Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning 11/01, 2014, and ending 10/31, 2015

Name of foundation: SCHEIDT FAMILY FOUNDATION, INC.

A Employer identification number: 62-0989531

Number and street (or P.O. box number if mail is not delivered to street address): 54 S. WHITE STATION ROAD

Room/suite:

B Telephone number (see instructions): (901) 682-8371

City or town, state or province, country, and ZIP or foreign postal code: MEMPHIS, TN 38117

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 9,195,000.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ________
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	841,850.			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	286.	286.		ATCH 1
	4	Dividends and interest from securities	306,424.	306,424.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,020,409.			
	b	Gross sales price for all assets on line 6a 2,744,065.				
	7	Capital gain net income (from Part IV, line 2)		1,020,409.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) ATCH 3	3,731.			
	12	**Total.** Add lines 1 through 11	2,172,700.	1,327,119.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	360.	360.		
	b	Accounting fees (attach schedule) ATCH 5	2,000.	2,000.		
	c	Other professional fees (attach schedule) [6]	40,611.	40,611.		
	17	Interest ATCH 7	105.	105.		
	18	Taxes (attach schedule) (see instructions) [8]	33,210.	5,775.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 9	693.	566.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	76,979.	49,417.		
	25	Contributions, gifts, grants paid	357,780.			357,780.
	26	Total expenses and disbursements. Add lines 24 and 25	434,759.	49,417.	0	357,780.
	27	Subtract line 26 from line 12				
	a	*Excess of revenue over expenses and disbursements*	1,737,941.			
	b	**Net investment income** (if negative, enter -0-)		1,277,702.		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	237,380.	1,204,195.	1,204,195.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 10	5,196,481.	5,139,157.	7,226,050.
	c	Investments - corporate bonds (attach schedule) ATCH 11	516,171.	716,171.	764,549.
	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 12)		206.	206.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,950,032.	7,059,729.	9,195,000.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	2,530.	2,530.	
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ATCH 13)	41,774.		
	23	**Total liabilities** (add lines 17 through 22)	44,304.	2,530.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,460,765.	3,481,175.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,444,963.	3,576,024.	
	30	**Total net assets or fund balances** (see instructions)	5,905,728.	7,057,199.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,950,032.	7,059,729.	

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	5,905,728.
2	Enter amount from Part I, line 27a	2	1,737,941.
3	Other increases not included in line 2 (itemize) ▶ ATCH 14	3	245,697.
4	Add lines 1, 2, and 3	4	7,889,366.
5	Decreases not included in line 2 (itemize) ▶ ATCH 15	5	832,167.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,057,199.

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 PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
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	1,020,409.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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	316,580.	8,164,560.	0.038775
2012	762,925.	7,374,207.	0.103459
2011	1,297,119.	6,970,748.	0.186080
2010	194,000.	7,755,866.	0.025013
2009	255,060.	7,343,684.	0.034732

2	**Total** of line 1, column (d)	2	0.388059
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	0.077612
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	8,831,842.
5	Multiply line 4 by line 3	5	685,457.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,777.
7	Add lines 5 and 6	7	698,234.
8	Enter qualifying distributions from Part XII, line 4	8	357,780.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	25,554.
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	
3	Add lines 1 and 2	3	25,554.
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	25,554.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 11,200.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	11,200.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	142.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	14,496.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THOMAS NOLEN Telephone no ▶ 901 937-3823

Located at ▶ 5100 WHEELIS DRIVE SUITE 106 MEMPHIS, TN ZIP+4 ▶ 38117

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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		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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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		
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)*

		Yes	No
5a During the year did the foundation pay or incur any amount to.			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	[ ] Yes [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	[ ] Yes [X] No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	[ ] Yes [X] No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
Organizations relying on a current notice regarding disaster assistance check here ▶ [X]			
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).*	[ ] Yes [X] No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes [X] 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.*	**6b**		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 16		0	0	0

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

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

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

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 NOT APPLICABLE	
2 NOT APPLICABLE	
3 NOT APPLICABLE	
4 NOT APPLICABLE	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,257,799.
b	Average of monthly cash balances	1b	708,538.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	8,966,337.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,966,337.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	134,495.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,831,842.
6	**Minimum investment return.** Enter 5% of line 5	6	441,592.

