2017	259		0	249	10	0	0	0	10
2	STERLING CAPITAL STRATT(	85917K546		6/20/2014	1/19/2017	740		0	703	37	0	0	0	37
3	STERLING CAPITAL STRATT(	85917K546		6/20/2014	2/9/2017	4,091		0	3,798	293	0	0	0	293
4	JP MORGAN MID CAP VALUE	339128100		4/24/2014	2/9/2017	3,943		0	3,801	142	0	0	0	142
5	JP MORGAN MID CAP VALUE	339128100		11/10/2015	2/9/2017	1,360		0	1,340	20	0	0	0	20
6	JP MORGAN MID CAP VALUE	339128100		1/22/2016	2/9/2017	1,740		0	1,465	275	0	0	0	275
7	JP MORGAN MID CAP VALUE	339128100		1/19/2017	2/9/2017	526		0	513	13	0	0	0	13
8	HARBOR CAPITAL APRCTION	411511504		10/16/2015	1/19/2017	1,963		0	2,105	-142	0	0	0	-142
9	HARBOR CAPITAL APRCTION	411511504		10/17/2015	1/19/2017	683		0	733	-50	0	0	0	-50
10	HARBOR CAPITAL APRCTION	411511504		5/25/2011	2/9/2017	11,456		0	7,353	4,103	0	0	0	4,103
11	HARBOR CAPITAL APRCTION	411511504		8/26/2011	2/9/2017	21,947		0	12,990	8,957	0	0	0	8,957
12	FINANCIAL SELECT SECTOR	81369Y605		2/9/2017	8/9/2017	579		0	546	33	0	0	0	33
13	AMEX INDUSTRIAL SPDR	81369Y704		2/9/2017	7/25/2017	685		0	644	41	0	0	0	41
14	AMEX INDUSTRIAL SPDR	81369Y704		2/9/2017	8/9/2017	411		0	386	25	0	0	0	25
15	AMEX TECHNOLOGY SELEC	81369Y803		2/9/2017	7/25/2017	1,377		0	1,231	146	0	0	0	146
16	HARBOR CAPITAL APRCTION	411511504		10/24/2014	2/9/2017	3,166		0	3,142	24	0	0	0	24
17	HARBOR CAPITAL APRCTION	411511504		10/28/2014	2/9/2017	2,684		0	2,694	-10	0	0	0	-10
18	AMEX TECHNOLOGY SELEC	81369Y803		2/9/2017	8/9/2017	866		0	770	96	0	0	0	96
19	AQR MANAGED FUTURES ST	00203H859		8/26/2016	8/9/2017	452		76	529	-1	0	0	0	-1
20	INV BALANCE RISK COMM S	00888Y508		8/26/2016	1/19/2017	5,153		0	5,124	29	0	0	0	29
21	AMER CENT SMALL CAP GR	025083320		7/24/2015	1/19/2017	637		0	660	-23	0	0	0	-23
22	AMER CENT SMALL CAP GR	025083320		7/23/2015	1/19/2017	256		0	266	-10	0	0	0	-10
23	AMER CENT SMALL CAP GR	025083320		7/23/2015	2/9/2017	6,147		0	6,172	-25	0	0	0	-25
24	AMER CENT SMALL CAP GR	025083320		10/16/2015	2/9/2017	5,436		0	4,849	587	0	0	0	587
25	FINANCIAL SELECT SECTOR	81369Y605		2/9/2017	7/25/2017	881		0	831	50	0	0	0	50
26	HARBOR CAPITAL APRCTION	411511504		1/22/2015	2/9/2017	2,618		0	2,536	82	0	0	0	82
27	HARBOR CAPITAL APRCTION	411511504		8/28/2015	2/9/2017	4,162		0	4,290	-128	0	0	0	-128
28	HARBOR CAPITAL APRCTION	411511504		1/22/2016	2/9/2017	5,340		0	4,908	432	0	0	0	432
29	HARBOR CAPITAL APRCTION	411511504		8/26/2016	2/9/2017	2,533		0	2,530	3	0	0	0	3
30	AMER CENT SMALL CAP GR	025083320		1/22/2016	2/9/2017	1,420		0	1,100	320	0	0	0	320
31	AMER CENT SMALL CAP GR	025083320		8/26/2016	2/9/2017	2,162		0	1,979	183	0	0	0	183
32	ARTISAN INTERNATIONAL FI	04314H402		8/26/2011	2/9/2017	16,268		0	12,401	3,867	0	0	0	3,867
33	ARTISAN INTERNATIONAL FI	04314H402		1/19/2017	2/9/2017	1,210		0	1,196	14	0	0	0	14
34	HEALTH CARE SELECT SECT	81369Y209		2/9/2017	7/25/2017	1,055		0	935	120	0	0	0	120
35	HEALTH CARE SELECT SECT	81369Y209		2/9/2017	8/9/2017	555		0	504	51	0	0	0	51
