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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.

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

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

Fo	r calendar year 2015 or tax year beginning		, and ending		
	ame of foundation MOUNTAIN LAUREL FOUNDATION			A Employer Identification	number
	C/O THE FOURTH FLOOR			54-1845267	,
	umber and street (or P O box number if mail is not delivered to street a	B Telephone number			
:	1205 N ORANGE STREET	(302) 594-	4535		
	ty or town, state or province, country, and ZIP or foreign po		C If exemption application is p	ending, check here	
_	WILMINGTON, DE 19801				. —
G	Check all that apply: Initial return		ormer public charity	D 1. Foreign organizations	s, check here
	☐☐ Final return☐☐ Address change	Amended return Name change		Foreign organizations me check here and attach co	eeting the 85% test,
н	Check type of organization: X Section 501(c)(3) exe			1	-
Ë		Other taxable private founda	ition	E If private foundation sta under section 507(b)(1)	
I F	Fair market value of all assets at end of year J Accountin		Accrual	F If the foundation is in a	
co (ner (specify)		under section 507(b)(1)	
	\$ 2,754,850. (Part I, colun	nn (d) must be on cash l	basis.)		T
<u> </u>	art I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<u> </u>	1 Contributions, gifts, grants, etc., received			N/A	
: :	2 Check X if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	77 661	77 661		CONTRACTOR 1
j	4 Dividends and interest from securities	77,661.	77,661.		STATEMENT 1
	5a Gross rents b Net rental income or (loss)				
•	68 Net gain or (loss) from sale of assets not on line 10	21,461.			
enue	b Gross sales price for all 40,176.				
Revenue	7 Capital gain net income (from Part IV, line 2)	IVED	21,461.		
<u> </u>	8 Net snort-term capital gain				
	9 Income modifications Gross sales less returns	1 2016 S			
	and allowances	2010	ű.		
	D Less Cost of goods sold		· · · · · · · · · · · · · · · · · · ·		
	c Gross profit or (loss) OGDE	N, UT		<u> </u>	
	12 Total. Add lines 1 through 11	99,122.	99,122.		
_	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
ø	15 Pension plans, employee benefits			<u> </u>	
nse	16a Legal fees	1,775.	887.		888.
Expenses	b Accounting fees STMT 2 c Other professional fees STMT 3	18,984.	9,492.		9,492.
			3,1320		3,1320
rati	18 Taxes STMT 4	1,775.	0.		0.
nist.	19 Depreciation and depletion				
Ē	20 Occupancy				
Ą	21 Travel, conferences, and meetings				
ă	22 Printing and publications	28.	0.		28.
Operating and Administrative	23 Other expenses STMT 5 24 Total operating and administrative		<u> </u>		20.
era	expenses. Add lines 13 through 23	22,562.	10,379.		10,408.
ö	25 Contributions, gifts, grants paid	77,250.			77,250.
	26 Total expenses and disbursements.				
_	Add lines 24 and 25	99,812.	10,379.		87,658.
	27 Subtract line 26 from line 12:				
	Excess of revenue over expenses and disbursements	<690.			
	b Net investment income (if negative, enter -0-)		88,743.	N/A	
523	c Adjusted net income (if negative, enter -0-) LHA For Paperwork Reduction Act Notice, see in	netructions		M/A	Form 990-PF (2015)
11-2	4-13 LIM IVII BPOINVINITOUUUUU MULITUUUG, SCC II				1 01111 000-1 1 (CO (J)

