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Form **990-PF**

**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

OMB No. 1545-0052

**2006**

Department of the Treasury  
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year **2006**, or tax year beginning **2006**, and ending

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>TLC FOUNDATION</b>		A Employer identification number <b>38-3624956</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>48384 FORBES</b>		B Telephone number (see instructions) <b>(586) 855-7182</b>
	City or town State ZIP code <b>CHESTERFIELD MI 48047-3948</b>		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ <b>2,193,824.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1	Contributions, gifts, grants, etc., received (att sch)				
2	Ch <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	126,335.	126,335.	126,335.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		0.		
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/(loss) (att sch)				
11	Other income (attach schedule)				
	Other Income	1,406.	1,406.		
12	Total. Add lines 1 through 11	127,741.	127,741.	126,335.	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	2,547.	2,545.		
b	Accounting fees (attach sch)	1,000.	1,000.		
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
	Postage, office expenses	25.	25.		
24	Total operating and administrative expenses. Add lines 13 through 23	3,572.	3,570.		
25	Contributions, gifts, grants paid	234,143.			234,143.
26	Total expenses and disbursements. Add lines 24 and 25	237,715.	3,570.		234,143.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-109,974.			
b	Net investment income (if negative, enter -0-)		124,171.		
c	Adjusted net income (if negative, enter -0-)			126,335.	

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5

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing .....			
	2	Savings and temporary cash investments .....	55,942.	163,624.	163,624.
	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 sch) .....			
		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) L-10c Stmt .....	2,303,183.	2,080,276.	1,982,200.
	11	Investments — land, buildings, and equipment: basis .....			
	Less: accumulated depreciation (attach schedule) .....				
12	Investments — mortgage loans .....				
13	Investments — other (attach schedule) L-13 Stmt .....	48,000.	48,000.	48,000.	
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 instructions. Also, see page 1, item I) .....	2,407,125.	2,291,900.	2,193,824.	
LIABILITIES	17	Accounts payable and accrued expenses .....			
	18	Grants payable .....			
	19	Deferred revenue .....			
	20	Loans from officers, directors, trustees, & other disqualified persons .....			
	21	Mortgages and other notes payable (attach schedule) .....			
	22	Other liabilities (describe .....			
	23	Total liabilities (add lines 17 through 22) .....			
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here .....	<input checked="" type="checkbox"/>		
	24	Unrestricted .....	2,407,125.	2,291,900.	
	25	Temporarily restricted .....			
	26	Permanently restricted .....			
		Foundations that do not follow SFAS 117, check here .....	<input type="checkbox"/>		
	27	Capital stock, trust principal, or current funds .....			
	28	Paid-in or capital surplus, or land, building, and equipment fund .....			
	29	Retained earnings, accumulated income, endowment, or other funds .....			
	30	Total net assets or fund balances (see instructions) .....	2,407,125.	2,291,900.	
	31	Total liabilities and net assets/fund balances (see instructions) .....	2,407,125.	2,291,900.	

## 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	2,407,125.
2	Enter amount from Part I, line 27a .....	2	-109,974.
3	Other increases not included in line 2 (itemize) .....	3	
4	Add lines 1, 2, and 3 .....	4	2,297,151.
5	Decreases not included in line 2 (itemize) .....	5	5,251.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 .....	6	2,291,900.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)

(b) How acquired  
P — Purchase  
D — Donation(c) Date acquired  
(month, day, year)(d) Date sold  
(month, day, year)

1a 62,000 GMAC NOTES 5.75% due 10/15/06	P	12/19/02	10/16/06
b 50,000 First Data Corp Sr NT 5.625% due 11/1/11	P	12/22/05	12/07/06
c 100,000 Amer Finl Group Inc Ohio 7.125% due 4/15/09	P	06/09/03	03/09/06
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 62,000.		63,331.	-1,331.
b 51,711.		51,479.	232.
c 103,946.		108,098.	-4,152.
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			-1,331.
b			232.
c			-4,152.
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

-5,251.