36	CONSUMER STAPLES SECT(	81369Y308		2/9/2017	8/9/2017	441		0	429	12	0	0	0	12
37	AMEX CONSUMER DISCR SP	81369Y407		2/9/2017	7/25/2017	729		0	683	46	0	0	0	46
38	AMEX CONSUMER DISCR SP	81369Y407		2/9/2017	8/9/2017	452		0	427	25	0	0	0	25
39	AMEX ENERGY SELECT SPD	81369Y506		2/9/2017	8/9/2017	260		0	291	-31	0	0	0	-31
40	OPPENHEIMER DEVELOPING	683974604		1/22/2016	2/9/2017	3,012		0	2,414	598	0	0	0	598
41	OPPENHEIMER DEVELOPING	683974604		12/16/2016	2/9/2017	10,961		0	10,198	763	0	0	0	763
42	BOSTON P LNG/SHRT RES-IN	74925K581		5/26/2017	8/9/2017	262		0	255	7	0	0	0	7
43	T ROWE PRICE INST FLOAT	77958B402		1/23/2014	1/19/2017	894		0	913	-19	0	0	0	-19
44	T ROWE PRICE INST FLOAT	77958B402		4/24/2014	1/19/2017	2,790		0	2,832	-42	0	0	0	-42
45	T ROWE PRICE INST FLOAT	77958B402		1/24/2014	1/19/2017	404		0	413	-9	0	0	0	-9
46	T ROWE PRICE INST FLOAT	77958B402		4/22/2016	1/19/2017	1,719		0	1,687	32	0	0	0	32
47	T ROWE PRICE REAL ESTATI	779919109		1/19/2017	2/9/2017	541		0	539	2	0	0	0	2
48	T ROWE PRICE REAL ESTATI	779919109		7/27/2017	8/9/2017	853		0	863	-10	0	0	0	-10
49	SPDR DJ WILSHIRE INTERNA	78463X863		8/24/2011	10/3/2016	2,528		0	2,205	323	0	0	0	323
50	SPDR DJ WILSHIRE INTERNA	78463X863		8/24/2011	8/9/2017	585		0	542	43	0	0	0	43
51	AMEX MATERIALS SPDR	81369Y100		2/9/2017	8/9/2017	271		0	258	13	0	0	0	13
52	DODGE & COX INCOME FD C	256210105		11/9/2007	2/9/2017	1,314		0	1,212	102	0	0	0	102
53	DODGE & COX INCOME FD C	256210105		2/9/2007	2/9/2017	6,285		0	5,807	478	0	0	0	478
54	DODGE & COX INCOME FD C	256210105		10/5/2016	2/9/2017	3,468		0	3,509	-41	0	0	0	-41
55	DODGE & COX INCOME FD C	256210105		1/19/2017	2/9/2017	3,875		0	3,855	20	0	0	0	20
56	EATON VANCE GLOBAL MAC	277923728		11/11/2015	1/19/2017	229		0	232	-3	0	0	0	-3
57	EATON VANCE GLOBAL MAC	277923728		8/26/2016	1/19/2017	126		0	126	0	0	0	0	0
58	EATON VANCE GLOBAL MAC	277923728		11/10/2015	8/9/2017	464		4	468	0	0	0	0	0
59	MFS VALUE FUND-CLASS I #	552983694		8/26/2016	1/19/2017	4,365		0	4,302	63	0	0	0	63
60	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	1/19/2017	1,105		0	1,061	44	0	0	0	44
61	MFS VALUE FUND-CLASS I #	552983694		5/25/2011	2/9/2017	5,348		0	3,489	1,859	0	0	0	1,859
62	MFS VALUE FUND-CLASS I #	552983694		8/26/2011	2/9/2017	10,685		0	6,126	4,559	0	0	0	4,559
63	MFS VALUE FUND-CLASS I #	552983694		2/14/2012	2/9/2017	11,342		0	7,365	3,977	0	0	0	3,977
64	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	2/9/2017	609		0	575	34	0	0	0	34
65	MFS VALUE FUND-CLASS I #	552983694		10/24/2014	2/9/2017	4,531		0	4,162	369	0	0	0	369
66	MFS VALUE FUND-CLASS I #	552983694		10/28/2014	2/9/2017	5,134		0	4,768	366	0	0	0	366
67	MFS VALUE FUND-CLASS I #	552983694		8/28/2015	2/9/2017	4,944		0	4,507	437	0	0	0	437
68	MFS VALUE FUND-CLASS I #	552983694		8/3/2015	2/9/2017	1,520		0	1,387	133	0	0	0	133
69	MFS VALUE FUND-CLASS I #	552983694		10/16/2015	2/9/2017	7,457		0	6,908	549	0	0	0	549