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	441,592.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	25,554.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	25,554.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	416,038.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	416,038.
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	416,038.

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	357,780.
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	357,780.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	357,780.

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				416,038.
2	Undistributed income, if any, as of the end of 2014.				
a	Enter amount for 2013 only				
b	Total for prior years 20 12 ,20 11 ,20 10				
3	Excess distributions carryover, if any, to 2014				
a	From 2009				
b	From 2010				
c	From 2011 884,520.				
d	From 2012 402,765.				
e	From 2013				
f	**Total** of lines 3a through e	1,287,285.			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 357,780.				
a	Applied to 2013, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2014 distributable amount				357,780.
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	58,258.			58,258.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,229,027.			
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				
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	1,229,027.			
10	Analysis of line 9				
a	Excess from 2010				
b	Excess from 2011 826,262.				
c	Excess from 2012 402,765.				
d	Excess from 2013				
e	Excess from 2014				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

RUDI E. SCHEIDT - SECRETARY/TREASURER AND DIRECTOR

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:

ATCH 17

b The form in which applications should be submitted and information and materials they should include:

ATCH 18

c Any submission deadlines.

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

ATCH 19

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ATCH 20				
Total . . . . ▶ 3a				357,780.
b Approved for future payment				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	286.	
4 Dividends and interest from securities			14	306,424.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,020,409.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 21		3,731.			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		3,731.		1,327,119.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,330,850.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) 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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

[signature] 3/15/16 ▶ Sec/Treas.

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
MAX A PIWONKA	Max A. Piwonka	3-15-2016	X	P00710649

Firm's name ▶ MAX A. PIWONKA, CPA — Firm's EIN ▶ 62-1352737

Firm's address ▶ 5100 WHEELIS DRIVE, SUITE 106, MEMPHIS, TN 38117 — Phone no 901-491-9863

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

Schedule of Contributors

▶ 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*.

OMB No 1545-0047
2014

Name of the organization
SCHEIDT FAMILY FOUNDATION, INC.

Employer identification number
62-0989531

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 foundation

Check 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 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)

Name of organization SCHEIDT FAMILY FOUNDATION, INC.

Employer identification number 62-0989531

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	RUDI E. SCHEIDT 54 S. WHITE STATION RD MEMPHIS, TN 38117	$ 417,000.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
2	HELEN H. SCHEIDT 54 S. WHITE STATION RD MEMPHIS, TN 38117	$ 424,850.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization SCHEIDT FAMILY FOUNDATION, INC.

Employer identification number 62-0989531

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
1	10,000 SHARES SUNTRUST BANK STOCK	$ 417,000.	05/07/2015

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	10,000 SHARES SUNTRUST BANK STOCK	$ 424,850.	05/11/2001

(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
		$	

Name of organization SCHEIDT FAMILY FOUNDATION, INC.

Employer identification number 62-0989531

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 information once. See instructions.) ▶ $ ____________

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
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SUNTRUST CHECKING ACCOUNT		156.	156.
RAYMOND JAMES		130.	130.
	TOTAL	286.	286.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LEPERCQ DE NEUFLIZE TOCQUEVILLE, NOM:		
MONEY MARKET DIVIDENDS	20.	20.
DOMESTIC AND FOREIGN DIVIDENDS	226,916.	226,916.
RAYMOND JAMES:		
DOMESTIC AND FOREIGN DIVIDENDS	20,202.	20,202.
LEPERCQ DE NEUFLIZE TOCQUEVILLE, NOM:		
INTEREST FROM DOMESTIC SECURITIES	17,073.	17,073.
PAA (EIN 76-0582150), INTEREST	77.	77.
PAA (EIN 76-0582150), DIVIDENDS	33.	33.
WGP (EIN 26-1075808), INTEREST	311.	311.
PAA (EIN 76-0582150), DIVIDENDS	18.	18.
TAXABLE INTEREST	41,774.	41,774.
TOTAL	306,424.	306,424.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
PAA, (EIN 76-0582150) ORD LOSS 2014 K1	-12,550.
WGP, (EIN 26-1075808) ORDINARY LOSS	-10,264.
PAA, (EIN 76-0582150) SECTION 1231 GAIN	41.
PAA, (EIN 76-0582150) ORD INC SALE ADJ	33,085.
PAA, (EIN 76-0582150) ORD LOSS 2015 K1	-6,604.
PAA, (EIN 76-0582150) 1231 GAIN 2015 K1	23.
TOTALS	3,731.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	360.	360.		
TOTALS	360.	360.		

