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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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www irs gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation: MERCED FDN WESTERN

A Employer identification number: 47-1473335

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

Room/suite:

B Telephone number (see instructions): 609-274-6834

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

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: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 4,994,415.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	151,658.	151,406.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	44,778.			
	b Gross sales price for all assets on line 6a 1,276,909.				
	7 Capital gain net income (from Part IV, line 2)		44,778.		
	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)	875.	664.		STMT 2
	12 **Total.** Add lines 1 through 11	197,311.	196,848.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	90,000.	54,000.		36,000.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 3	50,975.	30,584.		20,390.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	9,757.	1,416.		6,885.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	1,702.	1,702.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	152,434.	87,702.	NONE	63,275.
	25 Contributions, gifts, grants paid	240,000.			240,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	392,434.	87,702.	NONE	303,275.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-195,123.			
	b **Net investment income** (if negative, enter -0-)		109,146.		
	c **Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see instructions.

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	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	135,970.	1,105.	1,105.
	2 Savings and temporary cash investments	201,024.	149,416.	149,416.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule) STMT 6	585,237.	566,527.	563,561.
	b Investments - corporate stock (attach schedule) STMT 8	1,001,319.	809,345.	955,605.
	c Investments - corporate bonds (attach schedule) STMT 10	345,417.	296,661.	299,357.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 11	2,508,156.	2,719,474.	3,025,371.
	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)	4,777,123.	4,542,528.	4,994,415.
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)		NONE	
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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,777,123.	4,542,528.	
	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)	4,777,123.	4,542,528.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	4,777,123.	4,542,528.	

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	4,777,123.
2	Enter amount from Part I, line 27a	2	-195,123.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,582,000.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	39,472.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,542,528.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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)
1 a PUBLICLY TRADED SECURITIES			
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	1,276,909.		1,232,131.	44,778.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				44,778.
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	44,778.
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	

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 doesn't 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))
2016	322,594.	4,903,211.	0.065792
2015	303,527.	5,318,987.	0.057065
2014	5,873.	233,293.	0.025174
2013			
2012			

2	**Total** of line 1, column (d)	2	0.148031
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.049344
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	4,987,185.
5	Multiply line 4 by line 3	5	246,088.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,091.
7	Add lines 5 and 6	7	247,179.
8	Enter qualifying distributions from Part XII, line 4	8	303,275.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	1,091.
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	NONE
3	Add lines 1 and 2	3	1,091.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,091.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 956.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	956.
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	135.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the 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		
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 ▶ TX			
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 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no. ▶ (609)274-6834

Located at ▶ 1300 MERRILL LYNCH DRIVE, PENNINGTON, NJ ZIP+4 ▶ 08534

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

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶	16		X

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		
	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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No			
	If "Yes," list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

			Yes	No
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**		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
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**		

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
DANIEL CAHILL 20419 DEER RUN ROAD, DAMON, TX 77430	TREASURER 40	90,000.	-0-	-0-
CALVIN CAHILL 1700 RED HAWK ROAD, WIMBERLY, TX 78676	PRESIDENT 5	-0-	-0-	-0-
MARGUERITE CAHILL 1700 RED HAWK ROAD, WIMBERLY, TX 78676	SECRETARY 15	-0-	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 ▶	

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	4,860,237.
b	Average of monthly cash balances	1b	202,895.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,063,132.
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	NONE
3	Subtract line 2 from line 1d	3	5,063,132.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	75,947.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,987,185.
6	**Minimum investment return.** Enter 5% of line 5	6	249,359.

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	249,359.
2a	Tax on investment income for 2017 from Part VI, line 5	2a 1,091.		
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,091.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	248,268.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	248,268.
6	Deduction from distributable amount (see instructions)		6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	248,268.

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	303,275.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	303,275.
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	1,091.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	302,184.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				248,268.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012 ..... NONE				
b From 2013 ..... NONE				
c From 2014 ..... NONE				
d From 2015 ..... 33,054.				
e From 2016 ..... 79,345.				
f **Total** of lines 3a through e	112,399.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 303,275.				
a Applied to 2016, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount				248,268.
e Remaining amount distributed out of corpus	55,007.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	167,406.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				NONE
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)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	167,406.			
10 Analysis of line 9				
a Excess from 2013 ... NONE				
b Excess from 2014 ... NONE				
c Excess from 2015 ... 33,054.				
d Excess from 2016 ... 79,345.				
e Excess from 2017 ... 55,007.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, 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			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter:					
(1) Value of all assets. . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .					

