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Form 990-PF

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

OMB No 1545-0052

		of the Treasury enue Service		social security numbers or m 990-PF and its separate				Open to Public Inspection
		dar year 2015 or tax yea		20, 2015	, and e		DEC 31, 2015	
		foundation		. ,			A Employer identification r	umber
m	113	WAR-COMME E	ANTIV ECIMIDA	MTON THE			47-5643080	
			AMILY FOUNDA r if mail is not delivered to street			Room/suite	B Telephone number	<u></u>
		BOX 6637	I mail is not delivered to street	address)		1100m/saite	(919)821-11	17
			ountry, and ZIP or foreign p	instal code			C If exemption application is per	
_			7628	ostar oodo			a worthpriori application is per	iding, oncox nore
G Ct	ieck	all that apply:	Initial return	Initial return of a f	ormer public o	charity	D 1. Foreign organizations,	check here
		<u></u>	Final return	Amended return			2 Foreign organizations most	the 9594 test
			Address change	Name change			Foreign organizations meet check here and attach com	putation
H CI		type of organization;	X Section 501(c)(3) ex				E If private foundation statu	
<u>_</u>		ction 4947(a)(1) nonexe		Other taxable private found		-1	under section 507(b)(1)(a	•
		rket value of all assets at	· · · —	•	Accı	rual	F If the foundation is in a 60	
	_	Part II, col. (c), line 16)	7 002 (Part Leady	ther (specify) imn (d) must be on cash	haere l		under section 507(b)(1)(B), check here $ ightharpoonup$
Do					1		(a) Advisated mat	(d) Disbursements
Pa	rt I	(The total of amounts in co	lumns (b), (c), and (d) may not ints in column (a))	(a) Revenue and expenses per books		ivestment ome	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, gra		4,943,068.			N/A	(outsit suche strily)
			tion is not required to attach Sch. B	2/323/0001		· · ·		
	3	Interest on savings and tem	•				***	
	4	Dividends and interest f	rom securities	3,102.		3,102.		
	5a	Gross rents						
	b	Net rental income or (loss)						
o)	6a	Net gain or (loss) from sale of	of assets not on line 10	38,332.				
Š	b	Gross sales price for all assets on line 6a	38,332.					
Revenue	7	Capital gain net income (from	m Part IV, line 2)		3	<u>88,332.</u>		
~	8	Net short-term capital g	ain .	****				
	9	Income modifications Gross sales less returns	1					
	10a	and allowances						
		Less Cost of goods sold	L					
		Gross profit or (loss)					-	
	11	Other income	iah 11	4,984,502.		11,434.		
	12 13	Total. Add lines 1 throu		0.		0.		(
	14	Other employee salaries			†		*	
	15	Pension plans, employe				-		
Se			2-881 i					
ĕ	h	Accounting fees						
Expenses	C	Other professional fees						
	17	Interest S						
and Administrative	18	Taxes III Co						
nist	19	Depreciation and deple	tion 🔟					
핅	20	Occupancy =	191.					
Ă	21	Travel, conferences, an						
	22	Printing and publication		<u> </u>				
Operating	23	Other expenses 4509	₹608		 . 			
rat	24	Total operating and ad				0		
Operating	05	expenses. Add lines 13		0.	1	0 .	-	
-	25 26	Contributions, gifts, gra		<u> </u>	1		 	
	26	Total expenses and dis Add lines 24 and 25	อมนาชยาแยกเช.	0.]	0		
	27	Subtract line 26 from li	ne 12·		'			
		Excess of revenue over exp		4,984,502				
		Net investment income		1,551,552		41,434		
		Adjusted net income (†	,	N/A	
	01 1-15		Reduction Act Notice, see	instructions			<u> </u>	Form 990-PF (20