		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	vear
<u> </u> F	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	Cash - non-interest-bearing	143.	176.	176.
	2	Savings and temporary cash investments	5,706.	23,733.	23,733.
		Accounts receivable			
	ľ	Less; allowance for doubtful accounts		i	
	4	Pledges receivable ►			
	Ι΄	Less: allowance for doubtful accounts			
	5	Grants receivable			
		Receivables due from officers, directors, trustees, and other			
	٦	disqualified persons	j		
	7	Other notes and loans receivable			
		Less; allowance for doubtful accounts			
co.	8	Inventories for sale or use		·	
Assets	1	Prepaid expenses and deferred charges			
As		Investments - U.S. and state government obligations			
		Investments - corporate stock STMT 6	1,658,516.	1,639,801.	2,730,941.
		Investments - corporate bonds	2/030/3201		2773073124
	Ι.,				
	Ι''	Investments - land, buildings, and equipment basis			
	12	Less accumulated depreciation Investments - mortgage loans			
	13	Investments - other			
	1	Land, buildings, and equipment basis			
	'*		1		
	1.5	Less. accumulated depreciation Other assets (describe >)		_	
	1	·			
	10	Total assets (to be completed by all filers - see the	1,664,365.	1,663,710.	2,754,850.
_	47	Instructions. Also, see page 1, item 1)	1,004,303.		2,734,030.
		Accounts payable and accrued expenses			
		Grants payable			
Liabilities	19	Deferred revenue			
Ē	I.,	Loans from officers, directors, trustees, and other disqualified persons			
Ē	21	Mortgages and other notes payable	180.	215.	
	22	Other liabilities (describe ► EXCISE TAX DUE)	100.	213.	
	١,,	T-A-1 U-NUM /- dd hans 47 theresis DO	180.	215.	
_	23	Total liabilities (add lines 17 through 22)		213.	
	ŀ	Foundations that follow SFAS 117, check here			
g	١.,	and complete lines 24 through 26 and lines 30 and 31.	Ì	Ĭ.	
Balances	•	Unrestricted			
ala		Temporarily restricted			
d B	26	Permanently restricted			
5		Foundations that do not follow SFAS 117, check here		į	
Net Assets or Fund		and complete lines 27 through 31.	1 664 105	1 662 405	
şţs	27	Capital stock, trust principal, or current funds	1,664,185.	1,663,495.	
SSE		Paid-in or capital surplus, or land, bldg., and equipment fund	0.		
μ¥	29	Retained earnings, accumulated income, endowment, or other funds	1,664,185.	1,663,495.	
ž	30	Total net assets or fund balances	1,004,103.	1,003,493.	
		Table Dakiting and ask as a few flowed hadrons	1,664,365.	1,663,710.	
_	31	Total liabilities and net assets/fund balances		1,003,710.	
P	art	Analysis of Changes in Net Assets or Fund Ba	alances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line 3	30		
		t agree with end-of-year figure reported on prior year's return)		[1]	1,664,185.
	-	amount from Part I. line 27a		2	<690.>
		increases not included in line 2 (itemize)		3	0.
		lines 1, 2, and 3		3	1,663,495.
		eases not included in line 2 (itemize)			0 -
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (h) line 30	6	1,663,495.
0	ıvlal	net assets of fund balances at end of year (line 4 minus line 5) - Part II, col	umi (v), inc 30		
					Form 990-PF (2015)

