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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

1809

For calendar year 2017 or tax year beginning 10/01 , 2017, and ending 09/30, 2018

Name of foundation: VIOLA BRAY CHARITABLE TRUST

A Employer identification number: 38-6039741

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) ▶ $ 2,793,863.

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ [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	66,395.	65,889.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	159,508.			
	b	Gross sales price for all assets on line 6a 1,087,813.				
	7	Capital gain net income (from Part IV, line 2)		159,508.		
	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)	48.	48.		STMT 2
	12	**Total** Add lines 1 through 11	225,951.	225,445.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	26,686.	10,674.		16,012.
	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)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 3	4,783.	2,324.		
	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 4	914.	914.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	32,383.	13,912.	NONE	16,012.
	25	Contributions, gifts, grants paid	173,291.			173,291.
	26	**Total expenses and disbursements** Add lines 24 and 25	205,674.	13,912.	NONE	189,303.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	20,277.			
	b	**Net investment income** (if negative, enter -0-)		211,533.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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	311.	453.	453.
	2	Savings and temporary cash investments	98,249.	87,801.	87,801.
	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)	669,410.	634,791.	619,074.
	b	Investments - corporate stock (attach schedule) STMT 5	1,092,222.	1,136,605.	1,258,062.
	c	Investments - corporate bonds (attach schedule) STMT 10	153,392.	155,544.	154,551.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			2.
	13	Investments - other (attach schedule) STMT 11	598,497.	613,873.	673,920.
	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)	2,612,081.	2,629,067.	2,793,863.
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	2,612,081.	2,629,067.	
	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)	2,612,081.	2,629,067.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,612,081.	2,629,067.	

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	2,612,081.
2	Enter amount from Part I, line 27a	2	20,277.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	650.
4	Add lines 1, 2, and 3	4	2,633,008.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	3,941.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,629,067.

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	1,087,813.		928,305.	159,508.
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				159,508.
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	159,508.
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	183,512.	2,709,431.	0.067731
2015	169,291.	2,688,828.	0.062961
2014	186,458.	2,885,340.	0.064623
2013	180,796.	2,982,875.	0.060611
2012	193,998.	2,816,768.	0.068873

2	**Total** of line 1, column (d)	2	0.324799
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	0.064960
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	2,747,828.
5	Multiply line 4 by line 3	5	178,499.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,115.
7	Add lines 5 and 6	7	180,614.
8	Enter qualifying distributions from Part XII, line 4	8	189,303.

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	2,115.
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	2,115.
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	2,115.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 . . . . 6a 1,581.		
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	1,581.
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	534.
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?	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		
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 ▶ MI			
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 ▶ UST-MLT, A DIVISION OF BANK OF Telephone no ▶ (609)274-6834

Located at ▶ 1300 MERRILL LYNCH DRIVE, PENNINGTON, NJ ZIP+4 ▶ 08534-1501

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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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		
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
SEE STATEMENT 13		26,686.		

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	2,688,207.
b	Average of monthly cash balances	1b	101,466.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,789,673.
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	2,789,673.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,845.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,747,828.
6	**Minimum investment return.** Enter 5% of line 5	6	137,391.

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	137,391.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	2,115.		
b	Income tax for 2017. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,115.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	135,276.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	135,276.
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	135,276.

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	189,303.
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	189,303.
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	2,115.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	187,188.

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				135,276.
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 ...... 59,694.				
b From 2013 ...... 36,110.				
c From 2014 ...... 44,959.				
d From 2015 ...... 36,256.				
e From 2016 ...... 51,202.				
f **Total** of lines 3a through e	228,221.			
4 Qualifying distributions for 2017 from Part XII, line 4. ▶ $ 189,303.				
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				135,276.
e Remaining amount distributed out of corpus	54,027.			
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	282,248.			
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)	59,694.			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	222,554.			
10 Analysis of line 9				
a Excess from 2013 ... 36,110.				
b Excess from 2014 ... 44,959.				
c Excess from 2015 ... 36,256.				
d Excess from 2016 ... 51,202.				
e Excess from 2017 ... 54,027.				

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			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

NONE

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

NONE

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

Check here ▶ [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*				
SEE STATEMENT 20				173,291.
Total . . . . . ▶ **3a**				173,291.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

RECIPIENT NAME:
JEFFREY P. BODZICK SCHOLARSHIP FOUNDATION
ADDRESS:
PO BOX 622
HARBOR SPRINGS, MI 49740
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
FLINT INSTITUTE OF ARTS
ADDRESS:
1120 E KEARSLEY ST
FLINT, MI 48503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 112,291.

