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The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 13F

FORM 13F COVER PAGE

OMB APPROVAL

OMB Number: 3235-0006  
Expires: Oct 31, 2018  
Estimated average burden hours per response: 23.8

Report for the Calendar Year or Quarter Ended: 06-30-2017

Check here if Amendment  Amendment Number:  
This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: ALLSTATE CORP  
Address: 2775 SANDERS ROAD  
NORTHBROOK, IL 60062-7127

Form 13F File Number: 028-14491

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: TOM MCDONNELL  
Title: VICE PRESIDENT OF INVESTMENT FINANCE  
Phone: 847-402-8519

Signature, Place, and Date of Signing:

/s/ TOM MCDONNELL NORTHBROOK, IL 08-10-2017  
[Signature] [City, State] [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)  
 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)  
 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

[If there are no entries in this list, omit this section.]

Form 13F File Number	Name
028-04295	BLACKROCK ADVISORS LLC
028-04003	ARIEL INVESTMENTS, LLC

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2  
Form 13F Information Table Entry Total: 295  
Form 13F Information Table Value Total: 1,881,729  
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
11	028-04302	ALLSTATE INVESTMENT MANAGEMENT CO
12	028-10298	ALLSTATE INVESTMENTS LLC

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 13F

FORM 13F INFORMATION TABLE

OMB APPROVAL	
OMB Number:	3235-0006
Expires:	Oct 31, 2018
Estimated average burden hours per response:	23.8

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x\$1000)	COLUMN 5 SHRS OR PRN AMT	COLUMN 6			COLUMN 7			COLUMN 8		
					SH/	PUT/	INVESTMENT DISCRETION	OTHER	MANAGER	SOLE	SHARED	NONE	VOTING AUTHORITY
AGCO CORP	COMMON	001084102	770	11,430	SH		SOLE	12		11,430	0	0	
AT&T INC	COMMON	00206R102	5,468	144,936	SH		SOLE	12		144,936	0	0	
ABBOTT LABS	COMMON	002824100	1,753	36,061	SH		SOLE	12		36,061	0	0	
