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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

OMB No 1545-0052

2017

Open to Public Inspection

► 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.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

JJ MILLER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300

City or town, state or province, country, and ZIP or foreign postal code

LAS VEGAS

NV

89118

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization. Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col (c),
line 16) ► \$ 963,622J Accounting method Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

57-6055700

B Telephone number (see instructions)

888-730-4933

C If exemption application is pending, check here D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test,
check here and attach computation E If private foundation status was terminated under
section 507(b)(1)(A), check here F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here Part I Analysis of Revenue and Expenses (The total of
amounts in columns (b), (c), and (d) may not necessarily
equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	16,629	16,462		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	41,329			
	b Gross sales price for all assets on line 6a	311,199			
	7 Capital gain net income (from Part IV, line 2)		41,329		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	57,958	57,791	0	
	13 Compensation of officers, directors, trustees, etc	14,440	10,830		3,610
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1,800			1,800
	b Accounting fees (attach schedule)	1,196			1,196
	c Other professional fees (attach schedule)	2,356			2,356
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	665	278		
	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	20,457	11,108	0	8,962
	25 Contributions, gifts, grants paid	35,000			35,000
	26 Total expenses and disbursements. Add lines 24 and 25	55,457	11,108	0	43,962
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,501			
	b Net investment income (if negative, enter -0-)		46,683		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2017)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	34,849	59,109	59,109
	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)	782,140	759,931	904,513	
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)	816,989	819,040	963,622	
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 ► <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	816,989	819,040	
	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)	816,989	819,040	
	31	Total liabilities and net assets/fund balances (see instructions)	816,989	819,040	
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	816,989	
2 Enter amount from Part I, line 27a			2	2,501	
3 Other increases not included in line 2 (itemize) ►			3		
4 Add lines 1, 2, and 3			4	819,490	
5 Decreases not included in line 2 (itemize) ► See Attached Statement			5	450	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30			6	819,040	

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)
1a	See Attached Statement			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	41,329
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 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	37,864	876,388	0.043205
2015	42,003	921,861	0.045563
2014	42,420	957,499	0.044303
2013	41,079	930,790	0.044133
2012	40,020	887,250	0.045106

2 Total of line 1, column (d) 2 0.222310

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 0.044462

4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 4 931,068

5 Multiply line 4 by line 3 5 41,397

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 467

7 Add lines 5 and 6 7 41,864

8 Enter qualifying distributions from Part XII, line 4 8 43,962

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)

1 467

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

2 0

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)

3 467

4 4

5 467

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2017 estimated tax payments and 2016 overpayment credited to 2017 6a 283

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 7 283

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 9 184

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 2018 estimated tax ► Refunded ► 11 0

Part VII-A Statements Regarding Activities

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? 2 X

If "Yes," attach a detailed description of the activities

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? 5 X

If "Yes," attach the statement required by General Instruction T

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 ► SC 8b X

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 9 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 10 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	<input type="checkbox"/> 11	<input checked="" type="checkbox"/> 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	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV	Telephone no ► 888-730-4933 ZIP+4 ► 89118	
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	<input type="checkbox"/> 15	<input checked="" type="checkbox"/> N/A
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 ►	<input type="checkbox"/> 16	<input checked="" type="checkbox"/> 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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a	During the year, did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here ►	<input type="checkbox"/> 1b	<input checked="" type="checkbox"/> X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	<input type="checkbox"/> 1c	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	<input type="checkbox"/> 2b	<input checked="" type="checkbox"/> N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 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)	<input type="checkbox"/> 3b	<input checked="" type="checkbox"/> N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> 4a	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> 4b	<input checked="" type="checkbox"/> 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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	Organizations relying on a current notice regarding disaster assistance, check here	► <input type="checkbox"/>		
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
			7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89106	TRUSTEE SEE ATTACHED	14,440		
SONIA CHERRY 101 COOPER DRIVE SANTEE, SC 29142	DIRECTOR 00	0		
STEPHEN STEINBERG 307 BERMUDA TOWN ROW MOUNT PLEASANT, SC	DIRECTOR 00	0		