For	m 99	0-PF (2015) THE MARCOTTE FAMILY F	COUNDATION, INC. Beginning of year		5643080 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cook and interest housing	(a) Book value	(b) book value	(C) Fall Warket Value
	1	Cash - non-interest-bearing	-	500.	F00
	2	Savings and temporary cash investments	-	500.	500.
	3	Accounts receivable			
	١.	Less: allowance for doubtful accounts			
	4	Pledges receivable	 		
	_	Less; allowance for doubtful accounts			<u> </u>
	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			
ets	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
•		Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 2	0.	3,811,529.	4,986,502.
	C	Investments - corporate bonds		 .	
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment; basis ▶			
		Less accumulated depreciation			
	15	Other assets (describe >)		
	16	Total assets (to be completed by all filers - see the			
	$oxed{oxed}$	instructions. Also, see page 1, item I)	0.	3,812,029.	4,987,002.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
S	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
abi	21	Mortgages and other notes payable			
⊐	22	Other liabilities (describe)		
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.			
Ses	24	Unrestricted			
au	25	Temporarily restricted			
Bal	26	Permanently restricted			
Fund Balances		Foundations that do not follow SFAS 117, check here			
Ī		and complete lines 27 through 31.	_		
ğ	27	Capital stock, trust principal, or current funds	0.	0.	
Net Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ass	29	Retained earnings, accumulated income, endowment, or other fund		3,812,029.	
ē	30	Total net assets or fund balances	0.	3,812,029.	
Z				5,011,015.	
	31	Total liabilities and net assets/fund balances	0.	3,812,029.	
	art			<u> </u>	
					
1		l net assets or fund balances at beginning of year - Part II, column (a), line 30		_
	-	st agree with end-of-year figure reported on prior year's return)	-	. 1	0.
2		r amount from Part I, line 27a		2	4,984,502.
3		r increases not included in line 2 (itemize)		3_	0.
		lines 1, 2, and 3		4	4,984,502.
		eases not included in line 2 (itemize) ADJUSTMENT F		TOCK 5	1,172,473.
6	Tota	I net assets or fund balances at end of year (line 4 minus line 5) - Par	t II. column (h). line 30	A	3.812.029.

Form **990-PF** (2015)

	MARCOTTE FAMILY and Losses for Tax on Ir			NC	•	4	7-564	3080	Page 3
(a) List and descri	be the kind(s) of property sold (e.g	., real estate,	. income	I P	How acquired - Purchase		acquired	(d) Date	
	ehouse; or common stock, 200 sh	s. MLC Co.)		D	- Donation		day, yr.)	(mo., da	
18 GS CAPITAL GAIN	N DISTRIBUTION			-	<u> </u>	12/2	1/15	12/3	1/12
<u>b</u>				+					
				+					
e				1					
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale				Gain or (loss) is (f) minus (
a 38,332.		· ·	·						,332.
b									<u> </u>
C									
d								-	
e									
Complete only for assets showing	g gain in column (h) and owned by	the foundation	оп 12/31/69			(I) Gains (Col. (h) gain	minus	
(i) F.M.V. as of 12/31/69 (j) Adjusted basis (k) Excess of col. (i) as of 12/31/69 over col. (j), if any				C	òl. (k), but	not less that (from col. (1 -0-) or		
8								38	,332.
b									
C									
d									,
e									
2 Capital gain net income or (net ca	opital loss) { If gain, also enter -0	r in Part I, line	7	}	2			38	,332.
	("								
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8, or		iu (0).)					
If (loss), enter -0- in Part I, line 8	• •			. J	3		N/A		
Part V Qualification U	nder Section 4940(e) for	Reduced	Tax on Net	t Inv	estment Ir	ncome			
(For optional use by domestic private	foundations subject to the section	4940(a) tax or	net investment i	ncom	e.)			N/A	
If section 4940(d)(2) applies, leave th	us part blank.								
Was the foundation liable for the sect			•	riod?	-			Yes Yes	☐ No
1 Enter the appropriate amount in e	each column for each year, see the i			entries					
(a)		11011 00110110 00						(d) oution ratio	
Base periód years	(b) Adjusted qualifying dis	stributions	Net value of no	(c) oncha	ritable-use asse	ets			(c))
Calendar year (or tax year beginning 2014	ig iii)				·	(col. (b) divided by col. (c))			
2013			<u>-</u>						
2012									
2012									
2010									
2010			l				T		
2 Total of line 1, column (d)						2			
3 Average distribution ratio for the 5	5-vear hase period - divide the total	on line 2 by 5	or by the numbe	r of ve	ears	-			
the foundation has been in exister		on mio 2 0, 0,	or by the name	. 0. ,	, u .o	3			
the loandation has been in exister	ioo ii iooo alan o youlo				•	<u> </u>	†		
4 Enter the net value of noncharitab	le-use assets for 2015 from Part X,	line 5			-	4			
5 Multiply line 4 by line 3						5			
6 Enter 1% of net investment incom	ne (1% of Part I, line 27b)					6			
7 Add lines 5 and 6						7			
8 Enter qualifying distributions from	n Part XII, line 4					8			
, , ,	line 7, check the box in Part VI, line	e 1b, and com	plete that part usi	ng a 1	% tax rate.				
See the Part VI instructions.	· · · · · · · · · · · · · · · · · · ·		·						
								orm 990-	PF (2015

