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EXTENSION GRANTED TO 11/15/2016
Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: **THE MARSHALL FUND**

Number and street (or P O box number if mail is not delivered to street address): **15500 W HIGHWAY 316**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **WILLISTON, FL 32696**

A Employer identification number: **02-0467589**

B Telephone number: **434-296-2156**

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 1,841,722.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	1,232.	1,232.		STATEMENT 2
4	Dividends and interest from securities	22,839.	22,839.		STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	4,901.			STATEMENT 1
b	Gross sales price for all assets on line 6a	352,442.			
7	Capital gain net income (from Part IV, line 2)		9,868.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	28,878.	0.		STATEMENT 4
12	Total Add lines 1 through 11	57,850.	33,939.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 5 1,800.	0.		1,800.
c	Other professional fees	STMT 6 23,739.	17,630.		0.
17	Interest				
18	Taxes	STMT 7 13,908.	220.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 8 75.	0.		75.
24	Total operating and administrative expenses. Add lines 13 through 23	39,522.	17,850.		1,875.
25	Contributions, gifts, grants paid	111,000.			111,000.
26	Total expenses and disbursements. Add lines 24 and 25	150,522.	17,850.		112,875.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-92,672.			
b	Net investment income (if negative, enter -0-)		16,089.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		91,046.	52,097.	52,097.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 9	1,641,938.	1,607,659.	1,707,605.
	c	Investments - corporate bonds	STMT 10	0.	22,133.	21,317.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 11	52,740.	52,740.	60,703.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,785,724.	1,734,629.	1,841,722.	
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				
	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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds		1,785,724.	1,734,629.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	Total net assets or fund balances		1,785,724.	1,734,629.		
31	Total liabilities and net assets/fund balances		1,785,724.	1,734,629.		

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	1,785,724.
2	Enter amount from Part I, line 27a	2	-92,672.
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	41,577.
4	Add lines 1, 2, and 3	4	1,734,629.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,734,629.

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 PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	P		
c PARTNERSHIP GAINS	P		
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 183,901.		217,244.	-33,343.
b 168,541.		125,330.	43,211.
c			0.
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			-33,343.
b			43,211.
c			0.
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	9,868.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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))
2014	137,221.	2,334,195.	.058787
2013	87,658.	1,984,475.	.044172
2012	92,325.	3,444,786.	.026801
2011	89,646.	1,627,250.	.055090
2010	62,075.	1,409,823.	.044030

2 Total of line 1, column (d)	2	.228880
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	.045776
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,134,861.
5 Multiply line 4 by line 3	5	97,725.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	161.
7 Add lines 5 and 6	7	97,886.
8 Enter qualifying distributions from Part XII, line 4	8	112,875.

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	161.
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	161.
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	161.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	7,422.
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	7,422.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
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	7,261.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 7,261. <input checked="" type="checkbox"/> Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
NH		
8b	X	
9		X
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► STATE STREET BANK AND TRUST Telephone no. ► 617-537-3887 Located at ► P.O. BOX 5300, BOSTON, MA ZIP+4 ► 02206-5300		
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 N/A		
16 At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country ►		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 <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> N/A	1b	
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) 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. ► _____, _____, _____	2b	
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 <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2015 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 2015.) N/A	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 2015?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here Yes No

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PAMELA B. FRENCH 15500 W HIGHWAY 316 WILLISTON, FL 32696	TRUSTEE 1.00	0.	0.	0.
BRENTON L. FRENCH 15500 W HIGHWAY 316 WILLISTON, FL 32696	TRUSTEE 1.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
		0

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 THE FUND HAS NO DIRECT CHARITABLE ACTIVITY.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 THE FUND HAS NO PROGRAM-RELATED INVESTMENTS.	0.
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	2,091,900.
b	Average of monthly cash balances	1b	75,472.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,167,372.
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	2,167,372.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,511.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,134,861.
6	Minimum investment return. Enter 5% of line 5	6	106,743.

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	106,743.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	161.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	217.
c	Add lines 2a and 2b	2c	378.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	106,365.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	106,365.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	106,365.