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

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

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

► 0

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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

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	913,168
b	Average of monthly cash balances	1b	32,079
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	945,247
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	945,247
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	14,179
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	931,068
6	Minimum investment return. Enter 5% of line 5	6	46,553

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	46,553
2a	Tax on investment income for 2017 from Part VI, line 5	2a	467
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	467
3	Distributable amount before adjustments Subtract line 2c from line 1	3	46,086
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	46,086
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	46,086

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	43,962
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	43,962
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8; and Part XIII, line 4	5	467
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	6	43,495
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				46,086
2 Undistributed income, if any, as of the end of 2017			34,304	
a Enter amount for 2016 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 43,962			34,304	
a Applied to 2016, but not more than line 2a				
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 2017 distributable amount				9,658
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (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:	0	0	0	
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018			0	36,428
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 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total			► 3a	35,000
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

1 Program service revenue

a _____
 b _____
 c _____
 d _____
 e _____
 f _____

g Fees and contracts from government agencies

2 Membership dues and assessments**3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****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****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)

14 16,629

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

13 57,958

(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

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

Recipient(s) paid during the year

Name

ADDLESTONE HEBREW ACADEMY

Street

1639 WALLENBERG BLVD

City	State	Zip Code	Foreign Country
CHARLESTON	SC	29407	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CHABAD OF MYRTLE BEACH

Street

2803 N OAK ST

City	State	Zip Code	Foreign Country
MYRTLE BEACH	SC	29577	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CHABAD-LUBAVITCH OF SOUTH CAROLINA, INC

Street

5827 N TRENHOLM RD

City	State	Zip Code	Foreign Country
COLUMBIA	SC	29206	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

COLLEGE OF CHARLESTON FOUNDATION

Street

66 GEORGE ST

City	State	Zip Code	Foreign Country
CHARLESTON	SC	29424	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

RAMBAM DAY SCHOOL

Street

511 ABERCORN ST

City	State	Zip Code	Foreign Country
SAVANAH	GA	31405	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

ELLOREE FIRST BAPTIST CHURCH

Street

6208 OLD NUMBER SIX HWY

City	State	Zip Code	Foreign Country
ELLOREE	SC	29047	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

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

Recipient(s) paid during the year

Name

ELLOREE HERITAGE MUSEUM

Street

2714 CLEVELAND ST

City	State	Zip Code	Foreign Country
ELLOREE	SC	29047	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,500

Name

ELLOREE UNITED METHODIST CHURCH

Street

PO DRAWER

City	State	Zip Code	Foreign Country
ELLOREE	SC	29047	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

ST MATTHEWS K-8 NEW SCHOOL

Street

135 SAINTS AVE

City	State	Zip Code	Foreign Country
ST MATTHEWS	SC	29135	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

HOPE LUTHERAN CHURCH OUTREACH

Street

1400 KENNERLY ROAD

City	State	Zip Code	Foreign Country
IRMO	SC	29063	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

TOWN OF ELLORIE - JOE MILLER PARK

Street

2719 CLEVELAND ST

City	State	Zip Code	Foreign Country
ELLOREE	SC	29047	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,500

Name

ORANGEBURG-CALHOUN TECHNICAL COLLEGE

Street

3250 ST MATTHEWS ROAD

City	State	Zip Code	Foreign Country
ORANGEBURG	SC	29118	
Relationship	Foundation Status		
NONE	PC		

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

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

Recipient(s) paid during the year

Name

SYNAGOGUE EMANU-EL RELIGIOUS SCHOOL

Street

5 WINDSOR DRIVE

City CHARLESTON	State SC	Zip Code 29407	Foreign Country
--------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,500
--	-----------------

Name

FOUR HOLES BAPTIST CHURCH

Street

4 HOLES RD

City ORANGEBURG	State SC	Zip Code 29115	Foreign Country
--------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
--	-----------------

Name

PINE GROVE LUTHERAN CHURCH

Street

2688 MCCORD FERRY RD

City LONE STAR	State SC	Zip Code 29030	Foreign Country
-------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
--	-----------------