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

	Amount
Long Term CG Distributions	8,591
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	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						415,417	0	83	363,337	52,163	0	0	0	52,163
70	MFS VALUE FUND-CLASS I #	552983694		1/22/2016	2/9/2017	3,241		0	2,687	554	0	0	0	554
71	MERGER FUND-INST #301	589509207		12/8/2011	1/19/2017	282		0	287	-5	0	0	0	-5
72	MET WEST TOTAL RETURN B	592905509		6/10/2015	2/9/2017	2,313		0	2,354	-41	0	0	0	-41
73	MET WEST TOTAL RETURN B	592905509		7/23/2015	2/9/2017	10,769		0	11,034	-265	0	0	0	-265
74	MET WEST TOTAL RETURN B	592905509		2/16/2015	2/9/2017	524		0	540	-16	0	0	0	-16
75	MET WEST TOTAL RETURN B	592905509		4/22/2016	2/9/2017	7,981		0	8,170	-189	0	0	0	-189
76	MET WEST TOTAL RETURN B	592905509		5/11/2016	2/9/2017	5,048		0	5,196	-148	0	0	0	-148
77	MET WEST TOTAL RETURN B	592905509		10/5/2016	2/9/2017	5,569		0	5,785	-216	0	0	0	-216
78	MET WEST TOTAL RETURN B	592905509		1/19/2017	2/9/2017	7,516		0	7,487	29	0	0	0	29
79	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013	1/19/2017	360		0	402	-42	0	0	0	-42
80	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013	8/9/2017	276		0	299	-23	0	0	0	-23
81	NEUBERGER BERMAN LONG	64128R608		5/26/2017	8/9/2017	658		0	650	8	0	0	0	8
82	OPPENHEIMER DEVELOPING	683974604		5/25/2011	1/19/2017	659		0	699	-40	0	0	0	-40
83	OPPENHEIMER DEVELOPING	683974604		5/25/2011	2/9/2017	2,732		0	2,806	-74	0	0	0	-74
84	OPPENHEIMER DEVELOPING	683974604		8/26/2011	2/9/2017	1,377		0	1,259	118	0	0	0	118
85	ARTISAN MID CAP FUND-INS	04314H600		10/16/2015	2/9/2017	744		0	871	-127	0	0	0	-127
86	ARTISAN MID CAP FUND-INS	04314H600		1/22/2016	2/9/2017	3,118		0	2,909	209	0	0	0	209
87	ARTISAN MID CAP FUND-INS	04314H600		1/19/2017	2/9/2017	1,993		0	1,950	43	0	0	0	43
88	BLACKROCK GL L/S CREDIT-	091936732		11/11/2015	1/19/2017	498		0	511	-13	0	0	0	-13
89	BLACKROCK GL L/S CREDIT-	091936732		11/11/2015	8/9/2017	97		0	97	0	0	0	0	0
90	STERLING CAPITAL STRATT(	85917K546		1/22/2015	2/9/2017	488		0	426	62	0	0	0	62
91	STERLING CAPITAL STRATT(	85917K546		7/23/2015	2/9/2017	1,729		0	1,533	196	0	0	0	196
92	STERLING CAPITAL STRATT(	85917K546		10/16/2015	2/9/2017	4,897		0	4,154	743	0	0	0	743
93	STERLING CAPITAL STRATT(	85917K546		1/22/2016	2/9/2017	664		0	507	157	0	0	0	157
94	STERLING CAPITAL STRATT(	85917K546		8/26/2016	2/9/2017	3,194		0	2,978	216	0	0	0	216