ABBVIE INC	COMMON	00287Y109	406	5,596	SH		SOLE	12		5,596	0	0	
ADOBE SYS INC	COMMON	00724F101	1,809	12,789	SH		SOLE	12		12,789	0	0	
AFFILIATED MANAGERS GROUP	COMMON	008252108	1,599	9,640	SH		SOLE	12		9,640	0	0	
AGILENT TECHNOLOGIES INC	COMMON	00846U101	976	16,448	SH		SOLE	12		16,448	0	0	
AKAMAI TECHNOLOGIES INC	COMMON	00971T101	846	16,989	SH		SOLE	12		16,989	0	0	
ALEXANDRIA REAL ESTATE EQ IN	COMMON	015271109	856	7,103	SH		SOLE	12		7,103	0	0	
ALLEGHANY CORP DEL	COMMON	017175100	833	1,401	SH		SOLE	12		1,401	0	0	
ALLIANCE DATA SYSTEMS CORP	COMMON	018581108	1,821	7,094	SH		SOLE	12		7,094	0	0	
ALPHABET INC	COMMON	02079K107	5,113	5,627	SH		SOLE	12		5,627	0	0	
ALPHABET INC	COMMON	02079K305	6,625	7,126	SH		SOLE	12		7,126	0	0	
ALTABA INC	COMMON	021346101	1,520	27,897	SH		SOLE	12		27,897	0	0	
ALTRIA GROUP INC	COMMON	02209S103	4,702	63,137	SH		SOLE	12		63,137	0	0	
AMAZON COM INC	COMMON	023135106	6,662	6,882	SH		SOLE	12		6,882	0	0	
AMEREN CORP	COMMON	023608102	875	16,009	SH		SOLE	12		16,009	0	0	
AMERICAN ELEC PWR INC	COMMON	025537101	1,551	22,323	SH		SOLE	12		22,323	0	0	
AMERICAN EXPRESS CO	COMMON	025816109	1,765	20,949	SH		SOLE	12		20,949	0	0	
AMERICAN TOWER CORP NEW	COMMON	03027X100	1,578	11,924	SH		SOLE	12		11,924	0	0	
AMERISOURCEBERGEN CORP	COMMON	03073E105	2,043	21,611	SH		SOLE	12		21,611	0	0	
AMGEN INC	COMMON	031162100	3,386	19,657	SH		SOLE	12		19,657	0	0	
ANTERO RES CORP	COMMON	03674X106	776	35,913	SH		SOLE	12		35,913	0	0	
ANTHEM INC	COMMON	036752103	1,452	7,719	SH		SOLE	12		7,719	0	0	
APPLE INC	COMMON	037833100	17,252	119,792	SH		SOLE	12		119,792	0	0	
APPLIED MATLS INC	COMMON	038222105	1,374	33,270	SH		SOLE	12		33,270	0	0	
ARAMARK	COMMON	03852U106	879	21,450	SH		SOLE	12		21,450	0	0	
ARCHER DANIELS MIDLAND CO	COMMON	039483102	1,062	25,667	SH		SOLE	12		25,667	0	0	
ATMOS ENERGY CORP	COMMON	049560105	813	9,803	SH		SOLE	12		9,803	0	0	
AUTOMATIC DATA PROCESSING IN	COMMON	053015103	3,153	30,775	SH		SOLE	12		30,775	0	0	
AVALONBAY CMNTYS	COMMON	053484101	1,114	5,798	SH		SOLE	12		5,798	0	0	