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 does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (of tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2005	163,351.	2,271,131.	0.071925
2004	94,508.	2,502,203.	0.037770
2003	311,932.	4,907,654.	0.063560
2002	271,421.	4,851,441.	0.055946
2001			

2 Total of line 1, column (d) 2 0.229201

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the  
number of years the foundation has been in existence if less than 5 years 3 0.057300

4 Enter the net value of noncharitable-use assets for 2005 from Part X, line 5 4 2,156,464.

5 Multiply line 4 by line 3 5 123,565.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 1,242.

7 Add lines 5 and 6 7 124,807.

8 Enter qualifying distributions from Part XII, line 4 8 234,143.

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)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V. check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,242.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,242.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,242.
6 Credits/Payments:			
a 2006 estimated tax prmts and 2005 overpayment credited to 2006	6a		
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		
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		74.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1,316.
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 2007 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV		X
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MICHIGAN</u>		
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	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 2006 or the taxable year beginning in 2006 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.		X

**Part VII-A Statements Regarding Activities Continued**

11 a 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 a		X
b If 'Yes', did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, an annuities described in the attachment for line 11a?	11 b		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>			
14 The books are in care of <u>ANTHONY CALLIEA</u>		Telephone no. <u>(586) 855-7182</u>	
Located at <u>48384 FORBES, CHESTERFIELD, MI</u>		ZIP + 4 <u>48047</u>	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year			15 <u>15</u>

**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
1 a 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 type="checkbox"/> Yes <input checked="" 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)? <input type="checkbox"/>	1 b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2006? <input type="checkbox"/>	1 c	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 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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"/>	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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 2006 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 2006.) <input type="checkbox"/>	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4 a	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 2006? <input type="checkbox"/>	4 b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?

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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If you answered 'Yes' to 6b, also 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?

**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
Anthony CALLIEA 48384 Forbes, Chesterfield, MI 48047	DIRECTOR .2	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A				

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

None

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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
N/A		
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 N/A	
	0.
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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**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	2,039,264.
b Average of monthly cash balances	1b	102,040.
c Fair market value of all other assets (see instructions)	1c	48,000.
d Total (add lines 1a, b, and c)	1d	2,189,304.
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	0.
3 Subtract line 2 from line 1d	3	2,189,304.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	32,840.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,156,464.
6 Minimum investment return. Enter 5% of line 5	6	107,823.

**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	107,823.
2a Tax on investment income for 2006 from Part VI, line 5	2a	1,242.
b Income tax for 2006. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,242.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	106,581.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	106,581.
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	106,581.

**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	234,143.
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	0.
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	0.
b Cash distribution test (attach the required schedule)	3b	0.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	234,143.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,242.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	232,901.

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 2005	(c) 2005	(d) 2006
1 Distributable amount for 2006 from Part XI, line 7				106,581.
2 Undistributed income, if any, as of the end of 2005:				
a Enter amount for 2005 only			0.	
b Total for prior years: 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2006:				
a From 2001	0.			
b From 2002	0.			
c From 2003	0.			
d From 2004	0.			
e From 2005	124,369.			
f Total of lines 3a through e	124,369.			
4 Qualifying distributions for 2006 from Part XII, line 4. ▶ \$	234,143.			
a Applied to 2005, 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 2006 distributable amount				
e Remaining amount distributed out of corpus	234,143.			
5 Excess distributions carryover applied to 2006 (If an amount appears in column (d), the same amount must be shown in column (a).)	106,581.			106,581.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	251,931.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2005. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2006. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2007				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2001 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2007. Subtract lines 7 and 8 from line 6a	251,931.			
10 Analysis of line 9:				
a Excess from 2002	0.			
b Excess from 2003	0.			
c Excess from 2004	0.			
d Excess from 2005	17,788.			
e Excess from 2006	234,143.			

BAA

Form 990-PF (2006)

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2006, 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed .....

Tax year	Prior 3 years			(e) Total
(a) 2006	(b) 2005	(c) 2004	(d) 2003	
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 organization had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

a The name, address, and telephone number 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
<i>a</i> Paid during the year				
Blue Water Stars Hockey Association 4150 Dove Rd, Port Huron, MI 48060	None	501(c)(3)	General Support	100,000.
reed Academy, Inc 85 Summit Ave, Garfield, NJ 07026	None	501(c)(3)	General Support	20,000.
MI Dyslexia 532 East Shiawassee St, Lansing, MI 489152	None	501(c)(3)	General Support	2,000.
Douglas Dobney 1025 Joanwood Dr, Marysville, MI 48040	None	None	College Scholarship	10,000.
James Huff 47575 Dequinder, Rochester Hills, MI 48307	None	None	College Scholarship	11,143.
Kevin Oles 720 5th St, Marysville, MI 48040	None	None	College Scholarship	10,000.
Kyle Rhody 6574 Conlan Dr., Jeddo MI 48032	None	None	College Scholarship	10,000.
Richard Saidlowski 309 S 7th St, St Clair, MI 48079	None	None	College Scholarship	31,000.
Flint Phantoms Hockey 7963 Brookwood, Clarkston, MI 48348	None	501(c)(3)	General Funding	40,000.
<b>Total</b>			<b>3a</b>	<b>234,143.</b>
<i>b</i> Approved for future payment				
<b>Total</b>			<b>3b</b>	