RECIPIENT NAME:
EVERY WOMANS PLACE
ADDRESS:
1221 W LAKETON AVE
MUSKEGON, MI 49441
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 9,000.

RECIPIENT NAME:
ARTS COUNCIL OF WHITE LAKE
ADDRESS:
106 E COLBY ST
WHITEHALL, MI 49461
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
AMERICAN RED CROSS
ADDRESS:
3000 N. 23RD STREET
QUINCY, IL 62305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
BUCKMASTERS AMERICAN DEER
FOUNDATION INC
ADDRESS:
PO BOX 244022
MONTGOMERY, AL 36124-4022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
MICHIGAN YOUTH BALLET INC
ADDRESS:
45285 GRAND RIVER AVE
NOVI, MI 48375
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PC
FOUNDATION STATUS OF RECIPIENT:
GENERAL OPERATING
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
WOMENS BEAN PROJECT
ADDRESS:
3201 CURTIS ST
DENVER, CO 80205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
BOTTOMLESS TOY CHEST
ADDRESS:
PO BOX 623
BLOOMFLD HLS, MI 48303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
BOYS AND GIRLS CLUB OF GREATER FLINT
ADDRESS:
3701 N AVERILL AVE
FLINT, MI 48506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
CHILDRENS DIABETES FOUNDATION
AT DENVER COLORADO
ADDRESS:
4380 S SYRACUSE ST STE 430
DENVER, CO 80237
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FOOD BANK OF EASTERN
MICHIGAN INC
ADDRESS:
2300 LAPEER RD
FLINT, MI 48503-4221
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
HUNT OF LIFETIME
ADDRESS:
6297 BUFFALO RD
HARBORCREEK, PA 16421
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
THE MANNA PROJECT INC
ADDRESS:
8791 MCBRIDE PARK DR
HARBOR SPGS, MI 49740
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
YMCA OF FLINT
ADDRESS:
411 E 3RD ST
FLINT, MI 48503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
FLINT CULTURAL CENTER
CORPORATION INC
ADDRESS:
601 E 2ND ST
FLINT, MI 48503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

TOTAL GRANTS PAID: 173,291.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	66,395.	
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	159,508.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER INCOME			1	48.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				225,951.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 225,951.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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

Signature of officer or trustee: [signature] Date: 02/01/2019 Title: TRUSTEE

BANK OF AMERICA, N.A.

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
LAWRENCE MCGUIRE	[signature]	02/01/2019		P01233953