Name

COLUMBIA JEWISH DAY SCHOOL

Street

5827 TRENHOLM RD

City COLUMBIA	State SC	Zip Code 29206	Foreign Country
------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,500
--	-----------------

Name

RESURRECTION LUTHERAN CHURCH

Street

3707 MOSS AVE

City COLUMBIA	State SC	Zip Code 29205	Foreign Country
------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
--	-----------------

Name

JERUSALEM UNITED METHODIST CHURCH

Street

7347 OLD NUMBER SIX HWY

City SANTEE	State SC	Zip Code 29142	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 1,000
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Supplemental Information:

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

Wells Fargo Bank N.A
6325 S Rainbow Blvd STE 300
Las Vegas, NV 89118

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

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
															Capital Gains/Losses Other Sales	Net Gain or Loss
1	AQR MANAGED FUTURES ST	00203H59	X				10/24/2014	11/16/2017	1,314	1,507				183	0	0
2	INV BALANCE RISK COMM ST	00888Y508	X				8/25/2016	1/16/2017	9,261	9,168				0	0	83
3	AMER CENT SMALL CAP GRW	025083320	X				7/24/2015	5/24/2017	2,578	2,623				0	0	45
4	AMER CENT SMALL CAP GRW	025083320	X				7/24/2015	5/24/2017	10,358	9,831				0	0	526
5	AMER CENT SMALL CAP GRW	025083320	X				8/25/2016	1/16/2017	4,171	3,845				0	0	188
6	AMER CENT SMALL CAP GRW	025083320	X				12/17/2010	4/20/2017	1,016	828				0	0	3,370
7	ARTISAN INTERNATIONAL FUND	04314H402	X				10/24/2011	4/20/2017	27,108	20,738				0	0	1,204
8	ARTISAN INTERNATIONAL FUND	04314H402	X				11/16/2017	4/20/2017	4,655	3,451				0	0	92
9	ARTISAN INTERNATIONAL FUND	04314H402	X				11/16/2017	4/20/2017	1,504	1,412				0	0	5
10	ARTISAN MID CAP FUND-INS	04314H402	X				1/22/2015	10/23/2017	944	984				0	0	-1,080
11	ARTISAN MID CAP FUND-INS	04314H402	X				2/11/2013	10/23/2017	1,020	909				0	0	111
12	ARTISAN MID CAP FUND-INS	04314H402	X				2/11/2013	11/16/2017	1,236	1,107				0	0	129
13	ARTISAN MID CAP FUND-INS	04314H402	X				4/10/2012	11/16/2017	394	338				0	0	58
14	BLACKROCK GLUS CREDIT	0913898732	X				10/27/2015	1/16/2017	1,311	1,342				0	0	-31
15	BLACKROCK GLUS CREDIT	092588N505	X				10/24/2017	11/16/2017	1,255	1,260				0	0	-5
16	CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	1/16/2017	2,888	3,778				0	0	-894
17	CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/16/2017	4,944	5,628				0	0	-724
18	CREDIT SUISSE COMM RET	22544R305	X				11/10/2015	1/16/2017	1,093	1,027				0	0	66
19	CREDIT SUISSE COMM RET	22544R305	X				4/22/2016	1/16/2017	719	888				0	0	51
20	DODGE & COX INTL STOCK	258206103	X				5/19/2008	1/16/2017	2,194	2,303				0	0	-86
21	DODGE & COX INTL STOCK	258206103	X				5/18/2008	10/23/2017	3,188	2,797				0	0	391
22	DODGE & COX INCOME FD C	258210105	X				10/5/2016	4/20/2017	5,694	5,759				0	0	-45
23	DODGE & COX INCOME FD C	258210105	X				10/23/2017	11/16/2017	1,588	1,590				0	0	-2
24	EATON VANCE GLOB MACR	277923264	X				10/23/2017	11/16/2017	1,071	1,072				0	0	-1
25	EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	1/16/2017	499	496				0	0	3
26	EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	10/23/2017	7,860	7,784				0	0	108
27	EATON VANCE GLOBAL MAC	277923728	X				10/23/2017	6/20/2018	620	805				0	0	15
28	EATON VANCE GLOBAL MAC	277923728	X				8/25/2016	10/23/2017	18,718	18,541				0	0	177
29	EATON VANCE GLOBAL MAC	277923728	X				4/20/2017	10/23/2017	494	492				0	0	2
30	FID ADV EMER MKTS INC-CL	315920702	X				10/23/2017	11/16/2017	1,192	1,207				0	0	-15