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C/O THE FOURTH FLOOR

Part IV Capital Gains	and Losses for Tax on Ir	vestmen	t Income						-
(a) List and descr 2-story brick wa	ibe the kind(s) of property sold (e.g rehouse; or common stock, 200 sha	., real estate, s. MLC Co.)		(b) H P D	ow ac Purc Dona	cquired hase ation		acquired ay, yr.)	(d) Date sold (mo., day, yr.)
1a 287 SHS DUPONT	E I DE NEMOURS	& CO					03/0	1/15	06/18/15
	MOURS COMPANY						03/0		07/14/15
c 3365 SHS THE C	HEMOURS COMPANY						03/0	1/15	12/11/15
<u>d</u>				<u></u>					
<u>e</u>				L_,					
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale					ain or (loss) s (f) minus ((g)
a 20,135.			11,71	5.					8,420.
ь 5.				1 .		_			4.
c 20,036.			6,99	9.					13,037.
d									
Complete only for accets chayer	g gain in column (h) and award by	he foundation	on 12/21/60	\rightarrow			NO (0	-L (h)	
Complete only for assets showin	g gain in column (h) and owned by							ol. (h) gain not less thar	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (1) col. (j), if any				Losses	(from col. (h))
a				_					8,420.
<u>b</u>				-					12 027
C				\dashv					13,037.
d				-+					
е				┯╂		1			
2 Capital gain net income or (net cap	oital loss) { If gain, also enter If (loss), enter -0-	' ın Part I, line - ın Part I, line	7 7 .	}[2				21,461.
3 Net short-term capital gain or (los	s) as defined in sections 1222(5) an	d (6):		Α.					
If gain, also enter in Part I, line 8, o	column (c).			M				/-	
If (loss), enter -0- in Part I, line 8	10.40/->/			<u> </u>	3			N/A	
	nder Section 4940(e) for					nent inc	ome		
(For optional use by domestic private	foundations subject to the section 4	1940(a) tax on	net investment in	come.)				
If section 4940(d)(2) applies, leave th	is part blank.								
145 H				- 40					Yes X No
Was the foundation liable for the secti			•	100?		-			L Yes LA NO
If "Yes," the foundation does not quali 1 Enter the appropriate amount in e				ntries		-			
(a)	(b)	134 40410113 20	ore making any or	(c)			1		(d) ution ratio
Base periód years Calendar year (or tax year beginnin	والمراجع	tributions	Net value of nor		table-	use assets		Distrib Col. (b) div	utión ratio ided by col. (c))
2014	9 1117	1,394.		2.	76	2,377		(00.1 (2) 2.11	.040325
2013		6,388.				8,894		•	.037415
2012		8,659.				0,535		<u>. </u>	.033160
2011		7,241.				8,562			.027019
2010		6,711.				3,387			.221300
2 Total of line 1, column (d)		_					2		.359219
3 Average distribution ratio for the 5	-year base period - divide the total of	on line 2 by 5,	or by the number	of yea	rs				<u> </u>
the foundation has been in existen	ce if less than 5 years			_			3		.071844
4 Enter the net value of noncharitable	e-use assets for 2015 from Part X, I	ine 5					4		2,680,089.
5 Multiply line 4 by line 3							5		192,548.
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)						6		887.
									400 :
7 Add lines 5 and 6						-	7		193,435.
8 Enter qualifying distributions from	Part XII. line 4						8		87,658.
• • •	line 7, check the box in Part VI, line	 1b, and comp	lete that part using	g a 1%	tax r	ate.			. ,
See the Part VI instructions.		<u> </u>							

	MOUNTAIN LAUREL FOUNDATION			
orr		345267		Page 4
Pa	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - se	ee instru	ictio	ns)
1:	a 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)			
ı	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🛄 and enter 1%		1,7	<u>75.</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-)			0.
3	Add lines 1 and 2		1,7	<u>75.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		1,7	<u>75.</u>
6				
ä	a 2015 estimated tax payments and 2014 overpayment credited to 2015 6a 1,560.			
t	b Exempt foreign organizations - tax withheld at source			
C	c Tax paid with application for extension of time to file (Form 8868)			
(d Backup withholding erroneously withheld			
7	Total credits and payments. Add lines 6a through 6d		1,5	<u>60.</u>
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		2	<u>15.</u>
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	_		
	Enter the amount of line 10 to be; Credited to 2016 estimated tax ▶ Refunded ▶ 11			
Pa	art VII-A Statements Regarding Activities			
1a	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	
	any political campaign?	. 1a		X
t	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	c Did the foundation file Form 1120-POL for this year?	. 1c		X
d	d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		į	
	(1) On the foundation. ► \$ 0 . (2) On foundation managers. ► \$			
е	e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
	managers. ► \$ 0 .			
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		X
4a	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	. 4a		X
	o If "Yes," has it filed a tax return on Form 990-T for this year?	→		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		Х
	If "Yes," attach the statement required by General Instruction T.		1	
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	Х	
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)	_		
	VA,DE	_	Ì	
b	olf 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 calendar

year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV 10 Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule listing their names and addresses

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<u></u>	otatements regarding Activities (commed)			
			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		<u> </u>
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		<u> </u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A	F 0 4	1=	~ =
14	The books are in care of ► THE FOURTH FLOOR Telephone no. ► (302)		-45	35
4-	Located at ► 1205 N ORANGE STREET, WILMINGTON, DE	899		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		, , ,▶	ш
40	and enter the amount of tax-exempt interest received or accrued during the year		/A	
10	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank,	-	Yes	
	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		l l	
Da	foreign country Int VII-B Statements Regarding Activities for Which Form 4720 May Be Required	<u> </u>		
1.0		1	VI	NI-
1.	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. During the year did the foundation (either directly or indirectly):	-	Yes	NO
14	(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)	1	- 1	
	a described mass of		Ì	
	a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No			
	(4) Boy comparation to or pay or rembures the supposes of a disquelfied 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		-	
	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			
	V. V.		ľ	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations		1	
-	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1ь І	Ì	
	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			
Ī	before the first day of the tax year beginning in 2015?	1c	l	Х
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 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		- 1	
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		- 1	
	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		- 1	
	during the year?			
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after			
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2015.) N/A	3b		
	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_		<u> </u>
	For	m 990	-PF (2	2015)