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP Firm's EIN ▶ 13-4008324

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

VIOLA BRAY CHARITABLE TRUST 38-6039741

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST	14,781.	14,781.
DIVIDEND	50,609.	50,609.
RETURN OF CAPITAL	506.	
ORDINARY INCOME FROM ACCRUED MARKET DISC	499.	499.
TOTAL	66,395.	65,889.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME		48.	48.
	TOTALS	48.	48.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX WITHHELD	2,324.	2,324.
PY EXCISE TAX DUE	878.	
ESTIMATED EXCISE PAYMENTS	1,581.	
TOTALS	4,783.	2,324.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	914.	914.
TOTALS	914.	914.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
46115H107 INTESA SANPAOLO SPON	10,659.	9,336.
79376W307 SAIPEM S P A	4,844.	6,281.
071813109 BAXTER INTL INC COM	10,169.	11,795.
478160104 JOHNSON & JOHNSON CO	25,204.	32,746.
65339F101 NEXTERA ENERGY INC S	13,568.	19,442.
693475105 PNC FINANCIAL SERVIC	17,343.	15,934.
695156109 PACKAGING CORP AMER	4,389.	4,168.
713448108 PEPSICO INC	14,499.	14,646.
747525103 QUALCOMM INC	18,785.	24,562.
85917A100 STERLING BANCORP	6,974.	6,710.
N59465109 MYLAN N.V	4,828.	4,246.
006754204 ADECCO SA ADR	3,925.	3,739.
151290889 CEMEX S A	8,223.	8,342.
168919108 CHINA CONSTRUCT UNSP	7,947.	8,267.
25243Q205 DIAGEO PLC SPON ADR	3,587.	4,392.
292505104 ENCANA CORP	4,907.	5,467.
67077M108 NUTRIEN LTD REG SHS	6,783.	7,386.
967662107 WIENERBERGER BAUST S	2,555.	4,317.
02005N100 ALLY FINL INC	6,829.	7,142.
026874784 AMERICAN INTERNATION	10,292.	8,785.
084670702 BERKSHIRE HATHAWAYIN	11,579.	13,703.
12541W209 C.H. ROBINSON WORLDW	4,830.	7,148.
125896100 CMS ENERGY CORP	13,089.	13,377.
46187W107 INVITATION HOMES INC	5,769.	5,842.
571903202 MARRIOTT INTERNATION	4,461.	4,489.
876030107 TAPESTRY INC	9,019.	10,004.
886547108 TIFFANY & CO NEW	4,638.	6,320.
92343V104 VERIZON COMMUNICATIO	31,087.	34,704.
G0177J108 ALLERGAN PLC	7,400.	7,048.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
N20944109 FI CBM HOLDINGS N.V.	4,233.	4,648.
00202F102 A.P. MOELLER - MAERS	6,346.	6,589.
06738E204 BARCLAYS PLC ADR	4,450.	3,222.
438128308 HONDA MOTOR ADR NEW	10,220.	9,987.
66987V109 NOVARTIS AG SPNSRD A	8,416.	9,736.
670184100 NSK LTD ADR	3,050.	4,344.
80687P106 SCHNEIDER ELEC SA	5,313.	5,523.
824596100 SHINHAN FINL GROUP C	3,709.	3,050.
87927Y102 TELECOM ITALIA S P A	4,992.	3,156.
92857W308 VODAFONE GROUP PLC S	5,171.	3,429.
21036P108 CONSTELLATION BRANDS	6,207.	6,469.
254687106 DISNEY (WALT) COMPAN	9,927.	11,694.
26078J100 DOWDUPONT INC COM	18,665.	17,750.
375558103 GILEAD SCIENCES INC	11,231.	11,582.
58933Y105 MERCK AND CO INC SHS	23,426.	26,319.
718546104 PHILLIPS 66 SHS	8,962.	11,272.
072743305 BAYERISCHE MOTOREN W	9,691.	8,561.
42551N104 HENGAN INTL GROUP-UN	4,322.	4,657.
45326Y206 INCITEC PIVOT LTD-SP	8,307.	9,262.
88629Q207 THYSSENKRUPP AG-SPON	2,404.	2,145.
036752103 ANTHEM INC	12,028.	14,251.
101137107 BOSTON SCIENTIFIC CO	9,210.	11,935.
194162103 COLGATE PALMOLIVE CO	11,166.	10,645.
26875P101 EOG RES INC	8,857.	13,267.
406216101 HALLIBURTON COMPANY	15,992.	14,834.
525327102 LEIDOS HOLDINGS INC	12,642.	14,247.
609207105 MONDELEZ INTERNATION	16,041.	15,766.
701094104 PARKER HANNIFIN CORP	13,383.	14,898.
883203101 TEXTRON INCORPORATED	11,757.	14,866.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
G1151C101 ACCENTURE PLC SHS	2,545.	6,127.
171778202 CIELO S A SPONSORED	5,716.	2,664.
23636T100 DANONE-SPONS	4,475.	4,717.
651191108 NEWCREST MNG LTD SPN	4,456.	3,876.
693483109 POSCO	6,972.	7,260.
73942H100 PRADA S.P.A.-UNSP AD	4,635.	5,303.
767204100 RIO TINTO PLC SPON A	2,706.	4,490.
780097689 ROYAL BK SCOTLAND GR	8,335.	8,437.
780259206 ROYAL DUTCH SHELL PL	5,736.	7,700.
835699307 SONY CORP ADR AMERN	2,283.	6,308.
89151E109 TOTAL FINA ELF S.A.	11,115.	13,715.
900148701 TURKIYE GARANTI BANK	6,343.	2,796.
025816109 AMERICAN EXPRESS COM	5,673.	5,963.
037833100 APPLE COMPUTER INC C	6,533.	7,901.
