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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2014Department 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.

Open to Public Inspection

For calendar year 2014 or tax year beginning 08/01/14, and ending 07/31/15

Name of foundation CONN MEMORIAL FOUNDATION		A Employer identification number 59-0978713
Number and street (or P O box number if mail is not delivered to street address) 3410 HENDERSON BOULEVARD	Room/suite 200	B Telephone number (see instructions) 813-554-1210
City or town, state or province, country, and ZIP or foreign postal code TAMPA FL 33609		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 22,891,268	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

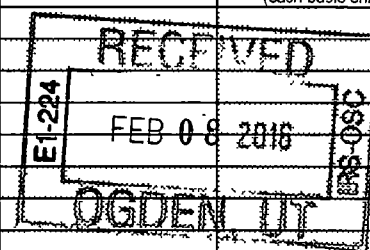
Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	324,736	324,736		
5a Gross rents	48,852	48,852		
b Net rental income or (loss) 45,565				
6a Net gain or (loss) from sale of assets not on line 10 STMT 1	641,368			
b Gross sales price for all assets on line 6a 15,391,153				
7 Capital gain net income (from Part IV, line 2)		641,368		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) STMT 2	3,548	3,548		
12 Total. Add lines 1 through 11	1,018,504	1,018,504	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	148,569	2,971		145,598
14 Other employee salaries and wages	40,443			40,443
15 Pension plans, employee benefits	25,723	891		24,832
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	2,210	89		2,121
c Other professional fees (attach schedule) STMT 4	71,923	69,923		2,000
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	3,333	3,333		
19 Depreciation (attach schedule) and depletion STMT 6	257	257		
20 Occupancy	11,440	458		10,982
21 Travel, conferences, and meetings	2,155	87		2,068
22 Printing and publications				
23 Other expenses (att. sch) STMT 7	16,597	628		15,969
24 Total operating and administrative expenses. Add lines 13 through 23	322,650	78,637	0	244,013
25 Contributions, gifts, grants paid	1,058,600			1,058,600
26 Total expenses and disbursements. Add lines 24 and 25	1,381,250	78,637	0	1,302,613
27 Subtract line 26 from line 12	-362,746			
a Excess of revenue over expenses and disbursements		939,867		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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59-0978713

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash – non-interest-bearing			34,288	119,432	119,432
	2	Savings and temporary cash investments			121,014	799,273	799,273
	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 (att. schedule) ▶					
		Less: allowance for doubtful accounts ▶	0				
	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) SEE STMT 8	15,820,568	10,149,240	11,369,078		
	c	Investments – corporate bonds (attach schedule) SEE STMT 9		2,570,937	2,570,415		
	11	Investments – land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach sch) ▶						
12	Investments – mortgage loans						
13	Investments – other (attach schedule) SEE STATEMENT 10	5,252,532	7,246,848	8,033,070			
14	Land, buildings, and equipment basis ▶ 1,282						
	Less: accumulated depreciation (attach sch) ▶ STMT 11 658	881	624				
15	Other assets (describe ▶)						
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	21,229,283	20,886,354	22,891,268			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	26,007,848	26,007,848			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	-4,778,565	-5,121,494			
	30	Total net assets or fund balances (see instructions)	21,229,283	20,886,354			
31	Total liabilities and net assets/fund balances (see instructions)	21,229,283	20,886,354				

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	21,229,283
2	Enter amount from Part I, line 27a	2	-362,746
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	19,817
4	Add lines 1, 2, and 3	4	20,886,354
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	20,886,354

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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 SEE ATTACHED SCHEDULE		P	VARIOUS	VARIOUS
b CAPITAL GAIN DISTRIBUTIONS				
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 15,262,261		14,749,785	512,476
b 128,892			128,892
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			512,476
b			128,892
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>	2	641,368
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div> </div>	3	512,476

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	1,205,640	24,163,497	0.049895
2012	1,238,814	21,467,803	0.057706
2011	1,237,634	21,480,554	0.057616
2010	982,353	21,959,095	0.044736
2009	964,400	20,405,320	0.047262