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Part VII-B Statements Regarding Activities for Which	Form 4720 May Be	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Y	es 🗶 No	
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indii			
any voter registration drive?		Y	es 🗓 No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	s? <u>.</u> .	Y	es 🗓 No	1 1
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section			1 1
4945(d)(4)(A)? (see instructions)		Y	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary		for	1	
the prevention of cruelty to children or animals?		Y	es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described	in Regulations		i l
section 53.4945 or in a current notice regarding disaster assistance (see instri		J	N/A	5b
Organizations relying on a current notice regarding disaster assistance check l	,	•		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption	•	ined	· · —	
expenditure responsibility for the grant?			es 🔲 No	
If "Yes," attach the statement required by Regulations section 53.494	• •	-,		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to				
a personal benefit contract?	pay promising on		es X No	1 1
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	narconal hanafit contract?	. — "		6b X
If "Yes" to 6b, file Form 8870.	Dei Suliai Dellelli Contract.		· · -	- 1 A
•	- b - b a		es X No	
7a At any time during the tax year, was the foundation a party to a prohibited tax	•	. L ¥0		76
b if "Yes," did the foundation receive any proceeds or have any net income attrib Part VIII Information About Officers, Directors, Trust			,	7b
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	tees, roundation Ma	anagers, Higniy	y	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans	(e) Expense account, other
(a) Name and address	to position	(if not paid, enter -0-)	and deferred compensation	allowances
ANTONIA DUPONT BREDIN MASSIE	PRES/SECY/TRE	AS		
4 HAMPTON STOCK FARM LANE	1			
WASHINGTON, VA 22747	0.50	0.	0.	0.
ALETTA DUPONT BREDIN-BELL	DIRECTOR			
4418 IVY COMMONS				
CHARLOTTESVILLE, VA 22901	0.25	0.	0.	0.
LAURA LOUISE BREDIN HUSSEY	DIRECTOR		•	
RR1 BOX 165	f			
BLOOMVILLE, NY 13739	0.25	0.	0.	0.
DECOMVIBER, NI 13733	0.25		· ·	· · ·
	4			
	1			
2 Compensation of five highest-paid employees (other than those inc	l cluded on line 1). If none	enter "NONE."		
		Tomos Nones	(d) Contributions to	(e) Expense
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and defended	(e) Expense account, other allowances
NONE	devoted to position		compensation	anowances
NOINE				
	<u> </u>			
	1			
]		
				
·	!]		
Total number of other employees paid over \$50,000	<u> </u>	<u></u>	. ▶	0
			Form	990-PF (2015)

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Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter		
(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		. ▶ 0
Part IX-A Summary of Direct Charitable Activities	<u>, , , , , , , , , , , , , , , , , , , </u>	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statis number of organizations and other beneficiaries served, conferences convened, research papers pro	stical information such as the	Expenses
1 N/A	duced, etc.	
		0.
2		
3		
4		
ID-+IV DIA		
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 0	Amount
1 NONE	Tilles Land 2.	Amount
THOME		
		0.
2		
All other program-related investments. See instructions. 3 NONE		
3 NORE		

0. 0.

Total. Add lines 1 through 3

C/O THE FOURTH FLOOR 54-1845267 Page 8 Form 990-PF (2015) 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: 2,710,811. a Average monthly fair market value of securities 10,092. **b** Average of monthly cash balances 1b c Fair market value of all other assets 1c 2,720,903. d Total (add lines 1a, b, and c) 1d e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets Subtract line 2 from line 1d 3 40,814. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 2,680,089. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 134,004. Minimum investment return. Enter 5% of line 5 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.) 134,004.Minimum investment return from Part X, line 6 1,775. Tax on investment income for 2015 from Part VI, line 5 Income tax for 2015. (This does not include the tax from Part VI.) 1,775. c Add lines 2a and 2b 3 3 Distributable amount before adjustments. Subtract line 2c from line 1 Ò. 4 Recoveries of amounts treated as qualifying distributions Add lines 3 and 4 5 6 Deduction from distributable amount (see instructions) Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 87,658. a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1b **b** Program-related investments - total from Part IX-B 2 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) 3b **b** Cash distribution test (attach the required schedule) 87,658. 4 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

