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
2015
Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation: The Triple EEE Foundation

A Employer identification number: 363897224

Number and street (or P O box number if mail is not delivered to street address): 134 Burr Oak Ct — Room/suite:

B Telephone number (see instructions): 847 945 7576

City or town, state or province, country, and ZIP or foreign postal code: Deerfield IL 60015

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: ☒ 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) ▶ $ 667,529

J Accounting method: ☒ 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).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	9044	9044		
	4 Dividends and interest from securities	9207	9207		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(7612)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		(7612)		
	8 Net short-term capital gain			(9208)	
	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) See Sch. 1	292	292		
	12 **Total.** Add lines 1 through 11	10,931	10,931	(9208)	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) See Sch 1	1712			1712
	17 Interest				
	18 Taxes (attach schedule) (see instructions) See Sch. 1	1560			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3694			3694
	22 Printing and publications				
	23 Other expenses (attach schedule) See Sch. 1	1911			1911
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8877			7317
	25 Contributions, gifts, grants paid	43318			43318
	26 **Total expenses and disbursements.** Add lines 24 and 25	52195			50635
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	(41264)			
	b **Net investment income** (if negative, enter -0-)		10931		
	c **Adjusted net income** (if negative, enter -0-)			(9208)	

JUN 20 2016

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19

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	13248	3663	3663
2	Savings and temporary cash investments	81344	21,168	21,168
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			
10a	Investments—U.S. and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	390312	219,534	206,215
c	Investments—corporate bonds (attach schedule)	227228	440,503	430,482
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 ▶ PRI)	20,000	6000	6000
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	732,132	690,868	667,529
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
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			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	732,132	687596	
30	**Total net assets or fund balances** (see instructions)	732,132	687596	
31	**Total liabilities and net assets/fund balances** (see instructions)	732,132	687596	

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	732,132
2	Enter amount from Part I, line 27a	2	(41,264)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	690868
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	690868

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 Sch Part IV			
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

	(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	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	(7612)
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	(9208)

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	32632	704366	.04633
2013	31810	684172	.04649
2012	39195	679282	.05770
2011	39293	690885	.05687
2010	29328	675565	.04341

2	**Total** of line 1, column (d)	2	.25081
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	.05016
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	676,467
5	Multiply line 4 by line 3	5	33,933
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	109
7	Add lines 5 and 6	7	34,042
8	Enter qualifying distributions from Part XII, line 4	8	52195

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	109
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	109
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	109
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1560		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	1560
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	1451
11	Enter the amount of line 10 to be. **Credited to 2016 estimated tax** ▶ 1451 **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		
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) ▶ IL			
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 2015 or the taxable year beginning in 2015 (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

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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 ▶

14 The books are in care of ▶ Floyd Keene Telephone no. ▶ 847 945 7576
Located at ▶ 134 Burr Oak Ct Deerfield IL ZIP+4 ▶ 60015

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 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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 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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
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	NA	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.)*	3b	NA	
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)? **5b** NA

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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? **7b** NA

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
Floyd S Keene	Pres Treas Director	0	0	0
Shari L Keene	VP Secy Director	0	0	0
Andrew R Keene	Exec VP Director	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 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
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 None	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	585 421
b	Average of monthly cash balances	1b	101 347
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	686768
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	686768
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	10302
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	676467
6	**Minimum investment return.** Enter 5% of line 5	6	33823

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	33823
2a	Tax on investment income for 2015 from Part VI, line 5	2a	109		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	109
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	33714
4	Recoveries of amounts treated as qualifying distributions			4	14000
5	Add lines 3 and 4			5	47714
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	47714

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	50635
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	50635
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	50635

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				47714
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only				
b Total for prior years: 20___,20___,20___				
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011 — 4070				
c From 2012 — 5430				
d From 2013				
e From 2014				
f **Total** of lines 3a through e	9550			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 50,635				
a Applied to 2014, 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 2015 distributable amount				47714
e Remaining amount distributed out of corpus	2921			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	12,471			
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 2014. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				
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 2010 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	12,471			
10 Analysis of line 9:				
a Excess from 2011 — 4070				
b Excess from 2012 — 5430				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015 — 2921				

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

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

Floyd S Keene Andrew R Keene

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. N/A

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

36389 7224

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*				
See Sch 3		All PC	All contributions were made for the unrestricted use of the charity.	
Total ▶ 3a				43318
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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	9044	
4 Dividends and interest from securities			14	9207	
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			14	(7612)	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory			14	292	
11 Other revenue: a PRI income					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				10931	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 10 931

(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.)