2 Total of line 1, column (d)	2	0.257215
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	0.051443
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	23,154,573
5 Multiply line 4 by line 3	5	1,191,141
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,399
7 Add lines 5 and 6	7	1,200,540
8 Enter qualifying distributions from Part XII, line 4	8	1,302,613

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the

Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1a Exempt operating foundation's described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		1	9,399
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	9,399
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	9,399
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 8,700		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 10,400		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	19,100
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	9
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	9,692
11 Enter the amount of line 10 to be Credited to 2015 estimated tax 9,692 Refunded		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
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?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
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	<input checked="" type="checkbox"/>	
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)? If "Yes," complete Part XIV		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>

N/A

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.CONNFUNDATION.ORG	13	X	
14	The books are in care of ► SHEFFIELD CROWDER FOUNDATION ADDRESS	Telephone no ► 813-554-1210		
	Located at ► TAMPA	FL	ZIP+4 ► 33609	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15		<input type="checkbox"/>
16	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? 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 ►	16	Yes <input type="checkbox"/>	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X 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	X 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	N/A	
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?	N/A	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	X No
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)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b	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)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

<p>5a During the year did the foundation pay or incur any amount to:</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p> <p>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</p> <p>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)</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A <input type="checkbox"/></p> <p>N/A <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A</p>	<p>5b</p> <p>6b</p> <p>7b</p>	<p>X</p>
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13				

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

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

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

0

Form 990-PF (2014) **CONN MEMORIAL FOUNDATION****59-0978713**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶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	1a	22,707,842
b	Average of monthly cash balances	1b	799,273
c	Fair market value of all other assets (see instructions)	1c	66
d	Total (add lines 1a, b, and c)	1d	23,507,181
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	23,507,181
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	352,608
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,154,573
6	Minimum investment return. Enter 5% of line 5	6	1,157,729

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	1,157,729
2a	Tax on investment income for 2014 from Part VI, line 5	2a	9,399
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	9,399
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,148,330
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,148,330
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	1,148,330

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	1,302,613
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,302,613
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	9,399
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,293,214

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				1,148,330
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			24,487	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,302,613				
a Applied to 2013, but not more than line 2a			24,487	
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 2014 distributable amount				1,148,330
e Remaining amount distributed out of corpus	129,796			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	129,796			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	129,796			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014	129,796			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
N/A
- 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.
N/A
- 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 or e-mail address of the person to whom applications should be addressed
BETH DOYLE 813-554-1210
3410 HENDERSON BLVD STE 200 TAMPA FL 33609
- b** The form in which applications should be submitted and information and materials they should include
SEE STATEMENT 14
- c** Any submission deadlines
SEE STATEMENT 15
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SEE STATEMENT 16

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED SCHEDULE				1,058,600
Total				▶ 3a 1,058,600
b Approved for future payment N/A				
Total				▶ 3b

PART II BALANCE SHEETS

	BOOK VALUE	FMV VALUE
PART 11, LINE 10b		
Mutual Funds - Equity		
DFA Emerg Mkts Core Equity	800,000.00	804,020.09
Dodge & Cox International	1,090,851.57	1,267,902.49
US Small Cap	1,308,892.89	1,313,766.28
Vanguard Dividend Appreciation	1,900,000.00	1,899,999.99
Vanguard Developed Markets	2,325,000.00	2,341,309.43
Vanguard 500 Index	2,219,188.68	3,236,773.12
Mutual Funds - Fixed Income		
Vanguard Total Return II Fund	4,389.95	4,389.96
Vanguard Short Tm Bd Index	916.67	916.67
Vanguard Ultra Short Term Bond	<u>500,000.00</u>	<u>499,999.99</u>
TOTAL INVESTMENTS - STOCK	<u>10,149,239.76</u>	<u>11,369,078.02</u>
PART 11, LINE 10c		
Government Issue	1,171,193.02	1,173,160.83
Corporate Bonds	<u>1,399,743.38</u>	<u>1,397,253.58</u>
TOTAL INVESTMENTS - BONDS	<u>2,570,936.40</u>	<u>2,570,414.41</u>
PART 11, LINE 13b, 13c		
Managers		
Drake Capital Offshore	2,050,000.00	2,638,508.63
Ssga Real Asset Fund	1,000,000.00	1,000,000.00
Brandywine Global Fxd Inc Fund	1,000,000.00	1,003,826.73
Mondrian Global Opp Fd LP	1,085,668.28	945,629.97
EnTrust Capital Diversified	<u>2,081,952.69</u>	<u>2,445,038.62</u>
TOTAL PARTNERSHIPS/JT VENTURES	<u>7,217,620.97</u>	<u>8,033,003.95</u>