	990-PF (2015) THE MARCOTTE FAMILY FOUNDATION, INC.		<u>5643</u>			age 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4	1948	- see i	nstru	ctior	1S)
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%	1			8	<u> 29.</u>
	of Part I, line 27b					
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2				0.
3	Add lines 1 and 2	3			8	29.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	Ī		8	29.
	Credits/Payments.					
	2015 estimated tax payments and 2014 overpayment credited to 2015					
	Exempt foreign organizations - tax withheld at source 6b	1				
	Tax paid with application for extension of time to file (Form 8868) 6c	1				
	Backup withholding erroneously withheld 6d 6d	1				
	Total credits and payments. Add lines 6a through 6d	7				0.
	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8	 			
		9	 			29.
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	 		0	<u> </u>
			 			
	Enter the amount of line 10 to be: Credited to 2016 estimated tax Refunded rt VII-A Statements Regarding Activities	11	<u></u>		-	
					Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervent	3 1(1)		\vdash	163	
	any political campaign?	- \ 0		1a		<u>X</u>
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition			1b		<u> </u>
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials publish	ea or		1		
	distributed by the foundation in connection with the activities.					
	Did the foundation file Form 1120-POL for this year?			1c		<u> </u>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:					
	(1) On the foundation. \blacktriangleright \$ 0. (2) On foundation managers. \blacktriangleright \$ 0.	<u>_</u>				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation					
	managers. > \$O .					
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		<u> </u>
	If "Yes," attach a detailed description of the activities.					
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		<u>X</u>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			4a		<u>X</u>
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N	I/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		<u> </u>
	If "Yes," attach the statement required by General Instruction T					
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	e 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 XI	/		7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)					
	NC					
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	Х	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for cal	endar				
	year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV			9		Х
10		rmr	3 3	10	X	
				rm 99 0		(2015)

	990-PF (2015) THE MARCOTTE FAMILY FOUNDATION, INC. 47-564.	<u> 3080</u>		Page 5
Pa	rt 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		Х
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	Х	
	Website address ► N/A			
1.4	The books are in care of \triangleright RICHARD J. MARCOTTE Telephone no. \triangleright (919)	221	111	7
14				' -
4 E		1020		
וס	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	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,		Yes	No
	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			
Pa	rt 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	ļ		
	for the benefit or use of a disqualified person)?			
	(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.)			
D	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		
	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		<u> </u>
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)):			
а	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 X 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			i
	statement - see instructions.) N/A	2b		
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?			
h	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after			
U	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		 _
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	_4a		<u>X</u>
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		<u>_x</u> _
	Fo	rm 99 0)-PF	(2015)

