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EXTENDED TO NOVEMBER 16, 2015

## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0052

Form 990-PF

Department of the Treasury  
Internal Revenue Service► Do not enter social security numbers on this form as it may be made public.  
► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).2014  
Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

ATLANTIS BLUE PROJECT FOUNDATION, INC.

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

1000 SOUTH PINE ISLAND ROAD

Room/suite

800

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

PLANTATION, FL 33324

G Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year **J Accounting method:**  Cash  Accrual  
 (from Part II, col. (c), line 16)  Other (specify) **► \$ 291,460.** (Part I, column (d) must be on cash basis)

A Employer identification number

34-2045752

B Telephone number  
954-809-2000C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► 

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	Revenue	301,413.		N/A	
1	Contributions, gifts, grants, etc., received				
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3					
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (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 or (loss)				
11	Other income				
12	Total Add lines 1 through 11	301,413.	0.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees	39,300.	0.		39,300.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	794.	0.		794.
22	Printing and publications				
23	Other expenses	20,953.	0.		9,921.
24	Total operating and administrative expenses. Add lines 13 through 23	61,047.	0.		50,015.
25	Contributions, gifts, grants paid	265,050.			350,527.
26	Total expenses and disbursements. Add lines 24 and 25	326,097.	0.		400,542.
27	Subtract line 26 from line 12:	<24,684.00			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		0.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		342,194.	243,013.	243,013.
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable		76,649.	48,447.	48,447.
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	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				
	b Investments - corporate stock				
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		418,843.	291,460.	291,460.
Net Assets or Fund Balances	17 Accounts payable and accrued expenses		113,731.	11,032.	
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22)		113,731.	11,032.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
Net Assets or Fund Balances	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		305,112.	280,428.	
	30 Total net assets or fund balances		305,112.	280,428.	
	31 Total liabilities and net assets/fund balances		418,843.	291,460.	

## 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)	1 305,112.
2 Enter amount from Part I, line 27a	2 <24,684.>
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 280,428.
5 Decreases not included in line 2 (itemize) ►	5 0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 280,428.

**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 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	NONE				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		
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). 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 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))
2013	301,109.	359,128.	.838445
2012	431,145.	438,542.	.983133
2011	375,824.	292,266.	1.285897
2010	432,273.	139,162.	3.106257
2009	392,835.	213,029.	1.844045

2 Total of line 1, column (d)

2 8.057777

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 1.611555

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

4 319,220.

5 Multiply line 4 by line 3

5 514,441.

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

6 0.

7 Add lines 5 and 6

7 514,441.

8 Enter qualifying distributions from Part XII, line 4

8 400,542.

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.