058498106 BALL CORP	12,024.	13,197.
254709108 DISCOVER FINL SVCS	7,925.	8,945.
36555P107 GARDNER DENVER HOLDI	13,344.	13,150.
369604103 GENERAL ELECTRIC CO	7,339.	6,164.
46625H100 J P MORGAN CHASE & C	17,525.	31,257.
872540109 TJX COS INC NEW	6,949.	9,186.
90130A101 TWENTY-FIRST CENTURY	5,301.	5,467.
902973304 US BANCORP DEL	12,487.	13,044.
G037AX101 AMBARELLA INC	4,006.	3,481.
G8060N102 SENSATA TECHNOLOGIES	4,074.	5,005.
054536107 AXA ADR	8,255.	11,823.
072730302 BAYER A G SPONSORED	6,850.	6,886.
234064301 DAIWA SECURITIES GRO	5,491.	4,421.
392483103 GREEK ORGANISATION O	4,163.	4,340.
45262P102 IMPERIAL BRANDS PLC	5,061.	4,616.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
456788108 INFOSYS TECHNOLOGIES	4,808.	6,102.
N6596X109 NXP SEMICONDUCTORS N	6,659.	6,071.
101121101 BOSTON PPTYS INC	9,867.	9,970.
20825C104 CONOCOPHILLIPS	10,827.	17,105.
579780206 MC CORMICK & CO INC	7,174.	9,750.
808513105 SCHWAB CHARLES CORP	5,903.	7,078.
816851109 SEMPRA ENERGY	10,351.	10,465.
828806109 SIMON PPTY GROUP INC	11,936.	12,019.
H42097107 UBS GROUP AG NAMEN-A	6,151.	8,321.
055622104 BP P L C SPONS ADR	7,686.	11,617.
368287207 GAZPROM O A O	4,906.	5,278.
37441W108 G4S PLC SHS	7,208.	6,520.
404280406 HSBC HLDGS PLC	7,078.	8,666.
42281P205 HEIDELBERGCEMENT AG	3,657.	3,746.
743476202 PROSIEBENSAT.1 MEDIA	5,114.	3,652.
881624209 TEVA PHARMACEUTICAL	4,801.	5,471.
96342K100 WHITBREAD PLC AMERIC	5,225.	5,739.
025932104 AMERICAN FINL GROUP	5,589.	7,102.
053484101 AVALONBAY CMNTYS INC	15,009.	16,122.
225401108 CREDIT SUISSE GROUP	23,231.	20,572.
281020107 EDISON INTL	9,651.	10,355.
302445101 FLIR SYS INC	9,677.	15,183.
37733W105 GLAXO SMITHKLINE PLC	10,961.	10,846.
428291108 HEXCEL CORP NEW COM	7,969.	9,387.
675232102 OCEANEERING INTERNAT	8,144.	8,915.
717081103 PFIZER INC COM	8,737.	11,723.
892356106 TRACTOR SUPPLY CO	6,389.	6,998.
010199305 AKZO NOBEL N V ADR	3,008.	4,954.
05382A104 AVIVA PLC SHS	3,939.	4,465.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
055262505 BASF AG		5,699.	6,441.
05565A202 BNP PARIBAS		13,925.	13,759.
05964H105 BANCO SANTANDER CENT		11,265.	10,515.
17044P106 CHOW TAI FOOK JEWELL		2,949.	2,374.
433578507 HITACHI LTD ADR 10 C		9,951.	10,169.
771195104 ROCHE HLDG LTD SPONS		4,738.	4,464.
30231G102 EXXON MOBIL CORP		33,835.	35,283.
343412102 FLUOR CORP NEW		11,094.	11,330.
493267108 KEYCORP NEW COM		12,770.	14,440.
754730109 RAYMOND JAMES FINL I		8,239.	8,192.
855244109 STARBUCKS CORP COM		7,790.	7,958.
148906308 CATHAY PAC AWYS LTD		5,101.	4,547.
443251103 HOYA CORP		3,417.	6,731.
44914U106 HYPERMARCAS S.A-SPN		3,627.	3,995.
465562106 ITAU UNIBANCO BANCO		6,576.	7,148.
48268K101 KT CORP		5,087.	4,826.
853605301 STD LIFE PLC SHS		4,764.	3,611.
86562M209 SUMITOMO MITSUI-UNSP		6,500.	7,468.
89420Y209 TRAVELSKY TECHNOLOGY		1,006.	3,938.
	TOTALS	1,136,605.	1,258,062.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
00206RCL4 AT&T INC	7,911.	7,893.
02007HAC5 ALLYA 2017-2 A3 ABS	3,959.	3,970.
14312QAC0 CARMAX AUTO OWN ABS	916.	918.
37045XAY2 GENERAL MOTORS FINL	6,983.	6,980.
14041NES6 CAPITAL ONE MUL ABS	8,973.	9,023.
14313XAC4 CARMAX AUTO OWN ABS	360.	358.
34531PAD3 FORD CREDIT AUT ABS	1,352.	1,343.
58769DAD2 MERCEDES-BENZ A ABS	7,997.	7,967.
02007CAD4 ALLY AUTO RECEI ABS	539.	536.
14041NFC0 CAPITAL ONE MUL ABS	8,023.	8,018.
254683AY1 DISCOVER CARD M ABS	16,981.	16,858.
609207AC9 MONDELEZ INTERNATION	8,996.	9,012.
43814RAC0 HONDA AUTO RECE ABS	6,706.	6,700.
02007EAE8 ALLY AUTO RECEI ABS	2,004.	1,980.
02007XAC0 ALLY AUTO RECEI ABS	230.	230.
26875PAD3 EOG RESOURCES INC	7,155.	7,129.
36962G4R2 GENERAL ELEC CAP COR	8,171.	8,173.
14314EAC5 CARMAX AUTO OWN ABS	2,997.	2,997.
316773CT5 FIFTH THIRD BANCORP	8,008.	7,949.
38145GAJ9 GOLDMAN SACHS GROUP	8,018.	7,930.
98956PAK8 ZIMMER HOLDINGS INC	8,041.	7,922.
65478HAD0 NISSAN AUTO REC ABS	7,967.	7,884.
026874CZ8 AMERICAN INTL GROUP	7,028.	6,969.
34528QFP4 FORD CREDIT FLO ABS	8,010.	7,845.
931427AF5 WALGREENS BOOTS ALLI	8,219.	7,967.
TOTALS	155,544.	154,551.