INC											
AVERY DENNISON CORP	COMMON	053611109	887	10,038	SH	SOLE	12	10,038	0	0	
AVNET INC	COMMON	053807103	795	20,435	SH	SOLE	12	20,435	0	0	
BB&T CORP	COMMON	054937107	1,312	28,886	SH	SOLE	12	28,886	0	0	
BAKER HUGHES INC	COMMON	057224107	1,022	18,754	SH	SOLE	12	18,754	0	0	
BANK AMER CORP	COMMON	060505104	6,436	265,290	SH	SOLE	12	265,290	0	0	
BAXTER INTL INC	COMMON	071813109	1,154	19,068	SH	SOLE	12	19,068	0	0	
BECTON DICKINSON & CO	COMMON	075887109	1,340	6,866	SH	SOLE	12	6,866	0	0	
BERKLEY W R CORP	COMMON	084423102	792	11,456	SH	SOLE	12	11,456	0	0	
BERKSHIRE HATHAWAY INC DEL	COMMON	084670702	3,970	23,442	SH	SOLE	12	23,442	0	0	
BIOMARIN PHARMACEUTICAL INC	COMMON	09061G101	1,486	16,358	SH	SOLE	12	16,358	0	0	
BIOGEN INC	COMMON	09062X103	2,138	7,878	SH	SOLE	12	7,878	0	0	
BLACKROCK INC	COMMON	09247X101	1,545	3,658	SH	SOLE	12	3,658	0	0	
BOEING CO	COMMON	097023105	2,612	13,207	SH	SOLE	12	13,207	0	0	
BOSTON SCIENTIFIC CORP	COMMON	101137107	1,780	64,201	SH	SOLE	12	64,201	0	0	
CBRE GROUP INC	COMMON	12504L109	1,619	44,480	SH	SOLE	12	44,480	0	0	
CDW CORP	COMMON	12514G108	845	13,516	SH	SOLE	12	13,516	0	0	
C H ROBINSON WORLDWIDE INC	COMMON	12541W209	851	12,387	SH	SOLE	12	12,387	0	0	
CIGNA CORPORATION	COMMON	125509109	1,426	8,520	SH	SOLE	12	8,520	0	0	
CME GROUP INC	COMMON	12572Q105	1,492	11,912	SH	SOLE	12	11,912	0	0	
CSX CORP	COMMON	126408103	1,866	34,208	SH	SOLE	12	34,208	0	0	
CVS HEALTH CORP	COMMON	126650100	3,552	44,142	SH	SOLE	12	44,142	0	0	
CA INC	COMMON	12673P105	914	26,507	SH	SOLE	12	26,507	0	0	
CADENCE DESIGN SYSTEM INC	COMMON	127387108	816	24,379	SH	SOLE	12	24,379	0	0	
CAMDEN PPTY TR	COMMON	133131102	826	9,662	SH	SOLE	12	9,662	0	0	
CARDINAL HEALTH INC	COMMON	14149Y108	1,108	14,225	SH	SOLE	12	14,225	0	0	
CARNIVAL CORP	COMMON	143658300	1,047	15,970	SH	SOLE	12	15,970	0	0	
CELGENE CORP	COMMON	151020104	2,385	18,366	SH	SOLE	12	18,366	0	0	
CENTENE CORP DEL	COMMON	15135B101	2,612	32,700	SH	SOLE	12	32,700	0	0	
CENTERPOINT ENERGY INC	COMMON	15189T107	829	30,273	SH	SOLE	12	30,273	0	0	
CHEVRON CORP NEW	COMMON	166764100	3,807	36,491	SH	SOLE	12	36,491	0	0	
CHURCH & DWIGHT INC	COMMON	171340102	900	17,349	SH	SOLE	12	17,349	0	0	
CIMAREX ENERGY CO	COMMON	171798101	746	7,932	SH	SOLE	12	7,932	0	0	
CISCO SYS INC	COMMON	17275R102	3,202	102,289	SH	SOLE	12	102,289	0	0	
CINTAS CORP	COMMON	172908105	852	6,761	SH	SOLE	12	6,761	0	0	
CITIGROUP INC	COMMON	172967424	3,754	56,124	SH	SOLE	12	56,124	0	0	
COCA COLA CO	COMMON	191216100	1,555	34,673	SH	SOLE	12	34,673	0	0	
COGNIZANT TECHNOLOGY SOLUTIO	COMMON	192446102	2,086	31,412	SH	SOLE	12	31,412	0	0	
COMCAST CORP NEW	COMMON	20030N101	5,389	138,455	SH	SOLE	12	138,455	0	0	
CONCHO RES INC	COMMON	20605P101	1,744	14,349	SH	SOLE	12	14,349	0	0	
CONOCOPHILLIPS	COMMON	20825C104	1,219	27,730	SH	SOLE	12	27,730	0	0	
CONSOLIDATED EDISON INC	COMMON	209115104	1,057	13,083	SH	SOLE	12	13,083	0	0	
CONTINENTAL RESOURCES INC	COMMON	212015101	866	26,787	SH	SOLE	12	26,787	0	0	
CORNING INC	COMMON	219350105	1,195	39,760	SH	SOLE	12	39,760	0	0	