CONN MEMORIAL FOUNDATION, INC
7/31/2015
59-09878713

ATTACHMENT TO FORM 990 PF
PART IV, LINE 1a

		Dodge & Cox Int'l		FMI		Harbor Int'l		Niveen		Parametris Emerging		Van Eck Global		Vanguard Emerg MKts	
		Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis
August	2014	-	-	-	-	-	-	-	-	-	-	-	-	200,000 00	147,640 35
September	2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-
October	2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-
November	2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-
December	2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-
January	2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-
February	2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-
March	2015	75,000 00	75,224 72	-	-	-	-	-	-	-	-	-	-	-	-
April	2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-
May	2015	200,000 00	188,656.57	-	-	200,000 00	193,659 00	-	-	-	-	-	-	-	-
June	2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-
July	2015	1,375,000 00	1,179,936 43	990,877 17	884,250 58	2,747,240 45	2,391,616 67	259,759 36	335,000 00	684,566 92	752,482 69	529,436 95	685,315 26	524,267 38	576,288 69
		1,650,000 00	1,443,817 72	990,877 17	884,250 58	2,947,240 45	2,585,275 67	259,759 36	335,000 00	684,566 92	752,482 69	529,436 95	685,315 26	724,267 38	723,929 04
Gain / (Loss)			206,182		106,627		361,965		(75,241)		(67,916)		(155,878)		338

Total Gain / (Loss) 512,476

Total Sales Price 15,262,261
Total Cost Basis 14,749,785
512,476 11

Cap Gain Distributions 128,892 15
Total Capital Gains 641,368 26

CONN MEMORIAL FOUNDATION, INC

7/31/2015

59-09878713

**ATTACHMENT TO FORM 990 PF
PART IV, LINE 1a**

Vanguard 500		Global RE		Mutuel Funds - Fixed Equity		PIMCO		Vanguard Inflation		Vanguard Interm		Vanguard Bond Index		Mondrian Global Debt	
Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-	-	-	-	1,358 00	1,424 21
-	-	-	-	1,115,255 44	1,189,913 18	674,356 37	833,197 36	-	-	-	-	-	-	-	-
400,000 00	278,292 20	-	-	1,387 97	1,354 65	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-	-	-	-	1,308 00	1,425 88
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-	-	-	-	1,268 00	1,426 81
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
750,000 00	521,752 90	821,186 54	738,951 40	1 60	1 66	-	-	-	-	225,000 00	225,655 85	-	-	1,234 00	1,405 71
-	-	-	-	-	-	-	-	332,997 46	339,703 26	879,355 81	881,022 08	2,271,403 88	2,324,187 08	-	-
1,150,000 00	800,045 10	821,186 54	738,951 40	1,116,645 01	1,191,269 49	674,356 37	833,197 36	332,997 46	339,703 26	1,104,355 81	1,106,677 93	2,271,403 88	2,324,187 08	5,168 00	5,682 61
349,955		82,235		(74,624)		(158,841)		(6,706)		(2,322)		(52,783)		(515)	