Part VIII - Statements Regarding Activities for Which Form 4720 May Be Required (controved)	Form 990-PF (2015) THE MARCOTTE FAMILY FOUN			47-56430)80 Page 6
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charidable, etc., organization described in section 4945(q)(4)(A)(7) (see instructions) (5) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(4)(A)(7) (see instructions) (6) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(4)(A)(7) (see instructions) (7) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(4)(A)(7) (see instructions) (8) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(4)(A)(A) (see instructions) (9) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(A)(A) (see instructions) (9) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(A)(A) (see instructions) (9) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(A)(A) (Provided any of the formation 4945(q)(A)(A) (A) (See instructions) (1) Provide for any purpose other than religious, charidable, etc., organization described in section 4945(q)(A)(A) (Provided any of the formation 4945(q)(A)(A) (A) (Provided any of the formation 4945(q)(A) (A) (A) (A) (A) (A) (A) (A) (A) (A)	Part VII-B Statements Regarding Activities for Which F	Form 4720 May Be F	Required (contin	ued)	
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an individual for travel, study, or other similar purposes? (5) Provide tor any purpose other than a charidable, etc., organization described in section 4445(d)(4)(A)(2) (see mixturutions) (5) Provide tor any purpose other than religious, charidable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? b) If any answers "Ves' to Sq. (1/5), did any of the transactions fail to qualify under the exceptions described in Regulations section \$3.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here c) If the answer is Yes' to question \$34(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 \$3.4945-5(d). 8a Did the foundation, during the year, pay premiums, directly or indirectly, to pay premiums on a personal benefit contract? If Yes' to 8b, file Form 8870. 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (a) Name and address (a) Name and address (b) Title, and average foundation (file and address) for the paid address (b) Title, and average foundation (file and address) for the paid address of each employee so (their than those included on line 1). If none, enter "NONE." (b) Title, and average foundation (c) Compensation (d) Compensat					
any voter registration drive? (3) Provide a grant to an organization of the state	(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Y6	es X No	
(3) Prowide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, stee, organization described in section (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? (6) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? (7) If any answer is "Yes" to \$3(1):(5), did any of the transactions fail to quality under the exceptions described in Regulations section \$3.4945 or in a current notice regarding dissater assistance (see instructions)? (8) If any answer is "Yes" to \$4(1), dies the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? (9) If "Yes," attach the statement required by Regulations section \$3.4945-5(d). (9) Bud the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? (1) Fires" to \$6b, file Form 8870. (1) A 4 tain the during the tax year, was the foundation a party to a prohibited tax shelter transaction? (1) A 1 A tax the during the tax year, was the foundation aparty to a prohibited tax shelter transaction? (1) Fires," did the foundation About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (1) Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (1) Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (1) Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (2) Compensation (1) Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (2) Name and address of each employee (other than those included on line 1), If none	(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(0)(4)(A)(7) (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? b if any answer is "Yes" to Sa(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here c if the answer is "Yes" to question 54(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). B Did the foundation, during the year, reserve any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes" to 80, file Form 8870. 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (a) Name and address (a) Name and address (b) Title, and average (c) Compensation (d) Compensa	any voter registration drive?				
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(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 allowances		-			
(a) Name and address of each employee paid more than \$50,000 hours per week devoted to position (c) Compensation employee benefit plans and deferred compensation allowances	2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."		
(a) Name and address of each employee paid more than \$50,000 hours per week devoted to position (c) Compensation and deferred compensation allowances	· · · · · · · · · · · · · · · · · · ·	(b) Title, and average		(d) Contributions to	(e) Expense
	(a) Name and address of each employee paid more than \$50,000	hours per week	(c) Compensation	and deferred	account, other
	NONE	do to to position		Componication	
	110112			•	
		1			1
					<u> </u>
Total number of other employees hard over \$50,000					

Form **990-PF** (2015)

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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. If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000 (b) Type of service	e	(c) Compensation
NONE		
Takan number of others recovered over \$50,000 for explorations of others recovered	•	0
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		0
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. 1 N/A		Expenses
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 <u>N/A</u>		
2		
All other program-related investments. See instructions.		•
Total. Add lines 1 through 3	>	0.

Form **990-PF** (2015)

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

Form **990-PF** (2015)

0.

0.

0.

3a

3b

4

Amounts set aside for specific charitable projects that satisfy the:

Adjusted qualifying distributions. Subtract line 5 from line 4

4940(e) reduction of tax in those years.

Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

a Suitability test (prior IRS approval required)

income, Enter 1% of Part I, line 27b

b Cash distribution test (attach the required schedule)

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				5,960.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:		0.		
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: ► \$ 0 .				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2015 distributable amount				0.
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		0.		
amount - see instructions		0.		
e Undistributed income for 2014. Subtract line		0.		
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				5,960.
7 Amounts treated as distributions out of				3,75001
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.	0.0			
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	!			
		· · · - · · · · · · · · · · · · · · · ·	•	