COSTCO WHSL CORP NEW	COMMON	22160K105	3,130	19,571	SH	SOLE	12	19,571	0	0
CROWN HOLDINGS INC	COMMON	228368106	2,411	40,407	SH	SOLE	12	40,407	0	0
CUMMINS INC	COMMON	231021106	1,097	6,763	SH	SOLE	12	6,763	0	0
D R HORTON INC	COMMON	23331A109	2,685	77,673	SH	SOLE	12	77,673	0	0
DTE ENERGY CO	COMMON	233331107	961	9,086	SH	SOLE	12	9,086	0	0
DARDEN RESTAURANTS INC	COMMON	237194105	860	9,505	SH	SOLE	12	9,505	0	0
DAVITA INC	COMMON	23918K108	823	12,703	SH	SOLE	12	12,703	0	0
DELTA AIR LINES INC DEL	COMMON	247361702	1,573	29,264	SH	SOLE	12	29,264	0	0
DIGITAL RLTY TR INC	COMMON	253868103	942	8,337	SH	SOLE	12	8,337	0	0
DISNEY WALT CO	COMMON	254687106	3,216	30,272	SH	SOLE	12	30,272	0	0
DOLLAR TREE INC	COMMON	256746108	2,127	30,417	SH	SOLE	12	30,417	0	0
DOMINION ENERGY INC	COMMON	25746U109	1,545	20,156	SH	SOLE	12	20,156	0	0
DUKE REALTY CORP	COMMON	264411505	821	29,363	SH	SOLE	12	29,363	0	0
EOG RES INC	COMMON	26875P101	3,808	42,066	SH	SOLE	12	42,066	0	0
EQT CORP	COMMON	26884L109	2,167	36,983	SH	SOLE	12	36,983	0	0
EBAY INC	COMMON	278642103	1,325	37,955	SH	SOLE	12	37,955	0	0
EDGEWELL PERS CARE CO	COMMON	28035Q102	1,428	18,786	SH	SOLE	12	18,786	0	0
EDISON INTL	COMMON	281020107	1,058	13,525	SH	SOLE	12	13,525	0	0
ENTERGY CORP NEW	COMMON	29364G103	877	11,428	SH	SOLE	12	11,428	0	0
ESSEX PPTY TR INC	COMMON	297178105	954	3,710	SH	SOLE	12	3,710	0	0
EXPEDITORS INTL WASH INC	COMMON	302130109	876	15,503	SH	SOLE	12	15,503	0	0
EXPRESS SCRIPTS HLDG CO	COMMON	30219G108	1,348	21,110	SH	SOLE	12	21,110	0	0
EXXON MOBIL CORP	COMMON	30231G102	5,982	74,093	SH	SOLE	12	74,093	0	0
FACEBOOK INC	COMMON	30303M102	6,044	40,031	SH	SOLE	12	40,031	0	0
FIDELITY NATL INFORMATION SV	COMMON	31620M106	4,550	53,281	SH	SOLE	12	53,281	0	0
FIFTH THIRD BANCORP	COMMON	316773100	1,105	42,584	SH	SOLE	12	42,584	0	0
FISERV INC	COMMON	337738108	3,037	24,826	SH	SOLE	12	24,826	0	0
FLEETCOR TECHNOLOGIES INC	COMMON	339041105	1,400	9,708	SH	SOLE	12	9,708	0	0
FLUOR CORP NEW	COMMON	343412102	781	17,049	SH	SOLE	12	17,049	0	0
FOOT LOCKER INC	COMMON	344849104	675	13,699	SH	SOLE	12	13,699	0	0
FORD MTR CO DEL	COMMON	345370860	1,306	116,740	SH	SOLE	12	116,740	0	0
FORTIVE CORP	COMMON	34959J108	3,781	59,688	SH	SOLE	12	59,688	0	0
FRANKLIN RES INC	COMMON	354613101	979	21,851	SH	SOLE	12	21,851	0	0
GENERAL DYNAMICS CORP	COMMON	369550108	1,538	7,766	SH	SOLE	12	7,766	0	0
GENERAL ELECTRIC CO	COMMON	369604103	3,548	131,344	SH	SOLE	12	131,344	0	0
GENERAL MLS INC	COMMON	370334104	2,942	53,104	SH	SOLE	12	53,104	0	0
GENERAL MTRS CO	COMMON	37045V100	1,439	41,186	SH	SOLE	12	41,186	0	0
GENUINE PARTS CO	COMMON	372460105	892	9,621	SH	SOLE	12	9,621	0	0
GILEAD SCIENCES INC	COMMON	375558103	2,226	31,444	SH	SOLE	12	31,444	0	0
GLOBAL PMTS INC	COMMON	37940X102	1,794	19,858	SH	SOLE	12	19,858	0	0
GOLDMAN SACHS GROUP INC	COMMON	38141G104	1,995	8,990	SH	SOLE	12	8,990	0	0
GOODYEAR TIRE & RUBR CO	COMMON	382550101	829	23,716	SH	SOLE	12	23,716	0	0
GREAT AJAX CORP	COMMON	38983D300	3,001	214,652	SH	SOLE	12	214,652	0	0
HP INC	COMMON	40434L105	1,106	63,247	SH	SOLE	12	63,247	0	0
HOLOGIC INC	COMMON	436440101	881	19,403	SH	SOLE	12	19,403	0	0
HOME DEPOT INC	COMMON	437076102	5,323	34,702	SH	SOLE	12	34,702	0	0