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX RETURN PREPARATION	2,000.	2,000.		
TOTALS	2,000.	2,000.		

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	40,611.	40,611.
TOTALS	40,611.	40,611.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST EXPENSE (PAA)	74.	74.
INTEREST EXPENSE (PAA)	31.	31.
TOTALS	105.	105.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX WITHHELD-DIVIDENDS	5,775.	5,775.
EXCISE TAXES PAID	26,648.	
PAA, (EIN 76-0582150) FOR. TAX	560.	
PAA, (EIN 76-0582150) FOR. TAX	227.	
TOTALS	33,210.	5,775.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK SERVICE CHARGES/WIRE FEES	546.	546.
TN SECRETARY OF STATE, ANNUAL	20.	20.
PAA, EXPENSE FROM 2014 K-1	92.	
WGP, EXPENSE FROM K-1	2.	
PAA, EXPENSE FROM 2015 K1	33.	
TOTALS	693.	566.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
COCA COLA	9,765.	9,765.	364,210.
SUNTRUST BANKS INC.	5,815.	3,068.	264,482.
AT&T	135,662.	275,972.	268,080.
AUTOMATIC DATA PROCESSING	93,120.	93,120.	217,475.
BCE	169,658.	301,106.	302,470.
BRISTOL MEYERS	128,454.	128,454.	329,750.
CANADIAN NATL RY CO	152,835.		
CATERPILLAR		239,968.	218,970.
CHEVRON	293,304.	293,304.	227,200.
COSTCO	173,709.	173,709.	237,180.
DOMINION RESOURCES	234,021.	234,021.	357,150.
DUPONT E I	144,961.	137,957.	253,600.
EXELON CORP	412,556.	412,556.	335,040.
FORD MOTOR CORP	274,678.		
GENUINE PARTS	56,982.	56,982.	181,520.
IBM	74,587.	144,019.	140,080.
INTEL	137,287.	137,287.	203,160.
JOHNSON & JOHNSON	25,405.	25,405.	202,060.
KANSAS CITY SOUTHERN		424,111.	331,040.
KIMBERLY CLARK	89,574.	85,881.	179,565.
MCDONALDS	108,452.	108,451.	134,700.
MERCK	121,747.	121,747.	191,310.
MICROSOFT	134,183.	134,183.	263,200.
MMM	161,692.	161,692.	314,420.
NEXTERA ENERGY		348,952.	367,920.
NOVARTIS	85,595.	85,595.	135,645.
PLAINS ALL AMERICAN PIPELINE	233,973.		
ROCHE HOLDINGS	85,659.	85,659.	135,640.
SANOFI	238,348.	238,348.	226,530.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SOUTHERN CALIFORNIA EDISON	353,332.		
SYSCO CORP	102,062.	102,062.	144,375.
VERIZON	193,866.		
WALGREEN	183,864.	183,864.	254,040.
WESTERN GAS PARTNERS	61,950.	47,808.	76,680.
WEYERHAEUSER CO.	219,109.	219,109.	237,808.
WHOLE FOODS	175,274.		
ZIONS	125,002.	125,002.	130,750.
TOTALS	5,196,481.	5,139,157.	7,226,050.