95	VANGUARD INTERMEDIATE T	921937819		6/7/2017	8/9/2017	1,272		0	1,276	-4	0	0	0	-4
96	VANGUARD SHORT TERM BO	921937827		2/9/2017	6/7/2017	8,869		0	8,854	15	0	0	0	15
97	VANGUARD SHORT TERM BO	921937827		2/9/2017	8/9/2017	400		0	399	1	0	0	0	1
98	VANGUARD FTSE DEVELOPE	921943858		2/9/2017	7/25/2017	2,961		0	2,672	289	0	0	0	289
99	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012	2/9/2017	12,710		0	12,177	533	0	0	0	533
100	ARTISAN MID CAP FUND-INS	04314H600		5/10/2012	2/9/2017	962		0	909	53	0	0	0	53
101	ARTISAN MID CAP FUND-INS	04314H600		3/30/2012	2/9/2017	368		0	350	18	0	0	0	18
102	HARBOR CAPITAL APRCTION	411511504		10/17/2015	2/9/2017	1,897		0	1,970	-73	0	0	0	-73
103	ISHARES S&P MID-CAP 400 G	464287606		2/9/2017	7/25/2017	603		0	567	36	0	0	0	36
104	ISHARES S&P MID-CAP 400 G	464287606		2/9/2017	8/9/2017	782		0	756	26	0	0	0	26
105	ISHARES S&P MID-CAP 400 V	464287705		7/25/2017	8/9/2017	735		0	763	-28	0	0	0	-28
106	ISHARES CORE S&P SMALL-(	464287804		2/9/2017	5/24/2017	13,739		0	13,841	-102	0	0	0	-102
107	ISHARES CORE S&P SMALL-(	464287804		2/9/2017	8/9/2017	552		0	554	-2	0	0	0	-2
108	JPMORGAN HIGH YIELD FUN	4812C0803		1/23/2014	1/19/2017	130		0	141	-11	0	0	0	-11
109	JPMORGAN HIGH YIELD FUN	4812C0803		12/19/2014	1/19/2017	9,488		0	9,705	-217	0	0	0	-217
110	JPMORGAN HIGH YIELD FUN	4812C0803		7/23/2015	1/19/2017	290		0	294	-4	0	0	0	-4
111	JPMORGAN HIGH YIELD FUN	4812C0803		8/26/2016	1/19/2017	2,689		0	2,674	15	0	0	0	15
112	JPMORGAN HIGH YIELD FUN	4812C0803		1/24/2014	1/19/2017	846		0	921	-75	0	0	0	-75
113	JPMORGAN HIGH YIELD FUN	4812C0803		4/22/2016	1/19/2017	663		0	633	30	0	0	0	30
114	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	2/9/2017	1,267		0	1,274	-7	0	0	0	-7
115	ARTISAN MID CAP FUND-INS	04314H600		6/20/2014	2/9/2017	310		0	382	-72	0	0	0	-72
116	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	2/9/2017	1,040		0	1,197	-157	0	0	0	-157
117	VANGUARD FTSE EMERGING	922042858		2/9/2017	8/9/2017	950		0	850	100	0	0	0	100
118	VANGUARD REIT VIPER	922908553		12/17/2010	10/3/2016	6,411		0	3,671	2,740	0	0	0	2,740
119	FID ADV EMER MKTS INC- CL	315920702		7/27/2017	8/9/2017	439		0	438	1	0	0	0	1
120	FID ADV EMER MKTS INC- CL	315920702		8/26/2016	8/9/2017	493		0	489	4	0	0	0	4
121	VANGUARD FTSE DEVELOPE	921943858		2/9/2017	8/9/2017	1,101		0	992	109	0	0	0	109
122	JP MORGAN MID CAP VALUE	339128100		12/17/2010	2/9/2017	14,976		0	9,404	5,572	0	0	0	5,572