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	112,875.
b	Program-related investments - total from Part IX-B	1b	0.
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	112,875.
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	5	161.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	112,714.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				106,365.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			109,704.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 112,875.				
a Applied to 2014, but not more than line 2a			109,704.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				3,171.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				103,194.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMERS DISEASE RESEARCH 649 JACKSON ST ST. PAUL, MN 55101	N/A	PC	MEDICAL	3,000.
ART ON WHEELS 3108 W LEIGH ST, STE B RICHMOND, VA 23230	N/A	PC	GENERAL PURPOSES OF DONEE	500.
BARRETT EARLY LEARNING CENTER 410 RIDGE ST CHARLOTTESVILLE, VA 22903	N/A	PC	EDUCATION	2,000.
BOYS AND GIRLS CLUB PO BOX 707 CHARLOTTESVILLE, VA 22902	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
BUILDING GOODNESS FOUNDATION PO BOX 4325 CHARLOTTESVILLE, VA 22905	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
Total SEE CONTINUATION SHEET(S)				111,000.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BUILDING GOODNESS FOUNDATION PO BOX 4325 CHARLOTTESVILLE, VA 22905	N/A	PC	SOCIAL SERVICES	1,000.
CAMP BELKNAP YMCA PO BOX 1540 WOLFEBORO, NH 03894	N/A	PC	EDUCATION	2,000.
CAMP HOLIDAY TRAILS 400 HOLIDAY TRAILS LN CHARLOTTESVILLE, VA 22903	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
CANINE ASSISTANTS 3160 FRANCIS RD MILTON, GA 30004	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
CARING FOR CREATURES 352 SANCTUARY LN PALMYRA, VA 22963-5248	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
CART 5924 FRIED FARM RD CROZET, VA 22932	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
CENTER FOR NONPROFIT EXCELLENCE PO BOX 5652 CHARLOTTESVILLE, VA 22905	N/A	PC	EDUCATION	1,000.
CHARLOTTESVILLE AREA COMMUNITY FOUNDATION PO BOX 1767 CHARLOTTESVILLE, VA 22902	N/A	PC	ALEXANDRA SUMMERS FUND	4,000.
CHARLOTTESVILLE TOMORROW PO BOX 1591 CHARLOTTESVILLE, VA 22902	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
CHARLOTTESVILLE-ALBEMARLE SPCA PO BOX 7047 CHARLOTTESVILLE, VA 22906	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
Total from continuation sheets				102,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DANA HALL SCHOOL PO BOX 9010 WELLESLEY, MA 02482-9010	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
EARLYSVILLE FIRE DEPARTMENT 283 REAS FORD RD EARLYSVILLE, VA 22936	N/A	PC	SOCIAL SERVICES	1,000.
EARLYSVILLE FIRE DEPARTMENT 283 REAS FORD RD EARLYSVILLE, VA 22936	N/A	PC	SOCIAL SERVICES	1,000.
EQUINE LAND CONSERVATION RESCUE 4037-IRON WORKS PKWY #120 LEXINGTON, KY 40511-8462	N/A	PC	CONSERVATION	2,000.
FLORIDA HOUSE PARK 11008 SOUTH HIGHWAY 475 OCALA, FL 34480	N/A	PC	GENERAL PURPOSES OF DONEE	5,000.
FRALIN UVA ART MUSEUM PO BOX 400119 CHARLOTTESVILLE, VA 22904	N/A	PC	EDUCATION	15,000.
GMHA PO BOX 8 SOUTH WOODSTOCK, VT 05071-0008	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
HABITAT FOR HUMANITY 919 WEST MAIN ST CHARLOTTESVILLE, VA 22903	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
HOOF-N-WOOF 4-H CLUB PO BOX 114 FREE UNION, VA 22940	N/A	PC	GENERAL PURPOSES OF DONEE	500.
HOPE'S LEGACY 5145 TAYLOR CREEK RD AFTON, VA 22920	N/A	PC	GENERAL PURPOSES OF DONEE	4,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HOSPICE OF THE PIEDMONT 675 PETER JEFFERSON PKWY, STE 300 CHARLOTTESVILLE, VA 22911	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
HOSPICE OF THE PIEDMONT 675 PETER JEFFERSON PKWY, STE 300 CHARLOTTESVILLE, VA 22911	N/A	PC	SOCIAL SERVICES	2,000.
IVY CREEK FOUNDATION PO BOX 956 CHARLOTTESVILLE, VA 22902	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
LOCAL FOOD HUB PO BOX 4647 CHARLOTTESVILLE, VA 22905	N/A	PC	GENERAL PURPOSES OF DONEE	500.
LONESOME DOVE EQUESTRIAN CENTER 6137 OLD BUCKINGHAM RD POWHATAN, VA 23139	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
MARION THERAPEUTIC RIDING ASSOCIATION 6850 SE 41ST CT OCALA, FL 34480	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
PEI/SKIP HANNON SCHOLARSHIP FUND PO BOX 664 VINYAL HAVEN, ME 04863	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
PHILLIPS ACADEMY ANDOVER 180 MAIN ST ANDOVER, MA 01810	N/A	PC	GENERAL PURPOSES OF DONEE	500.
PIEDMONT CASA 818 E HIGH ST CHARLOTTESVILLE, VA 22902	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
PINEY WOODS SCHOOL PO BOX 57 PINEY WOODS, MS 39148	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
READYKIDS 1000 E HIGH ST CHARLOTTESVILLE, VA 22902	N/A	PC	EDUCATION AND HEALTH	1,000.
ROLLINS COLLEGE PO BOX 864168 ORLANDO, FL 32886-1468	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
RONALD MCDONALD HOUSE 300 9TH ST SW CHARLOTTESVILLE, VA 22903	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
ROOM TO READ 465 CALIFORNIA ST, -STE 1000 SAN FRANCISCO, CA 94104-1824	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
SALVATION ARMY PO BOX 7864 CHARLOTTESVILLE, VA 22906	N/A	PC	SOCIAL SERVICES	2,000.
SENIOR CENTER 1180 PEPSI PL CHARLOTTESVILLE, VA 22901	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
SERVICE DOGS OF VIRGINIA PO BOX 408 CHARLOTTESVILLE, VA 22902	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
SHARED GIFTS 64 STUMPFIELD RD HOPKINTON, NH 03229	N/A	PC	GENERAL PURPOSES OF DONEE	2,000.
SHELTER FOR HELP IN EMERGENCY 1415 SACHEM PL CHARLOTTESVILLE, VA 22901	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
SHENANDOAH NATIONAL PARK TRUST 414 E MARKET ST, # D CHARLOTTESVILLE, VA 22902	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
SPECIAL OLYMPICS OF VIRGINIA 3212 SKIPWITH RD, STE 100 RICHMOND, VA 23294	N/A	PC	SPORTS EDUCATION	2,000.
THE COMMUNITY IDEAS STATION 23 SESAME ST RICHMOND, VA 23235	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
THE PIKE SCHOOL 34 SUNSET ROCK RD ANDOVER, MA 01810-9978	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
THOMAS JEFFERSON FOUNDATION PO-BOX 217 CHARLOTTESVILLE, VA 22902	N/A	PC	GENERAL PURPOSES OF DONEE	5,000.
UVA TEEN HEALTH CENTER PO BOX 800402 CHARLOTTESVILLE, VA 22908-0402	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
UVA WOMEN'S CENTER PO BOX 800588 CHARLOTTESVILLE, VA 22908-0588	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
VIRGINIA HORSE CENTER 487 MAURY RIVER RD LEXINGTON, VA 24450-3374	N/A	PC	GENERAL PURPOSES OF DONEE	1,000.
WESTMINSTER PRESBYTERIAN CHURCH 400 RUGBY RD CHARLOTTESVILLE, VA 22903	N/A	PC	GENERAL PURPOSES OF DONEE	3,000.
WHEELOCK COLLEGE 200 RIVERWAY BOSTON, MA 02215	N/A	PC	EDUCATION	3,000.
WINDRUSH FARM THERAPEUTIC EQUITATION, INC. 479 LACY ST NORTH ANDOVER, MA 01845	N/A	PC	EDUCATION AND HEALTH	2,000.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
183,901.	217,244.	0.	0.	-33,343.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
168,541.	125,330.	0.	0.	43,211.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIP GAINS					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	4,967.	0.	0.	-4,967.	