36 3897224

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

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

▶ Floyd A. Keene | 6/11/16 ▶ President

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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

SCH 1 363897224

	PER BOOKS	CHAR PURPOSE
PART 1 LINE 11		
PRI INCOME	292	292
PART 1 LINE 16c		
INVESTMENT ADVISOR	1712	1712
PART 1 LINE 18		
IRS	1560	
PART 1 LINE 23		
ASSOC DUES	750	750
FILING FEES	25	25
SUPPIES	734	734
POSTAGE	52	52
PAYMENT REIMB	350	350
TTL	**1911**	**1911**

SCH 2

3638917224

	BK VALUE LISTED AT COST EOY 2014	BK VALUE LISTED AT COST EOY 2015	FAIR MKT VALUE FAIR MKT VALUE EOY 2015
STOCKS			
ARMF	21780	0	0
ARDC	0	9184	9352
SBS	12740	0	0
SODA	10520	0	0
KNDI	0	5475	5450
NRG SC	12781	3327	120
GHY	26610	0	0
ACSF	13820	0	0
PPR	26398	15819	15178
CEL	8940	0	0
MCC	13045	0	0
GELYY	13072	0	0
FSIC	10010	9040	8990
FSC	29370	14685	9570
SPY	191226	110097	115665
FEYE	0	19730	12370
MCWEF	0	5402	4350
CYBR	0	26775	25170
STOCK TOTALS	**390312**	**219534**	**206215**
CORP BONDS			
GNMA	25360	25360	19856
CITIGRP	20532	20532	25896
JP MORGAN	12127	12127	11435
GSR	4757	4757	4426
GS	31878	31878	28905
CSFB	12574	12574	16296
BCS CD	70000	0	0
JPM CD	50000	50000	48485
UNION BK		29375	30525
SUNTRUST BK		21660	22721
SUNTRUST BK		45140	46913
UNION BK		17100	15752
JP MORGAN		50000	44060
GNMA		35000	34478
GNMA		50000	47043
GNMA		35000	33691
CORP BOND TOTALS	**227228**	**440503**	**430482**

SCH 3 363897224

LAKESIDE CONG	34930
TEMPLE EMENUEL S.D.	300
CHICAGO FOOD DEPOSITORY	2000
ASSOC. OF SMALL FOUNDATIONS	877
YOUTH GUIDANCE	225
SO. POVERTY LAW CENTER	2500
CHIC COALITION FOR THE HOMELESS	1000
URBAN ST	45
LLS	40
PLANNED PARENTHOOD	1400
TOTAL	43318

PART IV SCH

363897224

CAPITAL GAINS AND LOSSES

TYPE	TERM	PROCEEDS	BASIS	MKT DISCT	WASH SALE LOSS DISALLOWED	NET GAIN OR LOSS
8949 C	SHORT	273075	281622	0	0	-8547
8949 C	SHORT	100346	101007	0	0	-661
8949 F	LONG	89015	88320	0	0	694
8949 F	LONG	20602	20000	0	0	602
					TTL SHORT TERM	-9208
					TTL LONG TERM	1296
					GRAND TTL	-7912

All acquired by purchase.
No depreciation allowed.

363897224 (1)

Stifel, Nicolaus & Company, Inc.

2015

Proceeds Not Reported to the IRS

Account 17087711

03/09/2016

This section of your tax information statement provides proceeds transactions grouped by term (long, short or undetermined). For tax lots whose term is undetermined, use your historical documents to establish the cost basis and date of purchase. Tax lots with an additional notation of "Ordinary" represent neither short- nor long-term capital transactions. You may wish to consult with your tax advisor, the IRS or your state tax authority regarding the proper treatment.

Closing of written options is presented in a distinct manner in accordance with IRS regulation. For these transactions the Cost or other basis is always presented as $0 00 and the Proceeds is the net of proceeds received when the option was written and the cost to close the position.

Several column headings describe two related items. a quantity and a qualifier For example, Proceeds of sale and, if the sale is the result of an option exercise or assignment, whether the proceeds are gross or net (adjusted for any option premium) When these conditions exist, the qualifier is shown to the right of the amount.