123	BLACKROCK GL L/S CREDIT-	091936732		11/10/2015	8/9/2017	452		3	455	0	0	0	0	0
124	CREDIT SUISSE COMM RET S	22544R305		1/23/2014	1/19/2017	1,068		0	1,504	-436	0	0	0	-436
125	CREDIT SUISSE COMM RET S	22544R305		1/22/2015	1/19/2017	2,898		0	3,305	-407	0	0	0	-407
126	CREDIT SUISSE COMM RET S	22544R305		11/10/2015	1/19/2017	639		0	601	38	0	0	0	38
127	CREDIT SUISSE COMM RET S	22544R305		1/22/2016	1/19/2017	450		0	381	69	0	0	0	69
128	DODGE & COX INT'L STOCK I	256206103		12/8/2011	1/19/2017	471		0	360	111	0	0	0	111
129	DODGE & COX INT'L STOCK I	256206103		2/26/2009	2/9/2017	7,999		0	3,470	4,529	0	0	0	4,529
130	VANGUARD FTSE EMERGING	922042858		2/9/2017	7/25/2017	3,460		0	3,129	331	0	0	0	331
131	DODGE & COX INT'L STOCK I	256206103		10/31/2008	2/9/2017	4,051		0	2,527	1,524	0	0	0	1,524
132	DODGE & COX INT'L STOCK I	256206103		12/8/2011	2/9/2017	3,220		0	2,407	813	0	0	0	813
133	DODGE & COX INT'L STOCK I	256206103		1/22/2016	2/9/2017	2,249		0	1,834	415	0	0	0	415
134	DODGE & COX INCOME FD C	256210105		5/9/2008	2/9/2017	4,460		0	4,111	349	0	0	0	349
135	DODGE & COX INCOME FD C	256210105		5/26/2009	2/9/2017	3,831		0	3,421	410	0	0	0	410
136	OPPENHEIMER DEVELOPING	683974604		5/10/2012	2/9/2017	589		0	552	37	0	0	0	37
137	OPPENHEIMER DEVELOPING	683974604		8/10/2012	2/9/2017	471		0	447	24	0	0	0	24
138	OPPENHEIMER DEVELOPING	683974604		5/14/2011	2/9/2017	544		0	558	-14	0	0	0	-14

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

	Amount
Long Term CG Distributions	8,591
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	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						415,417	0	83	363,337	52,163	0	0	0	52,163
139	OPPENHEIMER DEVELOPING	683974604		7/23/2015	2/9/2017	1,571		0	1,585	-14	0	0	0	-14
140	OPPENHEIMER DEVELOPING	683974604		10/16/2015	2/9/2017	3,555		0	3,287	268	0	0	0	268
141	OPPENHEIMER DEVELOPING	683974604		6/28/2015	2/9/2017	5,505		0	5,578	-73	0	0	0	-73

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
										8,294	0	0
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	8,294		

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

		Date		Amount
1	Credit from prior year return		1	62
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	62

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

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	22,520
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	22,520