HONEYWELL INTL INC	COMMON	438516106	1,783	13,378	SH	SOLE	12	13,378	0	0
HORMEL FOODS CORP	COMMON	440452100	850	24,934	SH	SOLE	12	24,934	0	0
HOST HOTELS & RESORTS INC	COMMON	44107P104	916	50,161	SH	SOLE	12	50,161	0	0
HUMANA INC	COMMON	444859102	1,266	5,262	SH	SOLE	12	5,262	0	0
HUNT J B TRANS SVCS INC	COMMON	445658107	2,015	22,051	SH	SOLE	12	22,051	0	0
HUNTINGTON INGALLS INDS INC	COMMON	446413106	797	4,281	SH	SOLE	12	4,281	0	0
ILLINOIS TOOL WKS INC	COMMON	452308109	1,444	10,079	SH	SOLE	12	10,079	0	0
INGREDION INC	COMMON	457187102	853	7,155	SH	SOLE	12	7,155	0	0
INTEL CORP	COMMON	458140100	3,184	94,367	SH	SOLE	12	94,367	0	0
INTERCONTINENTAL EXCHANGE IN	COMMON	45866F104	1,650	25,023	SH	SOLE	12	25,023	0	0
INTERNATIONAL BUSINESS MACHS	COMMON	459200101	2,895	18,817	SH	SOLE	12	18,817	0	0
INTL PAPER CO	COMMON	460146103	1,068	18,871	SH	SOLE	12	18,871	0	0
INTUIT	COMMON	461202103	1,156	8,705	SH	SOLE	12	8,705	0	0
ISHARES TR	COMMON	464287150	91,466	1,650,419	SH	SOLE	12	1,650,419	0	0
ISHARES TR	COMMON	464287168	32,089	348,000	SH	SOLE	12	348,000	0	0
ISHARES TR	COMMON	464287200	401,627	1,650,000	SH	SOLE	12	1,650,000	0	0
ISHARES TR	COMMON	464287242	169,643	1,407,713	SH	SOLE	12	1,407,713	0	0
ISHARES TR	COMMON	464288513	131,259	1,485,000	SH	SOLE	12	1,485,000	0	0
ISHARES TR	COMMON	464288638	36,776	335,000	SH	SOLE	11	335,000	0	0
ISHARES TR	COMMON	464288638	3,513	32,000	SH	SOLE	12	32,000	0	0
ISHARES TR	COMMON	46429B697	34,740	710,000	SH	SOLE	12	710,000	0	0
ISHARES TR	COMMON	46432F842	33,907	556,859	SH	SOLE	12	556,859	0	0
JPMORGAN CHASE & CO	COMMON	46625H100	5,902	64,577	SH	SOLE	12	64,577	0	0
JACOBS ENGR GROUP INC DEL	COMMON	469814107	807	14,840	SH	SOLE	12	14,840	0	0
JOHNSON & JOHNSON	COMMON	478160104	6,404	48,407	SH	SOLE	12	48,407	0	0
KIMBERLY CLARK CORP	COMMON	494368103	1,423	11,019	SH	SOLE	12	11,019	0	0
KINDER MORGAN INC DEL	COMMON	49456B101	1,262	65,885	SH	SOLE	12	65,885	0	0
L3 TECHNOLOGIES INC	COMMON	502413107	892	5,338	SH	SOLE	12	5,338	0	0
LABORATORY CORP AMER HLDGS	COMMON	50540R409	990	6,420	SH	SOLE	12	6,420	0	0
LAM RESEARCH CORP	COMMON	512807108	987	6,981	SH	SOLE	12	6,981	0	0
LAS VEGAS SANDS CORP	COMMON	517834107	1,685	26,378	SH	SOLE	12	26,378	0	0
LAUDER ESTEE COS INC	COMMON	518439104	1,743	18,162	SH	SOLE	12	18,162	0	0
LEAR CORP	COMMON	521865204	794	5,586	SH	SOLE	12	5,586	0	0
LEGGETT & PLATT INC	COMMON	524660107	808	15,391	SH	SOLE	12	15,391	0	0
LIBERTY PPTY TR	COMMON	531172104	762	18,711	SH	SOLE	12	18,711	0	0
LIBERTY MEDIA CORP DELAWARE	COMMON	531229409	732	17,439	SH	SOLE	12	17,439	0	0
LILLY ELI & CO	COMMON	532457108	1,996	24,250	SH	SOLE	12	24,250	0	0
LOEWS CORP	COMMON	540424108	883	18,869	SH	SOLE	12	18,869	0	0
LOWES COS INC	COMMON	548661107	3,250	41,919	SH	SOLE	12	41,919	0	0
M & T BK CORP	COMMON	55261F104	1,545	9,538	SH	SOLE	12	9,538	0	0
MSCI INC	COMMON	55354G100	828	8,039	SH	SOLE	12	8,039	0	0
MANPOWERGROUP INC	COMMON	56418H100	852	7,633	SH	SOLE	12	7,633	0	0
MARATHON PETE CORP	COMMON	56585A102	1,110	21,204	SH	SOLE	12	21,204	0	0
MARSH & MCLENNAN COS INC	COMMON	571748102	1,615	20,711	SH	SOLE	12	20,711	0	0