		Y FOUNDATIO		47-564	43080 Page 10
Part XIV Private Operating For			A, question 9)	N/A	
1 a If the foundation has received a ruling or		• • •			
foundation, and the ruling is effective for			. ▶ └	1.0.00.100	
b Check box to indicate whether the found		ig foundation described ii		4942(j)(3) or 494	42(J)(5)
2 a Enter the lesser of the adjusted net	Tax year	(b) 2014	Prior 3 years	(d) 2012	(a) Tatal
income from Part I or the minimum	(a) 2015	(b) 2014	(c) 2013	(0) 2012	(e) Total
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 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 Info			if the foundation	n had \$5,000 or mo	ore in assets
1 Information Regarding Foundation	n Managers:	·			
a List any managers of the foundation wh year (but only if they have contributed in	o have contributed more		ributions received by th	e foundation before the clos	e of any tax
SEE STATEMENT 4					
b List any managers of the foundation who other entity) of which the foundation ha			or an equally large port	ion of the ownership of a pa	irtnership or
NONE					
2 Information Regarding Contribut	ion, Grant, Gift, Loan	, Scholarship, etc., Pr	ograms:		
Check here X if the foundation of the foundation makes gifts, grants, etc.	only makes contributions	to preselected charitable	organizations and does		
a The name, address, and telephone num	ber or e-mail address of	the person to whom appli	ications should be addr	essed:	
b The form in which applications should be	pe submitted and informa	tion and materials they si	hould include;		
c Any submission deadlines:					<u> </u>
d Any restrictions or limitations on award	s, such as by geographic	al areas, charitable fields,	kınds of institutions, or	other factors:	

Form 990-PF (2015) THE MARCOTTE Part XV Supplementary Information	FAMILY FOUNDAT	ION, INC.	47-564	3080Page 11
				-
3 Grants and Contributions Paid During the Y 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	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
a Paid during the year				
NONE				
_				
		1		
				
				
Total		1	▶ 3a	0
b Approved for future payment				
NONE				
				 -
Total		<u> </u>	▶ 3b	
Total				_ 0,

523611 11-24-15

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income		Exclude	ed by section 512, 513, or 514	(e)			
-	(a) Business	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income			
1 Program service revenue:	code	 -	COGE					
a	 	-	 					
b	 		 					
c			 					
d			 		····			
e	-		} 		<u> </u>			
			├		<u> </u>			
g Fees and contracts from government agencies	-		 -					
2 Membership dues and assessments	 				· · · · · · · · · · · · · · · · · · ·			
3 Interest on savings and temporary cash								
Investments			1 4	2 102				
4 Dividends and interest from securities			14	3,102.				
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			ļ. ļ					
8 Gain or (loss) from sales of assets other	·							
than inventory		 	18	38,332.				
9 Net income or (loss) from special events			<u> </u>					
10 Gross profit or (loss) from sales of inventory			<u> </u>		·			
11 Other revenue:	}							
a			ļļ					
b			<u> </u>					
C	ļ		 					
d			<u> </u>					
e		0.	 	44 404				
12 Subtotal. Add columns (b), (d), and (e)		41,434.						
13 Total. Add line 12, columns (b), (d), and (e)	1341,434							
(See worksheet in line 13 instructions to verify calculations.)		 						
Part XVI-B Relationship of Activities t	to the Acco	mplishment of Ex	cempt	Purposes				
Line No. Explain below how each activity for which inco			contribu	ited importantly to the accomp	olishment of			
the foundation's exempt purposes (other than	by providing fu	nds for such purposes).						
					-			
	,							
		<u> </u>						
	-							