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)

55864001

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

Adjusted qualifying distributions. Subtract line 5 from line 4

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
Distributable amount for 2015 from Part XI,	Оограз	rears prior to 2014	2014	- 2013
line 7				132,229.
2 Undistributed income, if any, as of the end of 2015:		ë		
a Enter amount for 2014 only			0.	
b Total for prior years:		<u> </u>		
, ,		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010 437, 233.				
b From 2011 57,241.				
cFrom 2012 68,659.				
dFrom 2013 86,388.				
eFrom 2014 25,185.	684 806			
f Total of lines 3a through e	674,706.			
4 Qualifying distributions for 2015 from				
Part XII, line 4: ►\$ 87,658.			0.	
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior		0.		
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus	87,658.			
(Liection required - see instructions)	07,030.			0.
d Applied to 2015 distributable amount e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015	132,229.			132,229.
(If an amount appears in column (d), the same amount	132,227		···	-
must be shown in column (a)) 6 Enter the net total of each column as indicated below:				
•	630,135.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract	03071331		****	
line 4b from line 2b		0.	•	
c Enter the amount of prior years'		-		
undistributed income for which a notice of				
deficiency has been issued, or on which the section 4942(a) tax has been previously				
assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2014. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2016				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3) (Election	_			
may be required - see instructions)	0.			
8 Excess distributions carryover from 2010	305 004			
not applied on line 5 or line 7	305,004.			
9 Excess distributions carryover to 2016.	325,131.			
Subtract lines 7 and 8 from line 6a	363,131.			· <u></u> .
10 Analysis of line 9: a Excess from 2011 57,241.				
b Excess from 2012 68,659.				
c Excess from 2013 86,388.				
dExcess from 2014 25,185.				
e Excess from 2015. 87,658.				
01,030 il 011 co 13.	++ 077 0	DAMENEN 7		F 000 DE (0045)

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SEE STATEMENT 7

Form **990-PF** (2015)

Part XIV Private Operating F	oundations (see in	structions and Part VII	-A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter tha	t it is a private operating			· · · · · · · · · · · · · · · · · · ·
foundation, and the ruling is effective fo					
b Check box to indicate whether the found			n section	4942(j)(3) or 49)42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	1	Prior 3 years	10 12(])(0) 01 10	, 12())(0)
income from Part I or the minimum	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
investment return from Part X for	(-,	(0)-011	(0)-0.10	(6)-5:	(0) 1012
	ł				
each year listed			······································		
b 85% of line 2a					
c Qualifying distributions from Part XII,			ł		
line 4 for each year listed					
d Amounts included in line 2c not	İ				
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					<u></u>
(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				ļ	
(4) Gross investment income					
Part XV Supplementary Info	rmation (Comple	te this part only	f the foundation	had \$5,000 or mo	re in assets
at any time during t					
1 Information Regarding Foundatio		· · · · · · · · · · · · · · · · · · ·			
a List any managers of the foundation who year (but only if they have contributed m	o have contributed more t		ibutions received by the	foundation before the clos	e of any tax
ANTONIA DUPONT BREDI	N MASSIE				
 b List any managers of the foundation who other entity) of which the foundation has 			or an equally large portio	n of the ownership of a pa	rtnership or
NONE					
2 Information Regarding Contributi Check here ► X if the foundation o the foundation makes gifts, grants, etc.	nly makes contributions t	to preselected charitable o	rganizations and does n		
a The name, address, and telephone numl					
a The hame, address, and telephone humi	Jei of e-mail address of the	не регоон то многи аррис	alions should be addres	scu.	
b The form in which applications should b	e submitted and informat	tion and materials they sh	ould include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards	, such as by geographica	al areas, charitable fields, l	kinds of institutions, or o	ther factors:	
523601 11-24-15					Form 990-PF (2015)

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Form 990-PF (2015) C/O THE FOURTH FLOOR
Part XV | Supplementary Information (continued)