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MFG & TRADERS 5.629%	187,814.	187,814.	248,125.
FORD MOTOR 3%	100,072.	100,072.	101,548.
WELLS FARGO 7.98%	228,285.	228,285.	213,000.
METLIFE PFD 5.25%		200,000.	201,876.
TOTALS	516,171.	716,171.	764,549.

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ACCRUED INTEREST		206.	206.
TOTALS		206.	206.

ATTACHMENT 13

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
DUE TO TOCQUEVILLE FOR OVERPAY		41,774.	
	TOTALS	41,774.	

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

DESCRIPTION	AMOUNT
FMV OF APPRECIATED STOCK CONTRIBUTIONS PAID IN EXCESS OF TAX COST (CARRYING VALUE)	245,697.
TOTAL	245,697.

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

DESCRIPTION		AMOUNT
FMV OF APPRECIATED STOCK CONTRIBUTIONS RECEIVED IN EXCESS OF TAX COST (CARRYING VALUE)		832,167.
	TOTAL	832,167.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
HELEN H. SCHEIDT 54 S. WHITE STATION ROAD MEMPHIS, TN 38117	PRESIDENT
E. ELKAN SCHEIDT 54 S. WHITE STATION ROAD MEMPHIS, TN 38117	VICE PRES
SUSAN SCHEIDT ARNEY 54 S. WHITE STATION ROAD MEMPHIS, TN 38117	VICE PRES
RUDI E. SCHEIDT, JR. 54 S. WHITE STATION ROAD MEMPHIS, TN 38117	VICE PRES
HELEN SCHEIDT GRONAUER 54 S. WHITE STATION ROAD MEMPHIS, TN 38117	VICE PRES
RUDI E. SCHEIDT 54 S. WHITE STATION ROAD MEMPHIS, TN 38117	SECR-TREAS

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

HELEN H. SCHEIDT
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117
901 682-8371

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

THE FORM, INFORMATION, AND MATERIALS ARE AT THE DISCRETION OF THE APPLICANT.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AT THE PRESENT TIME, GRANTS AND CONTRIBUTIONS ARE MADE ONLY TO PUBLIC CHARITIES, ETC. AS DESCRIBED IN IRC 509(A)(1), (2),&(3).