MASTERCARD INCORPORATED	COMMON	57636Q104	3,485	28,698	SH	SOLE	12	28,698	0	0
MCCORMICK & CO INC	COMMON	579780206	816	8,365	SH	SOLE	12	8,365	0	0
MCDONALDS CORP	COMMON	580135101	667	4,357	SH	SOLE	12	4,357	0	0
MEDEQUITIES RLTY TR INC	COMMON	58409L306	5,660	448,455	SH	SOLE	12	448,455	0	0
MERCK & CO INC	COMMON	58933Y105	3,527	55,030	SH	SOLE	12	55,030	0	0
METTLER TOLEDO INTERNATIONAL	COMMON	592688105	931	1,582	SH	SOLE	12	1,582	0	0
MICROSOFT CORP	COMMON	594918104	8,387	121,681	SH	SOLE	12	121,681	0	0
MICROCHIP TECHNOLOGY INC	COMMON	595017104	901	11,675	SH	SOLE	12	11,675	0	0
MOHAWK INDS INC	COMMON	608190104	940	3,889	SH	SOLE	12	3,889	0	0
MOLSON COORS BREWING CO	COMMON	60871R209	1,241	14,373	SH	SOLE	12	14,373	0	0
MONSANTO CO NEW	COMMON	61166W101	3,800	32,102	SH	SOLE	12	32,102	0	0
MOODYS CORP	COMMON	615369105	766	6,292	SH	SOLE	12	6,292	0	0
NCR CORP NEW	COMMON	62886E108	3,684	90,200	SH	SOLE	12	90,200	0	0
NATIONAL RETAIL PPTYS INC	COMMON	637417106	783	20,028	SH	SOLE	12	20,028	0	0
NETFLIX INC	COMMON	64110L106	3,167	21,196	SH	SOLE	12	21,196	0	0
NEW YORK CMNTY BANCORP INC	COMMON	649445103	679	51,740	SH	SOLE	12	51,740	0	0
NEWELL BRANDS INC	COMMON	651229106	1,670	31,148	SH	SOLE	12	31,148	0	0
NEWS CORP NEW	COMMON	65249B109	778	56,818	SH	SOLE	12	56,818	0	0
NIKE INC	COMMON	654106103	2,039	34,553	SH	SOLE	12	34,553	0	0
NORDSTROM INC	COMMON	655664100	865	18,085	SH	SOLE	12	18,085	0	0
NORTHROP GRUMMAN CORP	COMMON	666807102	1,368	5,329	SH	SOLE	12	5,329	0	0
NUCOR CORP	COMMON	670346105	964	16,654	SH	SOLE	12	16,654	0	0
NVIDIA CORP	COMMON	67066G104	1,784	12,339	SH	SOLE	12	12,339	0	0
OMNICOM GROUP INC	COMMON	681919106	976	11,773	SH	SOLE	12	11,773	0	0
ORACLE CORP	COMMON	68389X105	2,891	57,661	SH	SOLE	12	57,661	0	0
PG&E CORP	COMMON	69331C108	1,191	17,945	SH	SOLE	12	17,945	0	0
PNC FINL SVCS GROUP INC	COMMON	693475105	1,672	13,393	SH	SOLE	12	13,393	0	0
PACCAR INC	COMMON	693718108	1,072	16,234	SH	SOLE	12	16,234	0	0
PACKAGING CORP AMER	COMMON	695156109	901	8,090	SH	SOLE	12	8,090	0	0
PAYCHEX INC	COMMON	704326107	2,524	44,334	SH	SOLE	12	44,334	0	0
PEPSICO INC	COMMON	713448108	3,317	28,718	SH	SOLE	12	28,718	0	0
PFIZER INC	COMMON	717081103	5,508	163,992	SH	SOLE	12	163,992	0	0
PHILIP MORRIS INTL INC	COMMON	718172109	3,341	28,443	SH	SOLE	12	28,443	0	0
PHILLIPS 66	COMMON	718546104	1,357	16,409	SH	SOLE	12	16,409	0	0
PINNACLE WEST CAP CORP	COMMON	723484101	809	9,505	SH	SOLE	12	9,505	0	0
PINNACLE FOODS INC DEL	COMMON	72348P104	1,801	30,325	SH	SOLE	12	30,325	0	0
PIONEER NAT RES CO	COMMON	723787107	1,090	6,833	SH	SOLE	12	6,833	0	0
PLAINS GP HLDGS L P	COMMON	72651A207	733	28,028	SH	SOLE	12	28,028	0	0
PRICE T ROWE GROUP INC	COMMON	74144T108	992	13,370	SH	SOLE	12	13,370	0	0
PROCTER AND GAMBLE CO	COMMON	742718109	4,231	48,547	SH	SOLE	12	48,547	0	0
PROLOGIS INC	COMMON	74340W103	1,215	20,712	SH	SOLE	12	20,712	0	0
PRUDENTIAL FINL INC	COMMON	744320102	1,447	13,377	SH	SOLE	12	13,377	0	0
PULTE GROUP INC	COMMON	745867101	902	36,780	SH	SOLE	12	36,780	0	0
QUALCOMM INC	COMMON	747525103	1,916	34,703	SH	SOLE	12	34,703	0	0