	•	Exempt Organi	izations							
1	Did the org	ganization directly or indir	ectly engage in any o	of the followin	g with any other organization	n described in section	on 501(c) of	ŀ	Yes	No
	the Code (other than section 501(c)	(3) organizations) or	r in section 52	7, relating to political organi	zations?				
a	Transfers f	from the reporting founda	ition to a noncharital	ble exempt org	ganization of:					
	(1) Cash							1a(1)		<u>X</u>
	(2) Other	assets						1a(2)		_X_
b	Other trans	sactions:								X
	(1) Sales of assets to a noncharitable exempt organization									
	(2) Purch	ases of assets from a nor	ncharitable exempt o	organization				1b(2)		_X_
	(3) Renta	l of facilities, equipment, o	or other assets					15(3)		<u>X</u>
	(4) Reimt	oursement arrangements						1b(4)		_X_
	(5) Loans	or loan guarantees						1b(5)		X
	(6) Perfor	rmance of services or me	mbership or fundrais	sıng solıcıtatıo	ns			1b(6)		X
C	Sharing of	facilities, equipment, mai	iling lists, other asse	ts, or paid em	ployees			1c		X
d	If the answ	ver to any of the above is	"Yes," complete the f	following sche	dule. Column (b) should alw	vays show the fair m	arket value of the goods, o	ther ass	ets,	
		s given by the reporting fo) the value of the goods, (ed less than fair market valu	e in any transaction	or sharing arrangement, s	how in		
a)L	<u>_</u>	(b) Amount involved			e exempt organization	(d) Description	of transfers, transactions, and s	haring an	rangeme	nts
		•		N/A		1				
_						1				
_										
_		·								
		_								
		.=								
			1					•	-	
2a	Is the four	ndation directly or indirect	tly affiliated with, or	related to, one	or more tax-exempt organiz	zations described				
		501(c) of the Code (other	•	•	, ,			Yes	X	No
Ь		omplete the following sch		,, ,,						
	,	(a) Name of org			(b) Type of organization	(c) Description of relations	ııp		
		N/A								
				_						
					ng accompanying schedules and			the IRS	discrise	this
Si	gn and be	alief, it is true correct, and cor	nplete Declaration of pr	reparer (other tha	n taxpayer) is based on all inform	ation of which preparer	nas any knowledge retu	rn with th	e prepar	er
He	ere	ma	er el D		5/13/16	PRESID		Yes		No
	Sigr	nature of officer or trustee	;		Date	Title				
		Print/Type preparer's na	ame	Preparer's s	ignature	Date	Check if PTIN			
				C	12.N	ا ورا . ا ب	self- employed			
Pá	aid	JEREMY DAV	'IS	1 >>~~	KN	Sulvo	P0	0403	930	
Pı	reparer	Firm's name ► RSM		()		·	Firm's EIN ► 42-0			
	se Only		·							
	_	Firm's address ▶ 18	61 INTERN	ATIONA	L DRIVE, SUI	TE 400		<u>.</u>		
		1	LEAN, VA				Phone no. 703-31	36-6	400	
		, MC								(2015)

(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

Name of the organization

Employer identification number

_	TH	HE MARCOTTE FAMILY FOUNDATION, INC.	47-5643080				
Organiz	ation type (check o	ne)·					
Filers of	f:	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 99	0-PF	X 501(c)(3) exempt private foundation					
		4947(a)(1) nonexempt charitable trust treated as a private foundation					
		501(c)(3) taxable private foundation					
Note. O	nly a section 501(c) Rule For an organization	s covered by the General Rule or a Special Rule . (7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule of the General Rule and the General Rule of	g \$5,000 or more (in money or				
Special		one contributor. Complete Parts I and II. See instructions for determining a contributor	s total contributions				
	For an organization sections 509(a)(1) any one contribute	n described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amoun, line 1 Complete Parts I and II.	or 16b, and that received from				
	For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III						
	year, contributions is checked, enter I purpose Do not co	n described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from sections to exclusively for religious, charitable, etc., purposes, but no such contributions totaled make the total contributions that were received during the year for an exclusively religious omplete any of the parts unless the General Rule applies to this organization because re, etc., contributions totaling \$5,000 or more during the year	ore than \$1,000 If this box s, charitable, etc.,				
but it mi	ust answer "No" on	hat is not covered by the General Rule and/or the Special Rules does not file Schedule B I Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Fi It the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

Employer identification number

THE	MARCOTTE	FAMILY	FOUNDATION,	INC.

47-5643080

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	P.O. BOX 6637 RALEIGH, NC 27628	\$ <u>4,943,068</u> .	Person Payroll Noncash X (Complete Part II for noncash contributions.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
.		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
		s	Person Payroll Noncash (Complete Part II for noncash contributions.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
			Person Payroll Noncash (Complete Part II for noncash contributions.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
		 \$	Person Payroll Noncash (Complete Part II for noncash contributions.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
	Sc. 15	\$	Person Payroll Noncash (Complete Part II for noncash contributions.)		

Employer identification number

THE MARCOTTE FAMILY FOUNDATION, INC.