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 4,901.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME FROM PARTNERSHIP K-1	1,232.	1,232.	
TOTAL TO PART I, LINE 3	1,232.	1,232.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME FROM PARTNERSHIP K-1	496.	0.	496.	496.	
TAXABLE DIVIDEND INCOME	22,343.	0.	22,343.	22,343.	
TO PART I, LINE 4	22,839.	0.	22,839.	22,839.	

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	27,853.	0.	
PARTNERSHIP INCOME	1,025.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	28,878.	0.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	1,800.	0.		1,800.
TO FORM 990-PF, PG 1, LN 16B	1,800.	0.		1,800.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	21,851.	15,742.		0.
CUSTODIAN FEES	1,888.	1,888.		0.
TO FORM 990-PF, PG 1, LN 16C	23,739.	17,630.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX PAYMENTS	13,688.	0.		0.
FOREIGN INCOME TAX W/H-INVEST INC	220.	220.		0.
TO FORM 990-PF, PG 1, LN 18	13,908.	220.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE ATTORNEY GENERAL FEES	75.	0.		75.
TO FORM 990-PF, PG 1, LN 23	75.	0.		75.

FORM 990-PF	CORPORATE STOCK		STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT ATTACHED	1,607,659.	1,707,605.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,607,659.	1,707,605.	

FORM 990-PF	CORPORATE BONDS		STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT ATTACHED	22,133.	21,317.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	22,133.	21,317.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT ATTACHED	COST	52,740.	60,703.
TOTAL TO FORM 990-PF, PART II, LINE 13		52,740.	60,703.