QUEST DIAGNOSTICS INC	COMMON	74834L100	2,926	26,323	SH	SOLE	12	26,323	0	0
RAYTHEON CO	COMMON	755111507	2,994	18,541	SH	SOLE	12	18,541	0	0
REGENERON PHARMACEUTICALS	COMMON	75886F107	2,300	4,684	SH	SOLE	12	4,684	0	0
REINSURANCE GROUP AMER INC	COMMON	759351604	827	6,445	SH	SOLE	12	6,445	0	0
REPUBLIC SVCS INC	COMMON	760759100	2,350	36,873	SH	SOLE	12	36,873	0	0
ROSS STORES INC	COMMON	778296103	988	17,110	SH	SOLE	12	17,110	0	0
S&P GLOBAL INC	COMMON	78409V104	1,297	8,881	SH	SOLE	12	8,881	0	0
SBA COMMUNICATIONS CORP NEW	COMMON	78410G104	1,641	12,168	SH	SOLE	12	12,168	0	0
SL GREEN RLTY CORP	COMMON	78440X101	877	8,288	SH	SOLE	12	8,288	0	0
SPDR S&P 500 ETF TR	COMMON	78462F103	26,696	110,404	SH	SOLE	11	110,404	0	0
SPDR S&P 500 ETF TR	COMMON	78462F103	397,636	1,644,485	SH	SOLE	12	1,644,485	0	0
SALESFORCE COM INC	COMMON	79466L302	1,726	19,931	SH	SOLE	12	19,931	0	0
SCHWAB CHARLES CORP NEW	COMMON	808513105	1,579	36,761	SH	SOLE	12	36,761	0	0
SCRIPPS NETWORKS INTERACT IN	COMMON	811065101	791	11,579	SH	SOLE	12	11,579	0	0
SEMPRA ENERGY	COMMON	816851109	1,565	13,877	SH	SOLE	12	13,877	0	0
SHERWIN WILLIAMS CO	COMMON	824348106	1,148	3,272	SH	SOLE	12	3,272	0	0
SIMON PPTY GROUP INC NEW	COMMON	828806109	1,254	7,751	SH	SOLE	12	7,751	0	0
SIRIUS XM HLDGS INC	COMMON	82968B103	836	152,767	SH	SOLE	12	152,767	0	0
SMITH A O	COMMON	831865209	833	14,792	SH	SOLE	12	14,792	0	0
SMUCKER J M CO	COMMON	832696405	1,918	16,213	SH	SOLE	12	16,213	0	0
SNAP ON INC	COMMON	833034101	807	5,108	SH	SOLE	12	5,108	0	0
SPECTRUM BRANDS HLDGS INC	COMMON	84763R101	681	5,449	SH	SOLE	12	5,449	0	0
STANLEY BLACK & DECKER INC	COMMON	854502101	1,031	7,328	SH	SOLE	12	7,328	0	0
STARBUCKS CORP	COMMON	855244109	3,456	59,269	SH	SOLE	12	59,269	0	0
SYNOPSIS INC	COMMON	871607107	847	11,615	SH	SOLE	12	11,615	0	0
SYSCO CORP	COMMON	871829107	1,598	31,745	SH	SOLE	12	31,745	0	0
TJX COS INC NEW	COMMON	872540109	1,393	19,300	SH	SOLE	12	19,300	0	0
T MOBILE US INC	COMMON	872590104	894	14,743	SH	SOLE	12	14,743	0	0
TARGET CORP	COMMON	87612E106	1,083	20,716	SH	SOLE	12	20,716	0	0
TELEFLEX INC	COMMON	879369106	845	4,069	SH	SOLE	12	4,069	0	0
TESORO CORP	COMMON	881609101	2,253	24,067	SH	SOLE	12	24,067	0	0
TEXAS INSTRS INC	COMMON	882508104	1,936	25,161	SH	SOLE	12	25,161	0	0
THERMO FISHER SCIENTIFIC INC	COMMON	883556102	3,472	19,902	SH	SOLE	12	19,902	0	0
3M CO	COMMON	88579Y101	2,733	13,129	SH	SOLE	12	13,129	0	0
TOLL BROTHERS INC	COMMON	889478103	819	20,733	SH	SOLE	12	20,733	0	0
ISHARES TR	COMMON	891027104	823	10,757	SH	SOLE	12	10,757	0	0
TRACTOR SUPPLY CO	COMMON	892356106	1,094	20,185	SH	SOLE	12	20,185	0	0
TYSON FOODS INC	COMMON	902494103	1,025	16,373	SH	SOLE	12	16,373	0	0
UDR INC	COMMON	902653104	860	22,075	SH	SOLE	12	22,075	0	0
UGI CORP NEW	COMMON	902681105	781	16,128	SH	SOLE	12	16,128	0	0
US BANCORP DEL	COMMON	902973304	2,072	39,914	SH	SOLE	12	39,914	0	0
UNITED CONTL HLDGS INC	COMMON	910047109	734	9,755	SH	SOLE	12	9,755	0	0
UNITED RENTALS INC	COMMON	911363109	1,307	11,599	SH	SOLE	12	11,599	0	0
US FOODS HLDG CORP	COMMON	912008109	933	34,278	SH	SOLE	12	34,278	0	0
UNITED TECHNOLOGIES CORP	COMMON	913017109	224	1,836	SH	SOLE	12	1,836	0	0