31	JPMORGAN MID CAP VALUE	338928100	X				4/24/2014	11/16/2017	1,790	1,824				0	0	188
32	HARBOR CAPITAL APRCTN	411511504	X				8/28/2015	1/16/2017	2,408	2,558				0	0	-150
33	HARBOR CAPITAL APRCTN	411511504	X				8/28/2016	1/16/2017	5,008	5,160				0	0	-152
34	HARBOR CAPITAL APRCTN	411511504	X				10/28/2014	4/20/2017	3,458	3,350				0	0	1,023
35	HARBOR CAPITAL APRCTN	411511504	X				10/28/2014	10/23/2017	1,983	880				0	0	183
36	HARBOR CAPITAL APRCTN	411511504	X				8/25/2016	10/23/2017	4,840	3,982				0	0	848
37	HARBOR CAPITAL APRCTN	411511504	X				10/24/2014	10/23/2017	6,450	5,282				0	0	1,188
38	HARBOR CAPITAL APRCTN	411511504	X				10/24/2014	11/18/2017	2,453	1,932				0	0	521
39	HARBOR CAPITAL APRCTN	411511504	X				1/22/2015	11/18/2017	4,425	3,402				0	0	1,023
40	HORN HANCOCK I-ASSTL RT	481803M168	X				10/23/2017	11/16/2017	1,122	1,104				0	0	18
41	JPMORGAN HIGH YIELD FUND	48120C0803	X				12/32/2014	10/23/2017	1,591	1,833				0	0	132
42	JPMORGAN HIGH YIELD FUND	48120C0803	X				12/19/2014	11/16/2017	16,806	16,986				0	0	-380
43	JPMORGAN HIGH YIELD FUND	48120C0803	X				7/24/2015	1/16/2017	5,033	5,222				0	0	188
44	JPMORGAN HIGH YIELD FUND	48120C0803	X				8/25/2016	1/18/2017	6,314	6,272				0	0	42
45	JPMORGAN HIGH YIELD FUND	48120C0803	X				4/22/2016	1/19/2017	549	525				0	0	24
46	STERLING CAPITAL STRATC	85917K546	X				7/24/2015	1/16/2017	5,310	4,632				0	0	878
47	STERLING CAPITAL STRATC	85917K546	X				4/20/2017	10/24/2017	1,082	1,069				0	0	13
48	STERLING CAPITAL STRATC	85917K546	X				8/25/2016	1/16/2017	1,991	1,854				0	0	137
49	MFS VALUE FUND-CLASS I	552983694	X				8/25/2016	1/16/2017	639	551				0	0	88
50	MFS VALUE FUND-CLASS I	552983694	X				8/25/2016	1/18/2017	3,988	3,812				0	0	176
51	MFS VALUE FUND-CLASS I	552983694	X				8/25/2016	1/18/2017	6,314	5,018				0	0	133
52	MFS VALUE FUND-CLASS I	552983694	X				10/25/2014	1/16/2017	7,731	7,598				0	0	61
53	MFS VALUE FUND-CLASS I	552983694	X				10/26/2014	10/23/2017	1,022	901				0	0	343
54	MFS VALUE FUND-CLASS I	552983694	X				10/28/2014	10/23/2017	2,134	1,791				0	0	35
55	MFS VALUE FUND-CLASS I	552983694	X				10/5/2016	11/16/2017	3,433	2,927				0	0	508
56	MERGER FUND-INST #301	589509207	X				1/28/2016	1/16/2017	4,059	492				0	0	7
57	MERGER FUND-INST #301	589509207	X				1/28/2016	1/18/2017	2,049	2,025				0	0	24
58	MERGER FUND-INST #301	589509207	X				2/11/2013	10/23/2017	5,123	5,018				0	0	105
59	MERGER FUND-INST #301	589509207	X				8/25/2016	10/23/2017	9,017	8,863				0	0	354
60	MET WEST TOTAL RETURN B	5892905509	X				10/5/2016	11/16/2017	3,728	3,843				0	0	1
61	AGS GLOBAL ALTERNATIVES	638727885	X				7/12/2013	11/16/2017	1,204	1,246				0	0	886
62	AGS GLOBAL ALTERNATIVES	638727885	X				7/12/2013	11/16/2017	2,310	1,508				0	0	802
63	NEUBERGER BERMAN LONG	64128R008	X				6/20/2014	1/16/2017	576	569				0	0	-48
64	NEUBERGER BERMAN LONG	64128R008	X				10/23/2017	11/16/2017	1,988	1,908				0	0	7
65	OPPENHEIMER DEVELOPING	6833974604	X				8/10/2012	10/23/2017	3,040	2,693				0	0	347
66	OPPENHEIMER DEVELOPING	6833974604	X				8/12/2011	10/23/2017	4,107	3,111				0	0	177
67	OPPENHEIMER DEVELOPING	6833974604	X				8/13/2012	10/23/2017	2,310	2,310				0	0	886
68	OPPENHEIMER DEVELOPING	6833974604	X				1/22/2016	10/23/2017	1,707	1,707				0	0	0
69	OPPENHEIMER DEVELOPING	6833974604	X				1/22/2016	11/16/2017	819	819				0	0	0
70	BOSTON PLNGSHRT RESIN	74925K581	X				7/22/2016	10/23/2017	7,435	6,407				0	0	1,028
71	BOSTON PLNGSHRT RESIN	74925K581	X				7/22/2016	10/23/2017	7,143	6,896				0	0	247
72	TRWIE PREOVERSEAS STO	77958H435	X				4/20/2017	10/23/2017	3,184	2,790				0	0	0