	If recipie show a any fou	ent is an individual,	Foundation status of recipient ** E GENERAL	rpose of grant or contribution PURPOSES PURPOSES	1,000. 1,000.
Name and address (home or busine a Paid during the year BRANDYWINE RIVER MUSEUM P O BOX 141 CHADDS FORD, PA 19317 CATALINA ISLAND CONSERVANCY P O BOX 2739 AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	show a any fou or subst	ny relationship to indation manager tantial contributor	E GENREAL GENERAL	. PURPOSES	1,000.
BRANDYWINE RIVER MUSEUM P O BOX 141 CHADDS FORD, PA 19317 CATALINA ISLAND CONSERVANCY P O BOX 2739 AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total SI	NONE	NONE	E GENREAL GENERAL	. PURPOSES	1,000.
BRANDYWINE RIVER MUSEUM P O BOX 141 CHADDS FORD, PA 19317 CATALINA ISLAND CONSERVANCY P O BOX 2739 AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	NONE	E GENERAL	. PURPOSES	1,000.
P O BOX 141 CHADDS FORD, PA 19317 CATALINA ISLAND CONSERVANCY P O BOX 2739 AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	NONE	E GENERAL	. PURPOSES	1,000.
CATALINA ISLAND CONSERVANCY P O BOX 2739 AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total					1,000.
P O BOX 2739 AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total					
P O BOX 2739 AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total					
AVALON, CA 90704 CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	NONE	E GENERAL	J PURPOSES	
CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	NONE	E GENERAL	. PURPOSES	
P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	NONE	E GENERAL	PURPOSES	1,000.
P O BOX 520 WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	NONE	E GENERAL	PURPOSES	1,000.
WASHINGTON, VA 22747 FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total					1,000.
FOXCROFT SCHOOL P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total					1,000.
P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total		}	1	1	
P O BOX 5555 MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total					
MIDDLEBURG, VA 20118 HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	NONE	general	PURPOSES	
HAGLEY MUSEUM P O BOX 3630 WILMINGTON, DE 19807 Total			İ		
P O BOX 3630 WILMINGTON, DE 19807 Total					1,000.
P O BOX 3630 WILMINGTON, DE 19807 Total					
P O BOX 3630 WILMINGTON, DE 19807 Total	NONE	VONT	, DENERO S.	DIDDOGEG	
Total S D Approved for future payment	NONE	NONE	GENERAL	PURPOSES	
Total SI b Approved for future payment		1			1,000.
Approved for future payment	EE CONTINUA	TION SHEET (S	3)	▶ 3a	77,250.
NONE					
		333333		33333333	
		ĺ			
Total				Į	

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** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated	business income	Exclu	ded by section 512, 513, or 514	(e)
groot amount amount out of modulation.	(a) Business	(b)	(C) Exclu-	(d)	Related or exempt
1 Program service revenue:	code	Amount	code	Amount	function income
a					
b			igsquare		
c					
d					
e					-
f					
g Fees and contracts from government agencies					·
2 Membership dues and assessments	 		 		
3 Interest on savings and temporary cash				,	
investments 4 Dividends and interest from securities			14	77,661.	
	<u> </u>		1 4	77,001.	
5 Net rental income or (loss) from real estate:	 			,,	
Debt-financed property Not debt-financed property	 				
			1-1		
6 Net rental income or (loss) from personal					
property 7 Other investment income	 		 		
8 Gain or (loss) from sales of assets other	-		\vdash		
			18	21,461.	
9 Net income or (loss) from special events			 		
10 Gross profit or (loss) from sales of inventory	1				
11 Other revenue:					
•	1 1				
b					
c					·
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		99,122.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	99,122.
(See worksheet in line 13 instructions to verify calculations.)					<u> </u>
Part XVI-B Relationship of Activities t	to the Accor	nplishment of Ex	empi	t Purposes	
Line No. Explain below how each activity for which inco			contrib	uted importantly to the accom	iplishment of
NOT APPLICABLE	by providing fund	is for such purposes).			
NOT APPLICABLE		 	-		
			-		_
				·	
		- · · - · · ·			
				-	
	-				
	· · · · · · · · · · · · · · · · · · ·				
					
<u> </u>		=			
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C/O THE FOURTH FLOOR