<b>Part VI</b>		<b>Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)</b>	
<p>1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.</p> <p>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)</p> <p>b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b</p> <p>c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).</p> <p>2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p> <p>3 Add lines 1 and 2</p> <p>4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p> <p>5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-</p> <p>6 Credits/Payments:</p> <p>a 2014 estimated tax payments and 2013 overpayment credited to 2014</p> <p>b Exempt foreign organizations - tax withheld at source</p> <p>c Tax paid with application for extension of time to file (Form 8868)</p> <p>d Backup withholding erroneously withheld</p> <p>7 Total credits and payments. Add lines 6a through 6d</p> <p>8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached</p> <p>9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed</p> <p>10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</p> <p>11 Enter the amount of line 10 to be Credited to 2015 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/> 11</p>		<div style="display: flex; justify-content: space-between;"> <div style="flex: 1;"> <p>1</p> <p>2</p> <p>3</p> <p>4</p> <p>5</p> </div> <div style="flex: 1;"> <p>0.</p> <p>0.</p> <p>0.</p> <p>0.</p> <p>0.</p> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div style="flex: 1;"> <p>6a</p> <p>6b</p> <p>6c</p> <p>6d</p> </div> <div style="flex: 1; text-align: right;"> <p>7</p> <p>8</p> <p>9</p> <p>10</p> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div style="flex: 1;"> <p>12</p> <p>13</p> <p>14</p> <p>15</p> </div> <div style="flex: 1; text-align: right;"> <p>0.</p> <p>0.</p> <p>0.</p> <p>0.</p> </div> </div>	
<b>Part VII-A Statements Regarding Activities</b>			
<p>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?</p> <p>b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?</p> <p><i>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</i></p> <p>c Did the foundation file Form 1120-POL for this year?</p> <p>d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:</p> <p>(1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u></p> <p>e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u></p> <p>2 Has the foundation engaged in any activities that have not previously been reported to the IRS?</p> <p><i>If "Yes," attach a detailed description of the activities.</i></p> <p>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? <i>If "Yes," attach a conformed copy of the changes</i></p> <p>4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?</p> <p>b If "Yes," has it filed a tax return on Form 990-T for this year?</p> <p>5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?</p> <p><i>If "Yes," attach the statement required by General Instruction T.</i></p> <p>6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:</p> <ul style="list-style-type: none"> <li>• By language in the governing instrument, or</li> <li>• 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?</li> </ul> <p>7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i></p> <p>8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>FL</u></p> <p>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? <i>If "No," attach explanation</i></p> <p>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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i></p> <p>10 Did any persons become substantial contributors during the tax year? <i>If "Yes" attach a schedule listing their names and addresses</i></p>			
<div style="display: flex; justify-content: space-between;"> <div style="flex: 1; text-align: right;"> <p>1a</p> <p>1b</p> <p>1c</p> </div> <div style="flex: 1; text-align: right;"> <p>X</p> <p>X</p> <p>X</p> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div style="flex: 1; text-align: right;"> <p>2</p> <p>3</p> <p>4a</p> <p>4b</p> <p>5</p> </div> <div style="flex: 1; text-align: right;"> <p>X</p> <p>X</p> <p>X</p> <p>X</p> <p>X</p> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div style="flex: 1; text-align: right;"> <p>6</p> <p>7</p> <p>8b</p> <p>9</p> <p>10</p> </div> <div style="flex: 1; text-align: right;"> <p>X</p> <p>X</p> <p>X</p> <p>X</p> <p>X</p> </div> </div>			

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11

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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13

Website address ► BLUEPROJECTATLANTIS.COM14 The books are in care of ► CARA TRIPP Telephone no. ► 954-809-2684Located at ► 1000 S. PINE ISLAND ROAD, STE 800, PLANTATION, FL ZIP+4 ► 3332415 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15  N/A16 At any time during calendar year 2014, 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  Yes  No X

See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). 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.

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)?

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 2014? 1c 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?  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  N/Ac 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  Nob If "Yes," did it have excess business holdings in 2014 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 2014) 3b  N/A4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a  Xb 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 2014? 4b

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes  No Yes  No Yes  No Yes  No 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?

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?

If "Yes" to 6b, file Form 8870.

 Yes  No

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?

N/A

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.

(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
GEORGE MARKANTONIS 1000 S. PINE ISLAND RD, SUITE 800 PLANTATION, FL 33324	PRESIDENT 0.25	0.	0.	0.
MARK GSELLMAN 1000 S. PINE ISLAND RD, SUITE 800 PLANTATION, FL 33324	VICE PRESIDENT AND SECRETARY 0.25	0.	0.	0.
CARLOS HERNANDEZ 1000 S. PINE ISLAND RD, SUITE 800 PLANTATION, FL 33324	TREASURER 0.25	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ► 0

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*
**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ►

0

**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	
2		
3		
4		

**Part IX-B** **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions.

3		

Total. Add lines 1 through 3 ►

0.  
Form 990-PF (2014)

**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	0.
b	Average of monthly cash balances	324,081.
c	Fair market value of all other assets	
d	<b>Total</b> (add lines 1a, b, and c)	324,081.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	0.
2	Acquisition indebtedness applicable to line 1 assets	0.
3	Subtract line 2 from line 1d	324,081.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4,861.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	319,220.
6	<b>Minimum investment return.</b> Enter 5% of line 5	15,961.