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

Amount		22,336		0		22,336		0		22,336		0		
Long Term CG Distributions														
Short Term CG Distributions														
CUSIP #	Description	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
Capital Gains/Losses		Other sales												Net Gain or Loss
Totals		Gross Sales		311,199		0		311,199		269,370		0		Net Gain or Loss
73 T ROWE PR OVERSEAS STO	77956B495	X				4/20/2017	11/16/2017	1,015	816	2,314	816	0	0	137
74 T ROWE PRICE INST FLOAT	77956B492	X				7/23/2014	1/18/2017	-----	2,394	2,394	0	0	0	0
75 T ROWE PRICE INST FLOAT	77956B492	X				4/24/2014	1/18/2017	2,972	3,016	2,972	3,016	0	0	-44
76 T ROWE PRICE INST FLOAT	77956B492	X				6/20/2014	1/18/2017	2,172	2,212	2,172	2,212	0	0	-40
77 T ROWE PRICE INST FLOAT	77956B492	X				6/25/2016	1/18/2017	3,040	3,040	0	0	0	0	0
78 T ROWE PRICE INST FLOAT	77956B492	X				4/22/2016	1/18/2017	491	482	491	482	0	0	9
79 T ROWE PR REAL ESTATE I	779919307	X				4/20/2017	11/16/2017	619	605	619	605	0	0	14
80 T ROWE PR REAL ESTATE I	779919307	X				5/18/2017	11/16/2017	2,178	2,178	0	0	0	0	58
81 SPDR DJ WILSHIRE INTERN	78485X883	X				10/12/2010	11/16/2017	1,182	1,182	0	0	0	0	24
82 STERLING CAPITAL STRATEG	85617K546	X				6/20/2014	5/18/2017	3,214	2,188	0	0	0	0	-12
83 STERLING CAPITAL STRATEG	85617K546	X				6/20/2014	5/18/2017	5,823	5,382	0	0	0	0	441

Part I, Line 16a (990-PF) - Legal Fees

	1,800	0	0	1,800
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 LEGAL FEES	1,800			1,800