Conn Memorial Foundation EIN: 59-0978713
Attachment to 990PF FYE 7-31-2015

ORGANIZATION	PAID	AREA
Program Grants:		
A Brighter Community	\$ 25,000	Underprivileged
Academy Prep	\$ 50,000	Underprivileged
Alpha House	\$ 15,000	Underprivileged
Big Brothers Big Sisters	\$ 15,000	Underprivileged
Boys & Girls Club	\$ 25,000	Underprivileged
Boys & Girls Club	\$ 70,000	Underprivileged
Cal Ripken	\$ 10,000	Underprivileged
Champions For Children	\$ 30,000	Underprivileged
Children's Home	\$ 10,000	Underprivileged
Community Tampa Bay	\$ 15,000	Underprivileged
Computer Mentors	\$ 15,000	Underprivileged
Computer Mentors	\$ 15,000	Underprivileged
Connected by 25	\$ 20,000	Underprivileged
Cornerstone Family Ministries	\$ 25,000	Underprivileged
Cornerstone Kids	\$ 5,000	Underprivileged
Cornerstone Kids	\$ 10,000	Underprivileged
Devereux	\$ 10,000	Underprivileged
District \ USF	\$ 30,000	Underprivileged
Dream Center	\$ 5,000	Underprivileged
Easter Seals	\$ 25,000	Underprivileged
Florida Nonprofit Alliance	\$ 5,000	Underprivileged
Florida Philanthropic Network	\$ 3,400	Underprivileged
Frameworks	\$ 30,000	Underprivileged
Friends of the Children's Board	\$ 50,000	Underprivileged
Girl Scouts	\$ 15,000	Underprivileged
Hillsborough Education Foundation	\$ 5,200	Underprivileged
I Matter Too	\$ 5,000	Underprivileged
Metropolitan Ministries	\$ 50,000	Underprivileged
Metropolitan Ministries	\$ 50,000	Underprivileged
Metropolitan Ministries	\$ 50,000	Underprivileged
Monterey High School	\$ 10,000	Underprivileged
Nonprofit Leadership Center	\$ 70,000	Underprivileged
Oasis	\$ 5,000	Underprivileged
Oasis	\$ 5,000	Underprivileged
PCAT	\$ 5,000	Underprivileged
Powerstories	\$ 10,000	Underprivileged
Powerstories	\$ 10,000	Underprivileged
Presbyterian Learning Centers	\$ 25,000	Underprivileged
Serve	\$ 5,000	Underprivileged
Skills Center	\$ 10,000	Underprivileged
St. Peter Claver	\$ 20,000	Underprivileged
Starting Right Now	\$ 10,000	Underprivileged
Sulphur Springs Community School	\$ 5,000	Underprivileged
United Cerbral Palsy	\$ 25,000	Underprivileged
Voices for Children	\$ 10,000	Underprivileged
Voices for Children	\$ 15,000	Underprivileged
YMCA	\$ 20,000	Underprivileged
YMCA	\$ 90,000	Underprivileged
Young Life	\$ 20,000	Underprivileged
Total	\$ 1,058,600	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
					PURCHASE				
				\$	\$		\$	\$	\$
				\$	0	0	0	0	0
TOTAL									

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	\$ 548	\$ 548	\$
CONN - HAND FARM	3,000	3,000	
TOTAL	\$ 3,548	\$ 3,548	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 2,210	\$ 89	\$	\$ 2,121
TOTAL	\$ 2,210	\$ 89	\$ 0	\$ 2,121

Federal Statements

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Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	\$ 63,750	\$ 63,750	\$	\$
PROFESSIONAL SERVICES	8,173	6,173		2,000
TOTAL	\$ 71,923	\$ 69,923	\$ 0	\$ 2,000

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ARKANSAS PROPERTY TAX	\$ 46	\$ 46	\$	\$
SEVERENCE LEASE TAX	3,287	3,287		
TOTAL	\$ 3,333	\$ 3,333	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
9/22/12	IPAD	\$ 822	\$ 301	S/L	5	\$ 165	\$ 165	\$
6/24/13	COMPUTER	460	100	S/L	5	92	92	
TOTAL		\$ 1,282	\$ 401			\$ 257	\$ 257	\$ 0