**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	15,961.
2a	Tax on investment income for 2014 from Part VI, line 5	
b	Income tax for 2014. (This does not include the tax from Part VI.)	
c	Add lines 2a and 2b	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	15,961.
4	Recoveries of amounts treated as qualifying distributions	0.
5	Add lines 3 and 4	15,961.
6	Deduction from distributable amount (see instructions)	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	15,961.

**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	400,542.
b	Program-related investments - total from Part IX-B	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	
b	Cash distribution test (attach the required schedule)	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	400,542.
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	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	400,542.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				15,961.
2 Undistributed income, if any, as of the end of 2014			0.	
a Enter amount for 2013 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	382,184.			
b From 2010	425,315.			
c From 2011	361,593.			
d From 2012	409,219.			
e From 2013	283,153.			
f Total of lines 3a through e	1,861,464.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 400,542.			0.	
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount			15,961.	
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	2,246,045.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	382,184.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,863,861.			
10 Analysis of line 9:				
a Excess from 2010	425,315.			
b Excess from 2011	361,593.			
c Excess from 2012	409,219.			
d Excess from 2013	283,153.			
e Excess from 2014	384,581.			



## Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
BAHAMAS MARINE MAMMAL RESEARCH ORGANISATION P.O. BOX AB-20714 MARSH HARBOUR, BAHAMAS	N/A	NC	FIELD RESEARCH AND OUTREACH TO SUPPORT CONSERVATION OF MARINE MAMMALS IN THE BAHAMAS	50,054.
BAHAMAS MARINE MAMMAL RESEARCH ORGANISATION P.O. BOX AB-20714 MARSH HARBOUR, BAHAMAS	N/A	NC	STRANDING RESPONSE TO SUPPORT CONSERVATION OF MARINE MAMMALS IN THE BAHAMAS	120,448.
BAHAMAS REEF ENVIRONMENT EDUCATIONAL FOUNDATION ("BREEF") BUILDING 4, UNIT 1, CAVES VILLAGE, WEST BAY NASSAU, BAHAMAS	N/A	NC	TO INSTALL A CORAL REEF SCULPTURE GARDEN IN THE NEAR SHORE WATER OF WESTERN NEW PROVIDENCE	30,000.
PERRY INSTITUTE FOR MARINE SCIENCE 100 NORTH US HWY 1, SUITE 202 JUPITER, FL 33477	N/A	PC	CONDUCT CORAL REEF MONITORING AND RESTORATION IN THE BAHAMAS	50,000.
SEA TO SHORE ALLIANCE 4411 BEE RIDGE ROAD #490 SARASOTA, FL 34233	N/A	PC	TO FUND THE MANATEE HEALTH ASSESSMENT PROJECT	9,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 350,527.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

## 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
	(a) Business code	(b) Amount	(c) Exclu- sion 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					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	0.
(See worksheet in line 13 instructions to verify calculations.)					

## **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).
N/A	

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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
- (2) Other assets

**b Other transactions:**

**(1) Sales of assets to a noncharitable exempt organization**

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

**(5) Loans or loan guarantees**

**(6) Performance of services or membership or fundraising solicitations**

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described

in section 501(c) of the Code (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
N/A		

Sign  
Here

Under penalties of perjury, I declare that I have examined and belief, it is true, correct, and complete. Decl  
► Carlos Hernandez  
Signature of officer or trustee 3

11/12/2015

## ► Treasures

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of filer or trustee		Date	File No.
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Janice Ratica 2015.11.11 15:44:44 -05'00'	Check <input type="checkbox"/> if self-employed
	<b>JANICE A. RATICA</b>	<b>P00358837</b>	
	Firm's name ► <b>CHERRY BEKAERT LLP</b>	Firm's EIN ► <b>56-0574444</b>	
Firm's address ► <b>1111 METROPOLITAN AVE. STE. 1000 CHARLOTTE, NC 28204</b>	Phone no. <b>704-377-1678</b>		

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

OMB No. 1545-0047

► Attach to Form 990, Form 990-EZ, or Form 990-PF.  
► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990) .

**2014****Name of the organization****ATLANTIS BLUE PROJECT FOUNDATION, INC.****Employer identification number****34-2045752****Organization type (check one):****Filers of:****Section:**

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

ATLANTIS BLUE PROJECT FOUNDATION, INC.