Page 13 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable

									_	
1	Did the o	organization directly or indi	rectly engage in any	of the following	ng with any other organizat	ion described in sect	ion 501(c) of		Yes	No
	the Code	e (other than section 501(c)(3) organizations) o	or in section 52	27, relating to political orga	inizations?		1		
а	Transfer	s from the reporting found	ation to a noncharita	able exempt or	ganization of:					
	(1) Cas	h						1a(1)		Х
	(2) Othe	er assets				• • •		1a(2)		Х
ь	• •	insactions:					• • • • •	15(5/		
_		es of assets to a noncharita	hle evemnt organiza	ition				16(1)		x
		chases of assets from a no					•	1b(2)		X
		tal of facilities, equipment,					•	- ` '		X
								1b(3)	-	X
		mbursement arrangements	• •	•				1b(4)	_	
		ns or loan guarantees					•	1b(5)		X
		formance of services or me						1b(6)		X
	_	of facilities, equipment, ma						1c		Х
đ							narket value of the goods, of		ets,	
					ed less than fair market val	lue in any transaction	or sharing arrangement, sh	OW IN		
	column ((d) the value of the goods,	other assets, or serv	rices received.						
(a)∟	ne no	(b) Amount involved	(c) Name o	f noncharitable	e exempt organization	(d) Description	of transfers, transactions, and si	haring arr	angeme	nts
				N/A			···			
			_	_			- ·- ·-			
			·							
							· · · · · · · · · · · · · · · · · · ·			
										
										
	-									
										
	-									
	l_									
						~				
2a	Is the fou	Indation directly or indirect	ly affiliated with or i	related to one	or more tay-evemnt organ	izations described				
		n 501(c) of the Code (other				izations described		Yes	Y] No
		` '	•	ווי ארני ווי ארני				1 162	LA	טאונ
	11 165, 0	complete the following sche (a) Name of org			(b) Type of organization	1	(c) Description of relationshi	<u> </u>		
			amzauom		(b) Type of Organization		(c) Description of relationshi	þ		
		N/A								
						<u> </u>	·			
							<u> </u>			
		r penalties of perjury, I declare t						he IRS di	scuss t	his
Sig	m I 🕟	pelief, it is true, correct, and com	iprete Declaration of pr	eparemouner than	1 taxpayer) is based on all inform	mation of which preparer	nas any knowledge return	with the	prepare	× 1
He	re 🕨	1 mtmissis	ASSISIEDU	n) (08)	U 14/7/16	PRES/S		Yes		Νο
	Sig	nature of officer or trustee	7-1010000		Date	Title				
		Print/Type preparer's na	me	Preparer's si		Date	Check if IPTIN			
		, , , , , , , , , , , , , , , ,	-	7	<u>~</u>	/ /	self- employed			
Pai	d	CHRIS PEAR	COM CDA	1	*	1/22/16		5478	201	
	parer			DADD.	OTIP D C	100/00				
	e Only	Firm's name ► YOU	MI, UIDE	∝ DAKB	OUR, P.C.		Firm's EIN ► 54-11	472	3	
US	- Only	1	00 01-10-	T 3	ATTEMP 4242					
		Firm's address ▶ 11								
		L CU	LPEPER, V	A 2270	1		Phone no. (540)			_
							For	m 990	-PF((2015)

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Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Foundation status of Purpose of grant or contribution show any relationship to Amount any foundation manager Name and address (home or business) recipient or substantial contributor HIGHLAND SCHOOL NONE NONE GENERAL PURPOSES 597 BROADVIEW AVENUE WARRENTON, VA 20186 1,000. HOSPITAL ALBERT SCHWEITZER HAITI NONE NONE GENERAL PURPOSES P O BOX 81046 PITTSBURGH, PA 15217 1,000. KID PAN ALLEY NONE NONE GENERAL PURPOSES P O BOX 38 WASHINGTON, VA 22747 1,000. LONGWOOD GARDENS NONE NONE GENERAL PURPOSES 1001 LONGWOOD ROAD KENNETT SQUARE, PA 19348 1,000. OXFAM AMERICA NONE NONE GENERAL PURPOSES 226 CAUSEWAY STREET, 5TH FL BOSTON, MA 02114 5,000. NANTUCKET COTTAGE HOSPITAL NONE NONE GENERAL PURPOSES 57 PROSPECT STREET NANTUCKET, MA 02554 13,250. PIEDMONT ENVIRONMENTAL COUNCIL NONE NONE GENERAL PURPOSES P O BOX 460 WARRENTON, VA 20188 1,000. SMITHSONIAN CONSERVATION BIOLOGY NONE NONE GENERAL PURPOSES INSTITUTE 1500 REMOUNT ROAD FRONT ROYAL, VA 22630 5,000. SWEET BRIAR COLLEGE NONE NONE GENERAL PURPOSES P O BOX 1057 SWEET BRIAR, VA 24595 30,000. THE CHATEAUVILLE FOUNDATION NONE NONE GENERAL PURPOSES P O BOX 30 AMISSVILLE, VA 20106 1,000. 72,250. Total from continuation sheets