UNITED THERAPEUTICS CORP DEL	COMMON	91307C102	793	6,111	SH	SOLE	12	6,111	0	0
UNITEDHEALTH GROUP INC	COMMON	91324P102	5,355	28,881	SH	SOLE	12	28,881	0	0
VALERO ENERGY CORP NEW	COMMON	91913Y100	1,280	18,973	SH	SOLE	12	18,973	0	0
VALVOLINE INC	COMMON	92047W101	3,092	130,342	SH	SOLE	12	130,342	0	0
VANTIV INC	COMMON	92210H105	867	13,692	SH	SOLE	12	13,692	0	0
VERIZON COMMUNICATIONS INC	COMMON	92343V104	1,578	35,339	SH	SOLE	12	35,339	0	0
VISA INC	COMMON	92826C839	3,073	32,763	SH	SOLE	12	32,763	0	0
VMWARE INC	COMMON	928563402	641	7,333	SH	SOLE	12	7,333	0	0
VORNADO RLTY TR	COMMON	929042109	947	10,086	SH	SOLE	12	10,086	0	0
VOYA FINL INC	COMMON	929089100	1,308	35,444	SH	SOLE	12	35,444	0	0
VULCAN MATLS CO	COMMON	929160109	1,345	10,621	SH	SOLE	12	10,621	0	0
WAL-MART STORES INC	COMMON	931142103	2,485	32,834	SH	SOLE	12	32,834	0	0
WALGREENS BOOTS ALLIANCE INC	COMMON	931427108	4,032	51,493	SH	SOLE	12	51,493	0	0
WASTE CONNECTIONS INC	COMMON FOREIGN	94106B101	951	14,760	SH	SOLE	12	14,760	0	0
WASTE MGMT INC DEL	COMMON	94106L109	1,198	16,331	SH	SOLE	12	16,331	0	0
WATERS CORP	COMMON	941848103	934	5,080	SH	SOLE	12	5,080	0	0
WELLS FARGO CO NEW	COMMON	949746101	4,148	74,853	SH	SOLE	12	74,853	0	0
WESTERN UN CO	COMMON	959802109	816	42,837	SH	SOLE	12	42,837	0	0
WESTROCK CO	COMMON	96145D105	928	16,373	SH	SOLE	12	16,373	0	0
WHIRLPOOL CORP	COMMON	963320106	925	4,826	SH	SOLE	12	4,826	0	0
WHOLE FOODS MKT INC	COMMON	966837106	1,037	24,623	SH	SOLE	12	24,623	0	0
XCEL ENERGY INC	COMMON	98389B100	1,028	22,396	SH	SOLE	12	22,396	0	0
XILINX INC	COMMON	983919101	925	14,383	SH	SOLE	12	14,383	0	0
XEROX CORP	COMMON	984121608	789	27,452	SH	SOLE	12	27,452	0	0
ALLERGAN PLC	COMMON	G0177J108	2,160	8,884	SH	SOLE	12	8,884	0	0
AON PLC	COMMON FOREIGN	G0408V102	1,664	12,514	SH	SOLE	12	12,514	0	0
ARCH CAP GROUP LTD	COMMON FOREIGN	G0450A105	834	8,945	SH	SOLE	12	8,945	0	0
AXIS CAPITAL HOLDINGS LTD	COMMON FOREIGN	G0692U109	762	11,790	SH	SOLE	12	11,790	0	0
ACCENTURE PLC IRELAND	COMMON FOREIGN	G1151C101	1,887	15,260	SH	SOLE	12	15,260	0	0
BUNGE LIMITED	COMMON	G16962105	806	10,804	SH	SOLE	12	10,804	0	0
EVEREST RE GROUP LTD	COMMON	G3223R108	852	3,346	SH	SOLE	12	3,346	0	0
INGERSOLL-RAND PLC	COMMON	G47791101	1,075	11,767	SH	SOLE	12	11,767	0	0
JAZZ PHARMACEUTICALS PLC	COMMON	G50871105	1,963	12,626	SH	SOLE	12	12,626	0	0
JOHNSON CTLS INTL PLC	COMMON	G51502105	1,440	33,213	SH	SOLE	12	33,213	0	0
MEDTRONIC PLC	COMMON FOREIGN	G5960L103	503	5,671	SH	SOLE	12	5,671	0	0
RENAISSANCERE HOLDINGS LTD	COMMON FOREIGN	G7496G103	752	5,407	SH	SOLE	12	5,407	0	0
WILLIS TOWERS WATSON PUB LTD	COMMON FOREIGN	G96629103	1,666	11,451	SH	SOLE	12	11,451	0	0
XL GROUP LTD	COMMON FOREIGN	G98294104	1,681	38,386	SH	SOLE	12	38,386	0	0
TE CONNECTIVITY LTD	COMMON FOREIGN	H84989104	1,116	14,180	SH	SOLE	12	14,180	0	0
LYONDELLBASELL	COMMON	N53745100	1,237	14,655	SH	SOLE	12	14,655	0	0



INDUSTRIES N

MYLAN N V	COMMON	N59465109	1,396	35,968	SH	SOLE	12	35,968	0	0
FLEX LTD	COMMON	Y2573F102	775	47,506	SH	SOLE	12	47,506	0	0