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

1 **Information Regarding Foundation Managers:**

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

CALVIN DAVID CAHILL

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.

N/A

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

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

a The name, address, and telephone number or email 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*				
PRISON ENTREPRENEURSHIP PROGRAM PO BOX 926274 HOUSTON TX 77292	N/A	PC	UNRESTRICTED GENERAL SUPPORT	30,000.
PHILANTHROPY SOUTHWEST 624 N GOOD LATIMER EXPY DALLAS TX 75204	N/A	PC	UNRESTRICTED GENERAL SUPPORT	5,000.
LUTHERAN SOCIAL SERVICES OF THE SOUTH, INC. 8305 CROSS PARK DR AUSTIN TX 78754	N/A	PC	SUPPORT FOR THE 'BE REAL PROGRAM'	30,000.
GOODWILL INDUSTRIES OF CENTRAL TEXAS 1015 NORWOOD PARK BLVD AUSTIN TX 78753	N/A	PC	SUPPORT FOR THE EXCEL PROGRAM	40,000.
CARITAS OF AUSTIN PO BOX 1947 AUSTIN TX 78767	N/A	PC	UNRESTRICTED GENERAL SUPPORT	55,000.
MAINSTREAM CONNECTION PO BOX 926004 HOUSTON TX 77292	N/A	PC	UNRESTRICTED GENERAL SUPPORT	20,000.
MEMORIAL ASSISTANCE MINISTRIES, INC. 1625 BLALOCK RD HOUSTON TX 77080	N/A	PC	UNRESTRICTED GENERAL SUPPORT	30,000.
BO'S PLACE 10050 BUFFALO SPEEDWAY HOUSTON TX 77054	N/A	PC	UNRESTRICTED GENERAL SUPPORT	30,000.
Total . . . . . ▶ **3a**				240,000.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(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	151,658.	
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	44,778.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	211.	
c OID INCOME ON USGI			1	664.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				197,311.	
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)				13	197,311.

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) (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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