Supplementary Information Part XV Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, show any relationship to any foundation manager Recipient Purpose of grant or contribution Foundation Amount status of Name and address (home or business) or substantial contributor recipient THE OPTION INSTITUTE NONE NONE GENERAL PURPOSES 2080 S UNDERMOUNTAIN ROAD SHEFFIELD, MA 01257 1,000. THE RICHMOND BALLET NONE NONE GENERAL PURPOSES 407 EAST CANAL STREET RICHMOND, VA 23219 1,000. TRINITY EPISCOPAL CHURCH NONE NONE GENERAL PURPOSES 379 GAY STREET WASHINGTON, VA 22747 10,000. WINTERTHUR NONE NONE GENERAL PURPOSES WINTERTHUR, DE 19735 1,000. Total from continuation sheets

MOUNTAIN LAUREL FOUNDATION C/O THE FOURTH FLOOR

54-1845267

Part XV	Supplementary Information								
3a Grants a	3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution								
NAME OF	RECIPIENT - THE OPTION INSTITUTE								
GENERAL	PURPOSES								
GENERAL	PURPOSES								
<u> </u>									
									
<u> </u>									
									
									

FORM 990-PF	DIVIDENI	S AND INTER	EST FROM SECU	JRITIES S	TATEMENT 1	
GROSS SOURCE AMOUNT		CAPITAL GAINS DIVIDEND	REVENUE	(B) NET INVEST- MENT INCOME		
WILMINGTON TRUST COMPANY ACCT 041953	77,661	.•	0. 77,661	77,661.		
TO PART I, LINE 4	77,661		0. 77,661	77,661.		
FORM 990-PF		ACCOUNTI	NG FEES	S	PATEMENT 2	
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION ACCOUNTING FEES		1,500. 275.	750. 137.		750. 138.	
TO FORM 990-PF, PG	1, LN 16B	1,775.	887.		888.	
FORM 990-PF	0	THER PROFES	SIONAL FEES	S	PATEMENT 3	
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUST FEES		18,984.	9,492.		9,492.	
TO FORM 990-PF, PG 1, LN 16C		18,984.	9,492.		9,492.	

FORM 990-PF	TAXES			STATEMENT 4		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		
EXCISE TAX	1,775.	0.			0.	
TO FORM 990-PF, PG 1, LN 18	1,775. 0.			0.		
FORM 990-PF	OTHER E	XPENSES			STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		
FILING FEE BANK FEES	25. 3.		0.		25. 3.	
TO FORM 990-PF, PG 1, LN 23	28.		0.		28.	
FORM 990-PF	CORPORAT	E STOCK			STATEMENT 6	
DESCRIPTION	вос	OK VALUE	FAIR MARKET VALUE			
1044 SHS CONCOCPHILLIPS 4400 SHS PFIZER 37172 SHS E I DUPONT DE NEMOURS 522 SHS PHILLIPS 66 4069 SHS THE CHEMOURS COMPANY				22,918. 99,880. 1,501,835. 6,704. 8,464.	48,744. 142,032. 2,475,655. 42,700. 21,810.	
TOTAL TO FORM 990-PF, PART II, LINE 10B				,639,801.	2,730,941.	

NAME AND TITLE

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT

PURSUANT TO REG. 53.492(A)-3(C)(2)(IV), THE ABOVE REFERENCED FOUNDATION HEREBY ELECTS TO TREAT, AS A CURRENT CORPUS DISTRIBUTION, THE FOLLOWING UNUSED PRIOR TAX YEAR'S DISTRIBUTIONS THAT WERE TREATED AS CORPUS DISTRIBUTIONS UNDER REG. 53.4942(A)-3(D)(1)(III) IN SUCH PRIOR TAX YEAR:

TAX YEAR AMOUNT 2010 \$87,658 hoBreden Mose DATE