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

	1,196	0	0	1,196
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	1,196			1,196

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

	2,356	0	0	2,356
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 GRANT ADMINISTRATION FEES	2,356			2,356

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

	665	278	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAX WITHHELD	278	278		
2 PY EXCISE TAX DUE	104			
3 ESTIMATED EXCISE PAYMENTS	283			

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
1				0	904,513
2	DODGE & COX INCOME FD COM 147		0	36,779	37,865
3	HARBOR CAPITAL APRCTN-INST 2012		0	55,230	94,774
4	ARTISAN MID CAP FUND-INSTL 1333		0	36,213	38,040
5	MET WEST TOTAL RETURN BOND CL I 51		0	83,154	82,159
6	FID ADV EMER MKTS INC- CL I 607		0	54,105	56,415
7	DODGE & COX INT'L STOCK FD 1048		0	23,395	33,757
8	AMER CENT SMALL CAP GRWTH INST 333		0	9,793	14,635
9	MFS VALUE FUND-CLASS I 893		0	70,300	104,306
10	JP MORGAN MID CAP VALUE-I 758		0	27,596	42,941
11	STERLING CAPITAL STRATTON SMALL CAP		0	10,852	13,848
12	T ROWE PR OVERSEAS STOCK-I #521		0	28,536	33,015
13	T ROWE PR REAL ESTATE-I #432		0	49,181	50,762
14	ASG GLOBAL ALTERNATIVES-Y 1993		0	17,948	19,109
15	VANGUARD REIT VIPER		0	9,000	14,439
16	AQR MANAGED FUTURES STR-I		0	31,584	28,859
17	VANGUARD INFLAT-PROT SECS-ADM 511		0	6,193	6,102
18	JPMORGAN HIGH YIELD FUND SS 3580		0	12,752	13,293
19	T ROWE PRICE INST FLOAT RATE 170		0	5,904	5,959
20	EATON VANCE GLOB MACRO ADV-I 208		0	28,306	27,355
21	BLACKROCK GL/S CREDIT-K #1940		0	32,317	32,626
22	OPPENHEIMER DEVELOPING MKT-I 799		0	39,936	57,992
23	JOHN HANCOCK II Curr STR-I 3643		0	18,476	18,457
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	27,511	29,396
25	NEUBERGER BERMAN LONG SH-INS #183		0	44,870	48,409

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	26
2	PY RETURN OF CAPITAL ADJUSTMENT	2	421
3	COST BASIS ADJUSTMENT	3	3
4	Total	4	450