47-5643080

Part II	Noncash Property (see instructions) Use duplicate copies of F	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
	PUBLICLY TRADED STOCKS		-
1			
		\$ <u>4,943,068.</u>	12/21/15
(a) No.	<i>(</i> -)	(c)	
from	(b) Description of noncash property given	FMV (or estimate) (see instructions)	(d) Date received
Part I		(see instructions)	
		\$	
(a) No.	(b)	(c)	(d)
from Part I	Description of noncash property given	FMV (or estimate) (see instructions)	Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	-
(a)		(c)	
No. from	(b) Description of noncash property given	FMV (or estimate)	(d) Date received
Part I		(see instructions)	
(a)		(c)	
No. rom	(b) Description of noncash property given	FMV (or estimate)	(d) Date received
Part I		(see instructions)	
53 10-2	S-15		90, 990-EZ, or 990-PF) (2

ame of organiza	ation			Employer identification number			
HE MARC	OTTE FAMILY FOUNDATION	N, INC.		47-5643080			
•	Exclusively religious, charitable, etc., contribute year from any one contributor. Complete colu	imns (a) through (e) and the follow	wing line entry. For organization	ne .			
1	completing Part III, enter the total of exclusively religious, c Use duplicate copies of Part III if additional s	haritable, etc., contributions of \$1,000 or	less for the year (Enterthis info onco	s) \$			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Desc	cription of how gift is held			
_							
		(e) Transfer of giff	t				
	Transferee's name, address, and	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) Desc	ription 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) Desc	cription of how gift is held			
	Transferee's name, address, and	(e) Transfer of gift s, and ZIP + 4 Relationship of transferor to transferee					
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Desc	ription of how gift is held			
Part I —							
	(e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee						
-			- · · · · · · · · · · · · · · · · · · ·				

FORM 990-PF	DIVIDENDS	AND INTEREST	FROM SECUR	ITIES ST	ATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GS INVESTMENT ACCOUNT	3,102.	0.	3,102.	3,102.	
TO PART I, LINE 4	3,102.	0.	3,102.	3,102.	
FORM 990-PF		CORPORATE S	· · · · · · · · · · · · · · · · · · ·	·	ATEMENT

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
300 SHS 3M COMPANY	29,891.	45,192.
870 SHS ABBOTT LABORATORIES	33,230.	
640 SHS ABBVIE INC	23,495.	
420 SHS ACTIVISION BLIZZARD INC	7,105.	
70 SHS ALPHABET INC CLASS A	35,649.	54,461.
60 SHS ALPHABET INC CLASS C	28,479.	
570 SHS ALTRIA GROUP INC	19,862.	33,502.
110 SHS AMAZON	35,730.	
340 SHS AMERICAN INTL GROUP	14,859.	
280 SHS AMGEN INC	29,150.	
1890 SHS APPLE INC.	99,550.	
520 SHS APPLIED MATERIALS INC	5,898.	
900 SHS BANK OF AMERICA CORP	10,144.	
370 SHS BAXALTA INCORPORATED	10,508.	14,441.
140 SHS BERKSHIRE HATHAWAY INC CLASS B	11,878.	18,486.
70 SHS BLACKROCK INC	18,494.	23,836.
180 SHS BOEING COMPANY	21,990.	
1110 SHS BOOZ ALLEN HAMILTON HOLDING	22,3301	20,0201
CORPORATION	19,634.	34,244.
950 SHS BRISTOL-MYERS SQUIBB COMPANY	35,971.	
280 SHS CARNIVAL CORPORATION	10,997.	15,254.
180 SHS CBOE HOLDINGS	8,818.	11,682.
680 SHS CHEVRON CORPORATION	58,019.	61,173.
1900 SHS CISCO SYSTEMS, INC	38,734.	51,595.
1260 SHS COCA-COLA COMPANY	50,973.	54,130.
620 SHS COMCAST CORPORATION CLASS A	28,148.	34,987.
400 SHS CONSOLIDATED EDISON INC	21,452.	
320 SHS E.I. DU PONT DE NEMOURS AND CO	13,737.	21,312.
560 SHS ELI LILLY & CO	31,079.	
41 SHS EQUINIX INC	8,327.	12,398.
964 SHS EXXON MOBIL CORPORATION	64,747.	75,144.
600 SHS FACEBOOK	34,430.	62,796.
1180 SHS FIRST NIAGARA FINANCIAL GROUP	9,507.	12,803.