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEMPHIS BOTANIC GARDEN 750 CHERRY ROAD MEMPHIS, TN 38117	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE MEMPHIS BOTANIC GARDEN	10,000.
TULANE UNIVERSITY 1555 POYDRAS STREET, STE 1000 NEW ORLEANS, LA 70112	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF TULANE UNIVERSITY	15,000.
MOST 1000 RIDGEWAY LOOP ROAD, STE 205 MEMPHIS, TN 38120	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF MOST	11,000.
WASHINGTON HEBREW CONGREGATION 3935 MACOMB STREET NW WASHINGTON, DC 20016	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF WASHINGTON HEBREW CONGREGATION	1,350.
JEWSISH COMMUNITY CENTER 6560 POPLAR AVE MEMPHIS, TN 38138	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE JEWISH COMMUNITY CENTER	5,000.
LAUSANNE COLLEGIATE SCHOOL 1381 W MASSEY ROAD MEMPHIS, TN 38120	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF LAUSANNE COLLEGIATE SCHOOL	7,500.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEMPHIS IN MAY 56 S FRONT STREET MEMPHIS, TN 38103	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF MEMPHIS IN MAY	5,000.
LEVITT SHELL 516 TENNESSEE STREET, STE 124 MEMPHIS, TN 38101	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF LEVITT SHELL	500.
MEMPHIS NAVY LEAGUE 5100 POPLAR, STE 2700 MEMPHIS, TN 38118	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF MEMPHIS NAVY LEAGUE	90.
BERKELEY STUDENT COOPERATIVE 2424 RIDGE ROAD BERKELY, CA 94709	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF BERKELY STUDENT COOPERATIVE	2,500.
MIFA 910 VANCE MEMPHIS, TN 38173	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF MIFA	5,000.
GERMANTOWN PERFORMING ARTS CENTER 1801 EXETER ROAD GERMANTOWN, TN 38138	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF GERMANTOWN PERFORMING ARTS CENTER	5,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SARAH LAWRENCE COLLEGE 1 MEAD WAY BRONXVILLE, NY 10708	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF SARAH LAWRENCE COLLEGE	500.
ASPEN MUSIC FESTIVAL 225 MUSIC SCHOOL ROAD ASPEN, CO 81611	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF ASPEN MUSIC FESTIVAL	20,000.
THE UNIVERSITY OF MEMPHIS 635 NORMAL STREET MEMPHIS, TN 38152	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE UNIVERSITY OF MEMPHIS	500.
PRIZM ENSEMBLE P.O. BOX 171361 MEMPHIS, TN 38187	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE PRIZM ENSEMBLE	1,000.
CHURCH HEALTH CENTER 1210 PEABODY AVENUE MEMPHIS, TN 38104	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF CHURCH HEALTH CENTER	1,000.
MEMPHIS UNIVERSITY SCHOOL 6191 PARK AVENUE MEMPHIS, TN 381119	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF MEMPHIS UNIVERSITY SCHOOL	5,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
METROPOLITA OPERA LINCOLN CENTER NEW YORK, NY 10023	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF METROPOLITAN OPERA	1,000.
WOMENS FOUNDATION OF MEMPHIS 40 SOUTH MAIN MEMPHIS, TN 38103	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE WOMENS FOUNDATION OF MEMPHIS	800.
SOCIETY OF ENTREPRENEURS P.O. BOX 770839 MEMPHIS, TN 38177	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE SOCIETY OF ENTREPRENEURS	1,000.
MOST 1000 RIDGEWAY LOOP, STE 205 MEMPHIS, TN 38120	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF MOST	5,000.
ECONOMIC CLUB 407 FOGELMAN COLLEGE OF BUSINESS MEMPHIS, TN 38152	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE ECONOMIC CLUB	600.
MEMPHIS BROOKS MUSEUM OF ART 1934 POPLAR AVENUE MEMPHIS, TN 38104	UNRELATED PC	SUPPORT FOR OPERATIONS OF MEMPHIS BROOKS MUSEUM OF ART	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEMPHIS SYMPHONY ORCHESTRA 585 SOUTH MENDENHALL ROAD MEMPHIS, TN 38117	UNRELATED PC	SUPPORT FOR OPERATIONS OF THE MEMPHIS SYMPHONY ORCHESTRA	24,330.
ASPEN MUSIC FESTIVAL AND SCHOOL 225 MUSIC SCHOOL ROAD ASPEN, CO 81611	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF ASPEN MUSIC FESTIVAL AND SCHOOL	31,324.
GERMANTOWN PERFORMING ARTS CENTER 1801 EXETER ROAD GERMANTOWN, TN 38139	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE GERMANTOWN PERFORMING ARTS CENTER	25,139.
JEWISH FOUNDATION OF MEMPHIS 6560 POPLAR AVENUE GERMANTOWN, TN 38138	UNRELATED PC	SUPPORT FOR THE OPERATIONS OF THE JEWISH FOUNDATION OF MEMPHIS	167,625.
PLAINS ALL AMERICAN K1 CONTRIBUTION 333 CLAY STREET HOUSTON, TX 77002	UNRELATED PC	CHARITABLE	8.
PLAINS ALL AMERICAN K1 CONTRIBUTION 333 CLAY STREET HOUSTON, TX 77002	UNRELATED PC	CHARITABLE	14.
		TOTAL CONTRIBUTIONS PAID	357,780.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 21

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
PAA (EIN 76-0582150), ORDINARY LOSS 2014		-12,550.			
WGP (EIN 26-1075808), ORDINARY LOSS		-10,264.			
PAA (EIN 76-0582150), 1231 GAIN		41.			
PAA (EIN 76-0582150), AJD. FROM SALE		33,085.			
PAA (EIN 76-0582150), ORDINARY LOSS 2015		-6,604.			
PAA (EIN 76-06582150), 1231 GAIN		23.			
TOTALS		3,731.			