VIOLA BRAY CHARITABLE TRUST 38-6039741

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
81369Y308 SECTOR SPDR TR SHS B	C	22,306.	27,019.
92204A405 VANGUARD FINANCIALS	C	31,006.	39,818.
33733E302 FIRST TR EXCHANGE TR	C	14,437.	16,136.
46138E784 INVESCO EMERGING MAR	C	16,839.	15,729.
81369Y209 SECTOR SPDR TR SHS B	C	18,250.	27,498.
81369Y860 REAL ESTATE SELECT	C	12,538.	12,490.
464287176 ISHARES TR	C	15,493.	15,155.
464287242 ISHARES TR	C	36,538.	36,088.
81369Y100 SECTOR SPDR TR SHS B	C	15,934.	16,105.
464287556 ISHARES TR	C	12,828.	14,145.
78464A789 SPDR KBW INSURANCE	C	3,583.	4,681.
81369Y506 SECTOR SPDR TR	C	7,412.	8,180.
81369Y704 SECTOR SPDR TR	C	25,313.	40,376.
92189F494 VANECK VECTORS J.P.	C	2,683.	2,469.
46434G103 ISHARES INC CORE MSC	C	34,310.	40,285.
92204A702 VANGUARD INFORMATION	C	21,437.	39,094.
464288513 ISHARES IBOXX$ HIGH	C	7,628.	7,780.
464288588 ISHARES LEHMAN MBS	C	55,647.	53,732.
81369Y407 SECTOR SPDR TR SHS B	C	20,008.	29,422.
921937819 VANGUARD INTERMEDIAT	C	54,039.	51,185.
46138E511 INVESCO PREFERRED ET	C	5,063.	4,969.
464288661 ISHARES LEHMAN 3-7 Y	C	23,867.	22,981.
46432F842 ISHARES TR CORE MSCI	C	105,395.	97,017.
81369Y886 SECTOR SPDR TR SHS B	C	4,340.	5,528.
921937827 VANGUARD SHORT TERM	C	46,979.	46,038.
TOTALS		613,873.	673,920.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
GAIN ON PY SALES SETTLED IN CY	324.
PURCHASE OF ACCRUED INTEREST C/O FROM PY	326.
TOTAL	650.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
UST-MLT
ADDRESS:
P.O. BOX 1501, NJ2-130-03-31
PENNINGTON, NJ 08534-1501
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 26,686.

OFFICER NAME:
WILLIAM L RICKER
ADDRESS:
19402 E CALEY DR
CENTENNIAL, CO 80016-1234
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
JAMES N JOHNSON
ADDRESS:
5410 STONY HILL CT
GRAND BLANC, MI 48439-1912
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
SALLY RICHARDS RICKER
ADDRESS:
4229 PERRY LANE
HARBOR SPRINGS, MI 49740-9066
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
MOLLY BRAY MCCORMICK
ADDRESS:
6074 MURRAY ROAD
WHITEHALL, MI 49461-6919
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 26,686.