THE MARCOTTE FAMILY FOUNDATION, INC.		47-5643080
3580 SHS FORD MOTOR COMPANY	46,857.	50,442.
2955 SHS GENERAL ELECTRIC	59,459.	92,048.
440 SHS GILEAD SCIENCES	24,808.	44,524.
1560 SHS INTEL CORPORATION	36,725.	53,742.
510 SHS JOHNSON & JOHNSON	33,334.	52,387.
1240 SHS JPMORGAN CHASE & CO	57,621.	81,877.
300 SHS LAMAR ADVERTISING COMPANY CLASS A	15.208.	17.994.
170 SHS LEIDOS HLDINGS INC	6,779.	9,564. 73,831. 32,697. 32,300. 69,703.
340 SHS LOCKHEED MARTIN CORPORATION	48,757.	73,831.
430 SHS LOWES COMPANIES INC	20,288.	32,697.
850 SHS MAXIM INTEGRATED PRODUCTS INC	24,168.	32,300.
590 SHS MCDONALDS CORP	54,743.	69,703.
860 SHS METLIFE INC	30,040.	41,401.
2670 SHS MICROSOFT CORPORATION	81,032.	148,132.
140 SHS NETFLIX INC	13,300.	16,013.
3050 SHS NEW YORK COMMUNITY BANCORP	42.967.	49.776.
320 SHS NIKE CLASS B	11,284.	20,000.
1520 SHS OLD REPUBLIC INTL CORP	20,556.	20,000. 28,318. 63,997.
1210 SHS PAYCHEX INC	50,174.	63,997.
680 SHS PEPSICO INC	53,658.	63,997. 67,946. 106,524. 25,790.
3300 SHS PFIZER INC	86,538.	106,524.
290 SHS PHILIP MORRIS INTL	22,322.	25,790.
180 SHS PINNACLE FOODS INC	4,853.	7,643.
560 SHS PPL CORPORATION	15,999.	19,113.
300 SHS PRUDENTIAL FINANCIAL INC	15,100.	24,423.
780 SHS R R DONNELLEY & SONS CO	7,332.	11,482.
260 SHS RAYTHEON CO	24,477.	25,790. 7,643. 19,113. 24,423. 11,482. 32,378.
540 SHS REYNOLDS AMERICAN INC	,	24,721.
420 SHS SIX FLAGS ENTERTAINMENT CORP	15,036.	23,075.
260 SHS STARBUCKS CORP	10,659.	15,608.
1412 SHS SYNCHRONY FINANCIAL	33,410.	42,939.
630 SHS TARGET CORPORATION	36,921.	
1660 SHS TECO ENERGY INC	30,558.	44,239.
600 SHS TEXAS INSTRUMENTS INC	21,040.	32,886. 63,068.
860 SHS KRAFT HEINZ CO	43,007.	63,068.
1330 SHS THE SOUTHERN CO	56,354.	
100 SHS TIME WARNER CABLE INC	13,559.	18,634.
390 SHS TIME WARNER INC	20,832.	25,221.
320 SHS UNITED PARCEL SERVICE CLASS B	23,500.	30,794.
640 SHS UNITEDHEALTH GROUP INCORPORATE	51,579.	75,290.
240 SHS VISA INC CMN	8,614.	18,612.
420 SHS WALGREEN BOOTS ALLIANCE INC	23,781.	35,765.
140 SHS WALT DISNEY COMPANY	12,483.	14,711.
1530 SHS WELLS FARGO & CO	56,861.	83,171.
650 SHS THE HOME DEPOT	51,625.	85,963.
300 SHS AMERICAN TOWER CORPORATION	22,445.	29,086.
150 SHS SIMON PROPERTY GROUP INC.	21,601.	29,166.
410 SHS ACCENTURE PLC	32,897.	42,845.
180 SHS AVAGO TECHNOLOGIES LTD	13,642.	26,127.
160 SHS LYONDELLBASELL INDUSTRIES	7,374.	13,904.
72,454 SHS MADISON SMALL CAP FUND	1,014,085.	1,067,973.
13,451 SHS SPDR S&P BANK	389,555.	454,913.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,811,529.	4,986,502.
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FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

NAME OF CONTRIBUTOR

RICHARD J. AND CAROLE E. MARCOTTE
P.O. BOX 6637
RALEIGH, NC 27628

FORM 990-PF PART XV - LINE 1A STATEMENT 4
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

RICHARD J. MARCOTTE CAROLE E. MARCOTTE