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

Long Term CG Distributions		Amount		22,356		288,843		0		356		270,226		18,973		0		Excess of FMV Over Adjusted Basis		Gains Minus					
Description of Property Sold		CUSIP #		Acquisition Method		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus		FMV as of 12/31/95		Adjusted Basis as of 12/31/95		Excess of FMV Over Adjusted Basis			
1	AGER MANAGED FUTURES ST	002033H559		8/25/2016	11/16/2017	1,314		9,261		0	1,507				0	9,168		93		0		0		0	
2	INV BALANCE RISK COMM S	008888Y508		7/24/2015	1/18/2017	2,578		10,356		0	2,623				0	9,831		525		0		0		45	
3	AMER CENT SMALL CAP GRV	0250883520		7/24/2015	5/24/2017	4,171				0	3,645				0	3,645		526		0		0		525	
4	AMER CENT SMALL CAP GRV	0250883320		8/25/2016	5/24/2017	4,171				0	3,645				0	3,645		526		0		0		526	
5	AMER CENT SMALL CAP GRV	0250883220		8/25/2016	11/16/2017	1,016				0	928				0	928		188		0		0		188	
6	ARTISAN INTERNATIONAL F1	04314H402		12/17/2010	4/20/2017	27,108				0	20,738				0	6,370		0		0		0		6,370	
7	ARTISAN INTERNATIONAL F1	04314H402		10/24/2011	4/20/2017	4,655				0	3,451				0	1,204		0		0		0		1,204	
8	ARTISAN INTERNATIONAL F1	04314H402		1/18/2017	4/20/2017	1,504				0	1,412				0	92		0		0		0		92	
9	ARTISAN MID CAP FUND-INS	04314H600		12/22/2010	10/23/2017	944				0	964				0	-20		0		0		0		-20	
10	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	10/23/2017	1,020				0	909				0	111		0		0		0		111	
11	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	11/16/2017	1,236				0	1,107				0	129		0		0		0		129	
12	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012	11/16/2017	394				0	336				0	58		0		0		0		58	
13	ARTISAN MID CAP FUND-INS	04314H600		10/27/2015	1/18/2017	1,311				0	1,342				0	-31		0		0		0		-31	
14	BLACKROCK GLL'S CREDIT	091936732		10/23/2017	1/16/2017	1,255				0	1,260				0	-5		0		0		0		5	
15	BLACKROCK GLL'S CREDIT	091936732		12/3/2014	1/18/2017	2,688				0	3,778				0	-1,090		0		0		0		-1,090	
16	CREDIT SUISSE COMM RET	22544R505		12/22/2015	1/18/2017	4,944				0	5,628				0	-684		0		0		0		-684	
17	CREDIT SUISSE COMM RET	22544R505		11/16/2017	1/18/2017	1,093				0	1,027				0	66		0		0		0		66	
18	CREDIT SUISSE COMM RET	22544R505		4/22/2016	1/18/2017	719				0	668				0	51		0		0		0		51	
19	CREDIT SUISSE COMM RET	22544R505		5/16/2006	1/18/2017	2,194				0	2,303				0	-86		0		0		0		-86	
20	DODGE & COX INTR STOCK	256206103		10/23/2016	10/23/2017	3,189				0	2,797				0	391		0		0		0		391	
21	DODGE & COX INTR STOCK	256206103		10/20/2016	4/20/2017	5,694				0	5,739				0	-45		0		0		0		-45	
22	DODGE & COX INCOME FD C	256210105		10/23/2017	11/16/2017	1,588				0	1,590				0	2		0		0		0		2	
23	DODGE & COX INCOME FD C	256210105		10/23/2017	11/16/2017	1,071				0	1,072				0	-1		0		0		0		-1	
24	EATON VANCE GLOB MACRC	277823284		10/27/2015	1/18/2017	499				0	496				0	3		0		0		0		3	
25	EATON VANCE GLOBAL MAC	277823284		10/27/2015	1/18/2017	7,860				0	7,754				0	106		0		0		0		106	
26	EATON VANCE GLOBAL MAC	277823284		10/23/2017	10/23/2017	620				0	605				0	15		0		0		0		15	
27	EATON VANCE GLOBAL MAC	277823284		10/23/2017	10/23/2017	18,718				0	18,541				0	177		0		0		0		177	
28	EATON VANCE GLOBAL MAC	277823284		10/23/2017	10/23/2017	494				0	492				0	2		0		0		0		2	
29	FID ADEMER MKTS INC- CL	318820702		10/23/2017	11/16/2017	1,192				0	1,207				0	-15		0		0		0		-15	
30	J P MORGAN MID CAP VALUE	412280305		4/22/2014	1/18/2017	1,790				0	1,624				0	188		0		0		0		188	
31	J P MORGAN MID CAP VALUE	412280305		8/28/2015	1/18/2017	2,408				0	2,558				0	-150		0		0		0		-150	