Federal Statements

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Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
AUTOMOBILE	408			408
INSURANCE D & O	1,935	77		1,858
INSURANCE P & C	1,938	78		1,860
COMMON AREA MAINTENANCE	6,372	256		6,116
COMPUTER EXPENSES	904	36		868
COPIER EXPENSES	300	12		288
LICENSE AND FEES	144	6		138
OFFICE SUPPLIES	416	16		400
PAYROLL SERVICE	516	21		495
POSTAGE	66	2		64
TELEPHONE	1,347	54		1,293
FUNDERS FORUM	365	15		350
FUNDRAISERS	500			500
MEALS & ENTERTAINMENT	847	34		813
MISCELLANEOUS	60	2		58
WEBSITE	479	19		460
TOTAL	\$ 16,597	\$ 628	\$ 0	\$ 15,969

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MUTUEL FUNDS - SEE ATTACHED STMT	\$ 15,820,568	\$ 10,149,240	COST	\$ 11,369,078
TOTAL	\$ 15,820,568	\$ 10,149,240		\$ 11,369,078

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FIXED INCOME - SEE ATTACHED	\$	2,570,937	COST	\$ 2,570,415
TOTAL	\$ 0	\$ 2,570,937		\$ 2,570,415

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ARKANSAS LAND	\$ 66	66	COST	\$ 66
MISSISSIPPI MINERAL RIGHTS	29,161	29,161	COST	
PARTNERSHIP/JT VENTURES - SEE STMT	5,223,305	7,217,621	COST	8,033,004
TOTAL	\$ 5,252,532	\$ 7,246,848		\$ 8,033,070

Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	\$ 881	\$ 1,282	\$ 658	\$
TOTAL	\$ 881	\$ 1,282	\$ 658	\$ 0

Federal Statements**Statement 12 - Form 990-PF, Part III, Line 3 - Other Increases**

Description	Amount
FEDERAL INCOME TAX REFUNDED	\$ 19,817
TOTAL	\$ 19,817

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Federal Statements

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Statement 13 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
SHEFFIELD CROWDER FOUNDATION ADDRESS TAMPA FL 33603	PRESIDENT	0.00	148,569	11,903	0
BETH DOYLE FOUNDATION ADDRESS TAMPA FL 33603	GRANT DIRECT	0.00	40,443	1,213	0
DAVID KENNEDY FOUNDATION ADDRESS TAMPA FL 33603	DIRECTOR	0.00	0	0	0
SCOTT PIEPER FOUNDATION ADDRESS TAMPA FL 33603	DIRECTOR	0.00	0	0	0
PETER J GARDNER FOUNDATION ADDRESS TAMPA FL 33603	TREASURER	0.00	0	0	0
DR. MARIO HERNANDEZ FOUNDATION ADDRESS TAMPA FL 33603	VICE-CHAIR	0.00	0	0	0
NURI DELACRUZ AYRES FOUNDATION ADDRESS TAMPA FL 33603	DIRECTOR	0.00	0	0	0
SONJA GARCIA FOUNDATION ADDRESS TAMPA FL 33603	SECRETARY	0.00	0	0	0
RON PETERSON FOUNDATION ADDRESS TAMPA FL 33603	CHAIR	0.00	0	0	0

Federal Statements**Statement 14 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

GRANT APPLICATION EXPLAINING PURPOSE OF GRANT AND AMOUNT REQUESTED. THE LATEST AUDITED FINANCIAL STATEMENT AND IRS EXEMPT LETTER SHOULD BE INCLUDED.

Statement 15 - Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

REQUESTS FOR MAY SHOULD BE RECEIVED BY JANUARY 1ST.
NOVEMBER REQUESTS SHOULD BE RECEIVED BY JUNE 1ST.

Statement 16 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

LIMITED TO HILLSBOROUGH COUNTY. DISADVANTAGED & TROUBLED YOUTH & SCHOLARSHIP PROGRAMS