▶ Jamil Cahill | 5/9/2018 | ▶ Treasurer

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
KAREN J KISER	Karen J Kiser	05/05/2018		P00146417
Firm's name ▶ BANK OF AMERICA			Firm's EIN ▶ 94-1687665	
Firm's address ▶ P O BOX 1802 PROVIDENCE, RI 02901-1802			Phone no 888-866-3275	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	8,847.	8,847.
FOREIGN DIVIDENDS	16,500.	16,500.
NONDIVIDEND DISTRIBUTIONS	252.	
DOMESTIC DIVIDENDS	45,578.	45,578.
OTHER INTEREST	26,368.	26,368.
FOREIGN INTEREST	2,166.	2,166.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	2,562.	2,562.
BOND PREMIUM AMORTIZATION-OTHER INTEREST	-3,765.	-3,765.
BOND PREMIUM AMORTIZATION-U.S. GOVERNMEN	-330.	-330.
BOND PREMIUM AMORTIZATION - FOREIGN INTE	-369.	-369.
NONQUALIFIED FOREIGN DIVIDENDS	4,164.	4,164.
NONQUALIFIED DOMESTIC DIVIDENDS	49,685.	49,685.
TOTAL	151,658.	151,406.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX REFUND		211.	
OID INCOME ON USGI		664.	664.
	TOTALS	875.	664.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
UST-MLT FEES AS AGENT	25,027.	15,016.	10,011.
UST-MLT FEES AS AGENT	25,027.	15,016.	10,011.
PAYROLL FEES	771.	462.	308.
EMA ANNUAL FEE	150.	90.	60.
TOTALS	50,975.	30,584.	20,390.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	1,137.	1,137.	
FOREIGN TAXES ON NONQUALIFIED	279.	279.	
PAYROLL TAXES	6,885.		6,885.
EXCISE TAX - PRIOR YEAR	500.		
EXCISE TAX ESTIMATES	956.		
TOTALS	9,757.	1,416.	6,885.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND INVESTMENT EXPENSE -	1,702.	1,702.
TOTALS	1,702.	1,702.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
3135GOE58 FEDERAL NATL MTG ASS		72,106.	71,639.
3137EACA5 FEDERAL HOME LN MTG		44,392.	44,005.
912828F21 US TREASURY NOTE		18,416.	18,011.
912828UH1 USTRSY INFLATION NTE		18,158.	18,027.
31359MGK3 FEDERAL NATL MTG ASS		18,525.	18,282.
31418WPP9 FNMA PAD8529		2,496.	2,460.
3138ELA45 FNMA PAL3626		4,552.	4,495.
3138ENU64 FNMA PAL6004		4,533.	4,410.
3138EQTZ5 FNMA PAL77687		29,263.	28,581.
3138Y2C68 FNMA PAX0992		1,260.	1,236.
3138Y3X71 FNMA PAX2501		6,049.	5,915.
3138EPSH8 FNMA PAL6819		7,441.	7,318.
3128MJVV9 FHLMC GO 8627		5,054.	4,951.
3138EPAH7 FNMA PAL6307		10,053.	9,806.
3128MJWB2 FHLMC GO 8641		7,079.	6,997.
912810RM2 US TREASURY BOND		36,898.	36,757.
3128MJW55 FHLMC GO 8667		8,594.	8,448.
3128MJW71 FHLMC GO 8669		31,942.	31,282.
3138WFLC8 FNMA PAS5722		5,056.	5,026.
31418BUM6 FNMA PMA2387		4,292.	4,240.
3128MJXR6 FHLMC GO 8687		21,980.	21,535.
912810RQ3 US TREASURY BOND		34,990.	37,112.
912810RR1 US TRSY INFLATION BO		17,228.	17,794.
31418BZP4 FNMA PMA2549		26,970.	26,435.
3128MJX88 FHLMC GO 8702		4,972.	4,922.
3128MJYC8 FHLMC GO 8706		7,723.	7,522.
31418B6G6 FNMA PMA2670		898.	895.
3128MJZB9 FHLMC GO 8737		47,490.	47,682.
3128MJZZ6 FHLMC GO 8759		1,862.	1,841.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
31418CJD7 FNMA PMA2959		1,935.	1,925.
3128MJZ37 FHLMC GO 8761		5,797.	5,765.
31418CKW3 FNMA PMA3008		8,567.	8,461.
3128MJ2E9 FHLMC GO 8772		5,066.	5,005.
3132WPRL3 FHLMC Q4 9490		3,025.	3,018.
31418CPE8 FNMA PMA3120		3,054.	3,028.
31418CRC0 FNMA PMA3182		38,811.	38,735.
BEGBALANCE	585,237.		
TOTALS	585,237.	566,527.	563,561.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
594918104 MICROSOFT CORP COM		21,327.	36,704.
369550108 GENERAL DYNAMICS COR		37,891.	51,880.
084670702 BERKSHIRE HATHAWAYIN		15,526.	23,588.
22822V101 CROWN CASTLE REIT IN		29,088.	30,195.
26441C204 DUKE ENERGY CORP NEW		15,327.	17,579.
25243Q205 DIAGEO PLC SPON ADR		26,777.	34,317.
166764100 CHEVRONTEXACO CORP		19,420.	25,789.
143658300 CARNIVAL CORP		35,967.	46,592.
87612E106 TARGET CORP		30,677.	35,039.