34-2045752

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ATLANTIS RESORT SPE LTD.  ONE CASINO DRIVE  PARADISE ISLAND, BAHAMAS	\$ 293,431.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	KODAK ALARIS, INC  4020 STIRRUP CREEK DRIVE  DURHAM, NC 27703	\$ 7,982.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

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**Name of organization**

**Employer identification number**

ATLANTIS BLUE PROJECT FOUNDATION, INC.

34-2045752

**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

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**Name of organization**

**Employer identification number**

ATLANTIS BLUE PROJECT FOUNDATION, INC.

34-2045752

### Part III

**Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<b>(e) Transfer of gift</b>		
	<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>
	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<b>(e) Transfer of gift</b>		
		<b>Transferee's name, address, and ZIP + 4</b>	
		(b) Purpose of gift	(c) Use of gift
	<b>(e) Transfer of gift</b>		
		<b>Transferee's name, address, and ZIP + 4</b>	
		(b) Purpose of gift	(c) Use of gift
	<b>(e) Transfer of gift</b>		
		<b>Transferee's name, address, and ZIP + 4</b>	
		(b) Purpose of gift	(c) Use of gift
	<b>(e) Transfer of gift</b>		
		<b>Transferee's name, address, and ZIP + 4</b>	
		(b) Purpose of gift	(c) Use of gift

**ATLANTIS BLUE PROJECT FOUNDATION, INC. 34-2045752**  
**Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement**

Recipient's Name and Address	NO. 1	Grant Amount	Date of Grant	Amount Expended	Verification Date
BAHAMAS REEF ENVIRONMENT EDUCATIONAL FOUNDATION ( "BREEF") BUILDING 4, UNIT 1 CAVES VILLAGE WEST BAY , NASSAU, BAHAMAS		30,000.	07/14/14	30,000.	
<b>Purpose of Grant</b> TO INSTALL A CORAL REEF SCULPTURE GARDEN IN THE NEAR SHORE WATER OF WESTERN NEW PROVIDENCE					
Date of Reports by Grantee	Diversions by Grantee				
11/25/14	N/A				
<b>Results of Verification</b> GRANT REPORTS SUPPORTED GRANTEE'S USE OF FUNDS IN ACCORDANCE WITH GRANT TERMS. NO SEPARATE VERIFICATION APART FROM THESE REPORTS WAS DEEMED NECESSARY.					

Recipient's Name and Address	NO. 2	Grant Amount	Date of Grant	Amount Expended	Verification Date
THE BAHAMAS NATIONAL TRUST THE RETREAT, VILLAGE ROAD , NASSAU, BAHAMAS		25,025.	08/15/14	5,000.	
<b>Purpose of Grant</b> FUND THE NAVIGATOR LEVEL OF THE DISCOVERY CLUB PROGRAM					
Date of Reports by Grantee	Diversions by Grantee				
11/25/14	N/A				
<b>Results of Verification</b> GRANT REPORTS SUPPORTED GRANTEE'S USE OF FUNDS IN ACCORDANCE WITH GRANT TERMS. NO SEPARATE VERIFICATION APART FROM THESE REPORTS WAS DEEMED NECESSARY.					

**ATLANTIS BLUE PROJECT FOUNDATION, INC. 34-2045752**  
**Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement**

Recipient's Name and Address	NO. 3	Grant Amount	Date of Grant	Amount Expended	Verification Date
BAHAMAS MARINE MAMMAL RESEARCH ORGANISATION P.O. BOX AB-20714 , MARSH HARBOR, BAHAMAS		70,448.	12/17/13	11,081.	