SHORT TERM TRANSACTIONS

PART IV SCH

Report on Form 8949, Part I, with Box C checked

Description of property

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any**	Gain or loss(-) & Loss not allowed(X)	Additional information
C CYBR 041516 65 CALL CYBER ARK SOFTWARE / CUSIP· / Symbol.							
11/12/15	5 000	1,074 96	11/10/15	0 00	0.00	1,074.96	Short sale closed- option
C FEYE 011516 50 CALL FIREEYE INC / CUSIP / Symbol:							
09/16/15	5 000	1,859 95	09/15/15	0.00	0.00	1,859 95	Short sale closed- option
C SPY 091815 210 CALL SPDR S&P 500 ETF TR / CUSIP. / Symbol:							
08/21/15	3 000	1,616 95	08/20/15	0.00	0.00	1,616 95	Short sale closed- option
P SPY 011715 212 PUT SPDR S&P 500 ETF TR / CUSIP / Symbol:							
01/05/15	3.000	2,585 94	12/03/14	1,911.00	0 00	674.94	Option sale
AMER CAP SR FLTG LTD / CUSIP. 02504D108 / Symbol: ACSF							
06/26/15	1,000.000	12,929.86	09/18/14	13,820 00	0 00	-890.14	Sale
ARES DYNAMIC CR ALLOC / CUSIP. 04014F102 / Symbol: ARDC							
09/02/15	1,092 000	16,052.10	09/15/14	19,122 74	0 00	-3,070.64	Sale
COMPANHIA DE SANEAMENTO / CUSIP. 20441A102 / Symbol: SBS							
02/03/15	2,000 000	9,939 98	12/22/14	12,739.80	0.00	-2,799.82	Sale
FS INVESTMENT CORP / CUSIP. 302635107 / Symbol· FSIC							
03/13/15	1,000 000	9,959 91	12/26/14	10,009 90	0 00	-49 99	Sale
GEELY AUTO HLDGS LTD ADR / CUSIP: 36847Q103 / Symbol: GELYY							
01/12/15	2,000.000	14,803.67	12/26/14	13,072 00	0.00	1,731 67	Sale

** D = adjustment amount is market discount W = adjustment amount is a non-deductible wash sale loss C = proceeds amount is from collectible assets

Stifel, Nicolaus & Company, Inc. | Account 17087711

2015

Proceeds Not Reported to the IRS
(continued)

03/09/2016

SHORT TERM TRANSACTIONS
Report on Form 8949, Part I, with Box C checked

Description of property

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any**	Gain or loss(-) & Loss not allowed(X)	Additional Information
KKR INCOME OPPTYS FUND / CUSIP· 48249T106 / Symbol KIO							
	2 transactions for 12/23/15						
	480 000	*6,729 52*	*12/11/15*	*6,473.04*	*0 00*	*256 48*	*Sale*
	520.000	*7,302.66*	*12/11/15*	*7,012.46*	*0.00*	*290.20*	*Sale*
12/23/15	1,000 000	14,032.18	Various	13,485 50	0 00	546.68	Total of 2 transactions
KANDI TECHNOLOGIES GROUP / CUSIP 483709101 / Symbol. KNDI							
05/15/15	1,000.000	10,249.80 N	04/23/15	12,169 90	0.00	-1,920.10	Sold via put exercise Proceeds adjusted for option premium of -$250.00
10/02/15	2,000 000	11,439 93	09/28/15	10,759 80	0.00	680.13	Sale
	Security total:	21,689 73		22,929.70	0 00	-1,239.97	
MEDLEY CAPITAL CORP / CUSIP. 58503F106 / Symbol: MCC							
	2 transactions for 02/09/15						
	200.000	*1,863.96*	*07/15/14*	*2,580 51*	*0.00*	*-716.55*	*Sale* *Note: AC* *Original basis· $2,606 00*
	800.000	*7,455.83*	*07/15/14*	*10,337.05*	*0 00*	*-2,881 22*	*Sale* *Note AC* *Original basis. $10,439.00*
02/09/15	1,000.000	9,319 79	Various	12,917.56	0 00	-3,597 77	Total of 2 transactions
PRUDENTIAL HI YLD FD INC / CUSIP: 74433A109 / Symbol· GHY							
01/28/15	1,500.000	24,647 57	04/14/14	26,609 93	0 00	-1,962 36	Sale

** D = adjustment amount is market discount W = adjustment amount is a non-deductible wash sale loss C = proceeds amount is from collectible assets.

363897224 (2)

Stifel, Nicolaus & Company, Inc. — Account 17087711

2015

Proceeds Not Reported to the IRS
(continued)

03/09/2016

SHORT TERM TRANSACTIONS
Report on Form 8949, Part I, with Box C checked.