369604103 GENERAL ELECTRIC CO		31,804.	20,242.
718172109 PHILIP MORRIS INTL I		16,061.	15,848.
58933Y105 MERCK AND CO INC SHS		26,412.	28,473.
704326107 PAYCHEX INC COM		19,304.	26,143.
548661107 LOWES COMPANIES INC		19,188.	23,700.
49456B101 KINDER MORGAN INC. D		25,521.	16,914.
17275R102 CISCO SYS INC		23,185.	31,866.
458140100 INTEL CORPORATION		22,443.	33,835.
655844108 NORFOLK SOUTHERN COR		28,901.	49,846.
651587107 NEWMARKET CORP		19,457.	19,870.
532457108 ELI LILLY & CO COM		26,941.	28,463.
370334104 GENERAL MILLS INC CO		32,744.	30,475.
191216100 COCA-COLA CO USD		18,211.	18,306.
09247X101 BLACKROCK INC CL A		27,857.	42,124.
418056107 HASBRO INC		8,047.	8,544.
25746U109 DOMINION RES INC VA		11,786.	13,456.
12673P105 CA INC		24,894.	28,954.
949746101 WELLS FARGO & CO NEW		46,071.	52,540.
92343V104 VERIZON COMMUNICATIO		26,901.	27,788.
717081103 PFIZER INC COM		29,637.	31,403.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
172062101 CINCINNATI FINL CORP			25,232.	31,937.
02209S103 ALTRIA GROUP INC			66,748.	73,195.
BEGBALANCE		1,001,319.		
	TOTALS	1,001,319.	809,345.	955,605.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
594918BT0 MICROSOFT CORP		35,708.	36,488.
46625HHS2 JPMORGAN CHASE & CO		34,682.	34,668.
05565QDA3 BP CAPITAL MARKETS P		34,841.	35,170.
92343VBR4 VERIZON COMMUNICATIO		33,343.	33,379.
38141GVM3 GOLDMAN SACHS GROUP		43,985.	44,064.
36962G3P7 GENERAL ELEC CAP COR		25,599.	25,864.
61744YAK4 MORGAN STANLEY		18,236.	18,166.
95000U2A0 WELLS FARGO & COMPAN		26,576.	26,506.
172967LD1 CITIGROUP INC		27,041.	26,912.
29379VAV5 ENTERPRISE PRODUCTS		16,650.	18,140.
BEGBALANCE	345,417.		
TOTALS	345,417.	296,661.	299,357.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
52470G734 WESTERN ASSET SMASH	C		344,101.	349,576.
52470G742 LEGG MASON WESTERN A	C		128,715.	133,904.
52470G759 LEGG MASON WESTERN A	C		388,719.	392,258.
81369Y209 SECTOR SPDR TR SHS B	C		13,644.	16,123.
464286665 ISHARES INC	C		35,879.	41,108.
464286608 ISHARES INC MSCI EMU	C		60,258.	60,211.
92204A702 VANGUARD INFORMATION	C		21,646.	31,299.
81369Y860 REAL ESTATE SELECT	C		4,102.	4,118.
33734X192 FIRST TR ISE CLOUD C	C		4,861.	7,433.
92189F494 VANECK VECTORS J.P.	C		18,388.	19,606.
464287465 ISHARES TR	C		235,015.	272,029.
92204A207 VANGUARD CONSUMER	C		6,748.	7,302.
81369Y506 SECTOR SPDR TR	C		3,593.	4,552.
73936T565 POWERSHARES GLOBAL	C		12,510.	12,661.
464288661 ISHARES LEHMAN 3-7 Y	C		58,122.	57,293.
464288588 ISHARES LEHMAN MBS	C		137,163.	134,730.
464287176 ISHARES TR	C		38,316.	38,787.
92204A801 VANGUARD MATERIALS E	C		3,215.	4,511.
922908744 VANGUARD VALUE VIPER	C		312,209.	404,867.
464286749 ISHARES INC MSCI SWI	C		13,769.	15,904.
464287556 ISHARES TR	C		7,325.	8,862.
922908595 VANGUARD INDEX FDS	C		27,620.	32,974.
921937827 VANGUARD SHORT TERM	C		96,642.	95,632.
46435G334 ISHARES MSCI U K ETF	C		42,744.	48,429.
464287242 ISHARES TR	C		63,382.	65,642.
464286756 ISHARES INC MSCI SWE	C		4,233.	4,814.
922908736 VANGUARD GROWTH ETF	C		153,405.	207,599.
921937819 VANGUARD INTERMEDIAT	C		155,400.	153,577.
46434G103 ISHARES INC CORE MSC	C		134,084.	173,090.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
922908611 VANGUARD INDEX FDS	C		46,068.	53,510.
73936T573 POWERSHARES GLOBAL	C		42,635.	44,428.
81369Y605 SECTOR SPDR TR	C		6,119.	8,708.
81369Y407 SECTOR SPDR TR SHS B	C		20,704.	26,548.
33733E302 FIRST TR EXCHANGE TR	C		4,731.	7,362.
464288513 ISHARES IBOXX$ HIGH	C		17,836.	18,412.
46434G822 ISHARES MSCI JAPAN E	C		23,824.	28,047.
464286509 ISHARES INC MSCI CDA	C		16,967.	18,821.
92204A603 VANGUARD INDUSTRIAL	C		14,782.	20,644.
BEGBALANCE	C	2,508,156.		
TOTALS		2,508,156.	2,719,474.	3,025,371.