32	J P MORGAN MID CAP VALUE	412280305		8/25/2016	1/18/2017	5,008				0	5,160				0	-152		0		0		0		-152	
33	J P MORGAN MID CAP VALUE	412280305		10/28/2014	1/18/2017	3,459				0	3,350				0	108		0		0		0		108	
34	J P MORGAN MID CAP VALUE	412280305		11/15/2014	1/18/2017	1,063				0	880				0	183		0		0		0		183	
35	J P MORGAN MID CAP VALUE	412280305		8/25/2016	10/23/2017	1,4840				0	3,992				0	-15		0		0		0		-15	
36	J P MORGAN MID CAP VALUE	412280305		10/24/2014	1/18/2017	6,456				0	5,282				0	168		0		0		0		168	
37	J P MORGAN MID CAP VALUE	412280305		10/24/2014	1/18/2017	4,453				0	4,932				0	521		0		0		0		521	
38	J P MORGAN MID CAP VALUE	412280305		10/24/2014	1/18/2017	4,429				0	3,402				0	1,023		0		0		0		1,023	
39	J P MORGAN MID CAP VALUE	412280305		10/23/2015	1/18/2017	1,122				0	1,104				0	18		0		0		0		18	
40	JOHN HANCOCK ABSLTR	47803M168		10/23/2017	11/16/2017	5,310				0	4,632				0	678		0		0		0		678	
41	JPMORGAN HIGH YIELD FUN	48120C803		12/19/2014	1/18/2017	1,501				0	1,633				0	-132		0		0		0		-132	
42	JPMORGAN HIGH YIELD FUN	48120C803		7/24/2015	1/18/2017	16,606				0	16,986				0	-380		0		0		0		-380	
43	JPMORGAN HIGH YIELD FUN	48120C803		7/24/2015	1/18/2017	1,503				0	1,522				0	19		0		0		0		19	
44	JPMORGAN HIGH YIELD FUN	48120C803		8/25/2016	1/18/2017	6,314				0	6,272				0	42		0		0		0		42	
45	JPMORGAN HIGH YIELD FUN	48120C803		4/22/2015	1/18/2017	549				0	525				0	24		0		0		0		24	
46	STERLING CAPITAL STRATC	859171546		7/24/2015	5/24/2017	5,310				0	5,310				0	1,069		13		0		0		13	
47	STERLING CAPITAL STRATC	859171546		8/25/2016	5/24/2017	1,082				0	1,084				0	137		0		0		0		137	
48	STERLING CAPITAL STRATC	859171546		8/25/2016	5/24/2017	1,991				0	1,854				0	0		0		0		0		0	
49	STERLING CAPITAL STRATC	859171546		8/25/2016	10/23/2017	639				0	551				0	88		0		0		0		88	
50	MFS VALUE FUND-CLASS #	5598598694		6/21/2014	1/18/2017	3,988				0	3,812				0	176		0		0		0		176	
51	MFS VALUE FUND-CLASS #	5598598694		8/25/2016	1/18/2017	7,731				0	7,598				0	133		0		0		0		133	
52	MFS VALUE FUND-CLASS #	5598598694		10/28/2014	1/18/2017	1,022				0	961				0	105		0		0		0		105	
53	MFS VALUE FUND-CLASS #	5598598694		10/28/2014	10/23/2017	2,134				0	1,791				0	343		0		0		0		343	
54	MFS VALUE FUND-CLASS #	5598598694		10/28/2014	10/23/2017	3,433				0	2,927				0	35		0		0		0		35	
55	MERGER FUND-INST #01	588509207		5/24/2017	10/23/2017	9,017				0	9,263				0	0		0		0		0		0	
56	MERGER FUND-INST #01	588509207		10/23/2017	10/23/2017	2,809				0	2,809				0	0		0		0		0		0	
57	MERGER FUND-INST #01	588509207		12/20/2011	1/18/2017	485				0	492				0	-7		0		0		0		-7	
58	MERGER FUND-INST #01	588509207		12/20/2011	10/23/2017	2,049				0	2,026				0	24		0		0		0		24	
59	MERGER FUND-INST #01	588509207		21/12/2013	10/23/2017	5,123				0	5,018				0	105		0		0					

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

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

Wells Fargo Bank N A Trust Tax D							Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation SEE ATTAC	Benefits	Expense Account
1	SONIA CHERRY	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118							TRUSTEE	14,440	14,440	0	
2	STEPHEN STEINBERG		101 COOPER DRIVE	SANTEE	SC	29142							DIRECTOR	0.00	0	-	
3			307 BERMUDA TOWN ROW	MOUNT PLEASANT	SC	29464							DIRECTOR	0.00	0	-	

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

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

Date	Amount
1	0
5/10/2017	283
2	283
3	
4	
5	
6	0
7	283

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

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	34,304
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	34,304