**Purpose of Grant**  
**STRANDING RESPONSE TO SUPPORT CONSERVATION OF MARINE MAMMALS IN THE BAHAMAS**

Date of Reports by Grantee	Diversions by Grantee
2/28, 5/1, 8/25, 12/31/2014	N/A

**Results of Verification**  
**GRANT REPORTS SUPPORTED GRANTEE'S USE OF FUNDS IN ACCORDANCE WITH GRANT TERMS. NO SEPARATE VERIFICATION APART FROM THESE REPORTS WAS DEEMED NECESSARY.**

Recipient's Name and Address	NO. 4	Grant Amount	Date of Grant	Amount Expended	Verification Date
BAHAMAS MARINE MAMMAL RESEARCH ORGANISATION P.O. BOX AB-20714 , MARSH HARBOR, BAHAMAS		50,054.	12/17/13	34,406.	

**Purpose of Grant**  
**FIELD RESEARCH AND OUTREACH TO SUPPORT CONSERVATION OF MARINE MAMMALS IN THE BAHAMAS**

Date of Reports by Grantee	Diversions by Grantee
2/28, 5/1, 8/25, 12/31/2014	N/A

**Results of Verification**  
**GRANT REPORTS SUPPORTED GRANTEE'S USE OF FUNDS IN ACCORDANCE WITH GRANT TERMS. NO SEPARATE VERIFICATION APART FROM THESE REPORTS WAS DEEMED NECESSARY.**

**ATLANTIS BLUE PROJECT FOUNDATION, INC. 34-2045752**  
**Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement**

Recipient's Name and Address	NO. 5	Grant Amount	Date of Grant	Amount Expended	Verification Date
BAHAMAS MARINE MAMMAL RESEARCH ORGANISATION P.O. BOX AB-20714 MARSH HARBOR, BAHAMAS		50,000.	11/26/14	0.	

Purpose of Grant  
STRANDING RESPONSE TO SUPPORT CONSERVATION OF MARINE MAMMALS IN THE BAHAMAS

Date of Reports by Grantee	Diversions by Grantee
2/28/15, 5/1/15, 8/25/15 (NEXT REPORT DUE 12/31/15)	N/A

Results of Verification  
GRANT REPORTS SUPPORTED GRANTEE'S USE OF FUNDS IN ACCORDANCE WITH GRANT TERMS. NO SEPARATE VERIFICATION APART FROM THESE REPORTS WAS DEEMED NECESSARY.

Recipient's Name and Address	Grant Amount	Date of Grant	Amount Expended	Verification Date

Purpose of Grant

Date of Reports by Grantee	Diversions by Grantee

Results of Verification

ATLANTIS BLUE PROJECT FOUNDATION, INC.

34-2045752

## Part XV Supplementary Information

### 3 Grants and Contributions Paid During the Year (Continuation)

**3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution**

NAME OF RECIPIENT - THE NATURE CONSERVANCY

## ENHANCE CORAL REEF MANAGEMENT, MONITORING AND RESEARCH IN THE AREAS OF

NEW PROVIDENCE, ROSE AND PARADISE ISLAND

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	39,300.	0.		39,300.
TO FORM 990-PF, PG 1, LN 16C	39,300.	0.		39,300.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES	20,953.	0.		9,921.
TO FORM 990-PF, PG 1, LN 23	20,953.	0.		9,921.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 3

## NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

GRANT SUBMISSION, ATLANTIS BLUE PROJECT FOUNDATION, INC.  
1000 S PINE ISLAND RD, STE 800  
PLANTATION, FL 33324

## TELEPHONE NUMBER

## NAME OF GRANT PROGRAM

954-809-2000

GRANT SUBMISSION, ATLANTIS BLUE PROJECT FOUNDATION,  
INC.

## EMAIL ADDRESS

N/A

## FORM AND CONTENT OF APPLICATIONS

PLEASE SEE ATTACHED.

## ANY SUBMISSION DEADLINES

APPLICATIONS ARE ACCEPTED TWICE A YEAR: APRIL 15TH AND SEPTEMBER 15TH.

## RESTRICTIONS AND LIMITATIONS ON AWARDS

PRIORITY WILL BE PLACED ON PROJECTS THAT INCLUDE THE DEVELOPMENT AND  
MANAGEMENT OF MARINE PROTECTED AREAS, CORAL REEF PROTECTION, AND MARINE  
MAMMAL, SEA TURTLE, AND SHARK CONSERVATION AND RESEARCH IN THE CARIBBEAN.