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any**	Gain or loss(-) & Loss not allowed(X)	Additional information
SPDR S&P 500 ETF / CUSIP: 78462F103 / Symbol SPY							
01/16/15	100.000	19,932 55 N	12/15/14	20,107.50	0.00	-174 95	Sold via call assignment Proceeds adjusted for option premium of $432.99
08/20/15	200.000	41,141 26	12/03/14	41,519.98	0.00	-378 72	Sale
	Security total:	61,073.81		61,627.48	0 00	-553 67	
SOUFUN HLDGS LTD ADR / CUSIP: 836034108 / Symbol: SFUN							
01/26/15	1,000.000	7,139 94	01/15/15	6,639.90	0.00	500 04	Sale
SUNGY MOBILE LTD ADR A / CUSIP: 86737M100 / Symbol							
01/26/15	2,000 000	10,604 36	01/15/15	9,919.63	0.00	684.73	Sale
VOYA PRIME RT SBI / CUSIP: 92913A100 / Symbol PPR							
02/24/15	5,000.000	27,749 53	12/29/14	26,397 60	0 00	1,351 93	Sale
10/20/15	2,000.000	10,220.01	05/29/15	10,959.80	0.00	-739.79	Sale
	Security total:	37,969.54		37,357.40	0.00	612 14	
CELLCOM ISRAEL LTD / CUSIP: M2196U109 / Symbol CEL							
01/14/15	1,000.000	6,099.96	12/29/14	8,939 79	0 00	-2,839.83	Sale
SODASTREAM INTL LTD / CUSIP: M9068E105 / Symbol. SODA							
02/03/15	500 000	9,674 78	12/22/14	10,519 95	0.00	-845.17	Sale
	Totals:	**273,074.98**		**281,622.28**	**0.00**	**-8,547.30**	

** D = adjustment amount is market discount. W = adjustment amount is a non-deductible wash sale loss. C = proceeds amount is from collectible assets

0407500

Stifel, Nicolaus & Company, Inc. Account 17087711

Proceeds Not Reported to the IRS
(continued)

2015 03/09/2016

LONG TERM TRANSACTIONS
Report on Form 8949, Part II, with Box F checked

PART IV SCH

Description of property

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any**	Gain or loss(-) & Loss not allowed(X)	Additional Information
FIFTH STREET FIN CORP / CUSIP 31678A103 / Symbol FSC							
11/04/15	1,500.000	8,939.98	07/22/14	14,664 21	0 00	-5,724 23	Sale Note: AC Original basis: $14,685.00
SPDR S&P 500 ETF / CUSIP. 78462F103 / Symbol SPY							
06/18/15	300 000	59,503 89 N	01/16/14	55,242.00	0.00	4,261.89	Sold via call assignment Proceeds adjusted for option premium of $2,504.94
08/20/15	100 000	20,570 63	01/16/14	18,414 00	0.00	2,156.63	Sale
	Security total:	80,074.52		73,656 00	0 00	6,418 52	
	Totals:	**89,014.50**		**88,320.21**	**0.00**	**694.29**	

** D = adjustment amount is market discount W = adjustment amount is a non-deductible wash sale loss. C = proceeds amount is from collectible assets.

363897224(3)

Stifel, Nicolaus & Company, Inc. Account 48459326

Proceeds Not Reported to the IRS

2015 03/09/2016

This section of your tax information statement provides proceeds transactions grouped by term (long, short or undetermined). For tax lots whose term is undetermined, use your historical documents to establish the cost basis and date of purchase. Tax lots with an additional notation of "Ordinary" represent neither short- nor long-term capital transactions. You may wish to consult with your tax advisor, the IRS or your state tax authority regarding the proper treatment.

Closing of written options is presented in a distinct manner in accordance with IRS regulation. For these transactions the Cost or other basis is always presented as $0.00 and the Proceeds is the net of proceeds received when the option was written and the cost to close the position.

Several column headings describe two related items: a quantity and a qualifier. For example, Proceeds of sale and, if the sale is the result of an option exercise or assignment, whether the proceeds are gross or net (adjusted for any option premium). When these conditions exist, the qualifier is shown to the right of the amount.

SHORT TERM TRANSACTIONS

PART IV SCH

Report on Form 8949, Part I, with Box C checked.

Description of property

Date sold or disposed	Quantity	Proceeds Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any**	Gain or loss(-) & Loss not allowed(X)	Additional information
C SPY 121915 215 CALL SPDR S&P 500 ETF TR / CUSIP: / Symbol:							
08/27/15	3.000	1,848.88	08/26/15	0.00	0.00	1,848.88	Short sale closed- option
ARES DYNAMIC CR ALLOC / CUSIP: 04014F102 / Symbol: ARDC							
09/01/15	0.124	1.81	09/15/14	2.17	0.00	-0.36	Cash in lieu
BRCLY BK DEL 0.0 052721 / CUSIP: 06740AS34 / Symbol:							
02/03/15	70,000.000	73,495.00	05/21/14	70,000.00	0.00	3,495.00	Sale Ordinary gain/loss
UNION BK NA 0.0 092915 / CUSIP: 90521AGW2 / Symbol:							
09/29/15	25,000.000	25,000.00	02/17/15	31,005.00	0.00	-6,005.00	Redemption Ordinary gain/loss
	Totals:	**100,345.69**		**101,007.17**	**0.00**	**-661.48**	