Form 990-PF, Page 2, Part II, Line 10c  
L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
See Statement One Attached	2,080,276.	1,982,200.
Total	<u>2,080,276.</u>	<u>1,982,200.</u>

Form 990-PF, Page 2, Part II, Line 13  
L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Real Estate Owned	48,000.	48,000.
Total	<u>48,000.</u>	<u>48,000.</u>

## STATEMENT ONE

Page 2 - Part II - Line 10c - Investments - corporate bonds

Description	Qty	Book Value	Fair Mkt Value
DU PONT E I DE NEMOURS & CO MEDIUM TERM NTS 4.125% 03/06/13	50,000	53,002	46,804
MAYTAG CORP 5% DUE 5/15/2015	50,000	49,637	47,185
MORGAN STANLEY 4.75% DUE 3/30/2014	100,000	99,439	93,950
GENERAL ELEC CO DEB 5.000% 02/01/13 B/E DTD 01/28/03 N/C	50,000	52,265	49,396
HOUSEHOLD FIN CORP NT 4.750% 07/15/13 B/E DTD 07/21/03 CLB CALLABLE	50,000	50,350	48,325
GENERAL MTRS ACCEP CORP SR NT 7.000% 02/01/12	13,000	13,632	13,412
ANHEUSER BUSCH COS DEB 4.375% 01/15/13 B/E DTD 10/16/02 CLB CALLABLE	75,000	81,951	71,083
SEARS ROEBUCK ACCEP CORP NT 6.700% 04/15/12	50,000	50,462	49,877
GENERAL ELEC CO DEB 5.000% 02/01/13 B/E DTD 01/28/03 N/C	100,000	102,506	98,939
SEARS ROEBUCK ACCEP CORP INTERNOTES 7.500% 12/15/12	100,000	115,085	99,388
FORD MTR CR CO NT 5.800% 01/12/09 B/E DTD 01/12/99 CLB CALLABLE	125,000	118,816	121,015
GENERAL MTRS ACCEP CORP 6.000% 04/01/11 REG DTD 04/01/81 CLB CALLABLE	125,000	125,494	123,906
INTERNATIONAL PAPER CO DEB 5.125% 11/15/12 REG	200,000	201,552	194,876
GENERAL MTRS ACCEP CORP SMARTNOTES 5.375% 07/15/07	25,000	24,937	24,817
TRANSAMERICA FIN CORP SR NTS 6.400% 09/15/08 B/EDTD 11/18/98 CLB	242,000	262,992	245,978
FORD MTR CO DEL NT 7.250% 10/01/08 B/E DTD 10/02/96 N/C	100,000	89,438	100,750
GENERAL MTRS ACCEP CORP SMARTNOTES TRANCHE # TR 00374 6.250% 09/15/08 B.	100,000	103,695	97,986
FORD MTR CR CO CONTINUOUSLY OFFERED BDS RETAIL TRANCHE # TR 00598 6.600	100,000	94,123	98,399
TRIBUNE CO NEW NT 4.875% 08/15/10 B/E DTD 08/15/05 CLB CALLABLE	100,000	101,371	94,865
DELUXE CORP NT 5.000% 12/15/12 B/E DTD 12/09/02 CLB CALLABLE	30,000	30,195	26,025
DELUXE CORP NT 5.125% 10/01/14 B/E DTD 09/30/04 CLB CALLABLE	45,000	45,306	37,575
ALTRIA GROUP INC NT 7.000% 11/04/13 B/E DTD 11/04/03 N/C	45,000	51,648	48,893
FEDERAL NATL MTG ASSN MEDIUM TERM NTS 5.000% 04/10/15 B/E DTD 10/11/02 CLB	50,000	51,046	48,516
GENERAL MTRS ACCEP CORP SMARTNOTES TRANCHE # TR 00484 6.000% 03/15/07 B.	50,000	49,453	49,945
NEW ENGLAND TEL & TELEG CO NT 5.875% 04/15/09 B/E DTD 04/19/99 CLB CALLABLE	50,000	51,879	50,295
Totals		2,080,276	1,982,200



## Supporting Statement of:

Form 990-PF, p1/Line 16a (a)

Description	Amount
Legal fees - Research for funding of hockey arena on university property	2,547.
Total	<u>2,547.</u>

## Supporting Statement of:

Form 990-PF, p1/Line 16b (a)

Description	Amount
Tax and accounting fees	1,000.
Total	<u>1,000.</u>