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Return of Private Foundation

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

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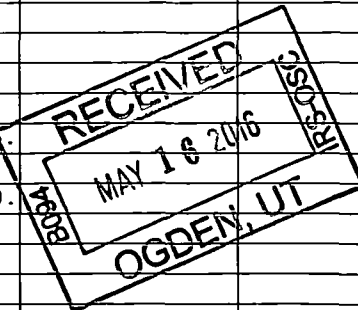
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2015**

Open to Public Inspection

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

Name of foundation THE WEBBCRAFT FAMILY FOUNDATION, INC.		A Employer identification number 57-1111833
Number and street (or P O box number if mail is not delivered to street address) 938 SIMPSON ROAD	Room/suite	B Telephone number (see instructions) (864) 338-9734
City or town, state or province, country, and ZIP or foreign postal code BELTON, SC 29627		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here . . . <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,732,155.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here . . . <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments.				
	4 Dividends and interest from securities	74,510.	74,510.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	132,998.			
	b Gross sales price for all assets on line 6a 2,855,141.				
	7 Capital gain net income (from Part IV, line 2) .		132,998.		
	8 Net short-term capital gain.				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH. 2	9.	9.			
12 Total. Add lines 1 through 11	207,517.	207,517.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	20,000.			20,000.
	14 Other employee salaries and wages	19,865.			19,865.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH. 3	5,000.			5,000.
	c Other professional fees (attach schedule) . [4]	27,151.	25,816.		1,335.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [5]	14,234.	2,910.		3,067.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 6	10,418.			10,418.
	24 Total operating and administrative expenses. Add lines 13 through 23.	96,668.	28,726.		59,685.
	25 Contributions, gifts, grants paid	131,048.			131,048.
26 Total expenses and disbursements. Add lines 24 and 25	227,716.	28,726.	0.	190,733.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-20,199.				
b Net investment income (if negative, enter -0-)		178,791.			
c Adjusted net income (if negative, enter -0-)					



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,484.	24,494.	24,494.
	2	Savings and temporary cash investments		179,633.	296,724.	296,724.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule) ATCH 7		1,908,557.	2,192,625.	2,067,015.
	c	Investments - corporate bonds (attach schedule) ATCH 8		775,226.	330,858.	343,922.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis ▶ 32,917.				ATCH 9
		Less accumulated depreciation (attach schedule) ▶ 32,917.				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,864,900.	2,844,701.	2,732,155.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		2,864,900.	2,844,701.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
	30	Total net assets or fund balances (see instructions)		2,864,900.	2,844,701.	
31	Total liabilities and net assets/fund balances (see instructions)		2,864,900.	2,844,701.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,864,900.
2	Enter amount from Part I, line 27a	2	-20,199.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,844,701.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,844,701.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	132,998.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0.	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	189,491.	3,187,984.	0.059439
2013	206,516.	3,126,650.	0.066050
2012	262,493.	3,065,359.	0.085632
2011	288,817.	3,244,184.	0.089026
2010	350,546.	3,286,554.	0.106661
2 Total of line 1, column (d)			2 0.406808
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.081362
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 2,995,880.
5 Multiply line 4 by line 3			5 243,751.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,788.
7 Add lines 5 and 6			7 245,539.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 190,733.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	3,576.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% 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	
3 Add lines 1 and 2	3	3,576.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,576.
6 Credits/Payments		
a 2015 estimated tax payments and 2014 overpayment credited to 2015 6a 6,000.		
b Exempt foreign organizations - tax withheld at source 6b		
c Tax paid with application for extension of time to file (Form 8868) 6c		
d Backup withholding erroneously withheld 6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,424.
11 Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 2,424. Refunded <input type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b 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? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> SC, _____		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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).	<input type="checkbox"/>	<input checked="" type="checkbox"/>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.WEBBCRAFT.ORG</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
14 The books are in care of <u>JERRI LYNN SHARPE</u> Telephone no <u>864-338-9734</u> Located at <u>938 SIMPOSON ROAD BELTON, SC</u> ZIP+4 <u>29627</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u></u>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

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

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

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		20,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0.	0.	0.

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

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

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

[illegible]

Total number of others receiving over \$50,000 for professional services

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

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

Part IX Summary of Program-Related Investments (See instructions)		Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,691,038.
b	Average of monthly cash balances	1b	350,465.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,041,503.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,041,503.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	45,623.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,995,880.
6	Minimum investment return. Enter 5% of line 5	6	149,794.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	149,794.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,576.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,576.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	146,218.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	146,218.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	146,218.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	190,733.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	190,733.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	190,733.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				146,218.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 <u>13</u> , 20 <u>12</u> , 20 <u>11</u>				
3 Excess distributions carryover, if any, to 2015				
a From 2010 352,284.				
b From 2011 291,436.				
c From 2012 262,493.				
d From 2013 53,666.				
e From 2014 35,849.				
f Total of lines 3a through e	995,728.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>190,733.</u>				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				146,218.
e Remaining amount distributed out of corpus	44,515.			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	1,040,243.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	352,284.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	687,959.			
10 Analysis of line 9				
a Excess from 2011 291,436.				
b Excess from 2012 262,493.				
c Excess from 2013 53,666.				
d Excess from 2014 35,849.				
e Excess from 2015 44,515.				

Form **990-PF** (2015)

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a Paid during the year ATCH 11				
Total			▶ 3a	131,048.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .						
4 Dividends and interest from securities			14	74,510.		
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			14	9.		
8 Gain or (loss) from sales of assets other than inventory			19	132,998.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory. .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				207,517.		
13 Total. Add line 12, columns (b), (d), and (e)				207,517.		

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		



[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule


(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here  4/28/16  Executive Director

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name BRIAN KUEHNIS		Preparer's signature 		Date 4/25/16	Check <input type="checkbox"/> if self-employed	PTIN P01256096	
	Firm's name ▶ KUEHNIS & ASSOCIATES CPAS LLP					Firm's EIN ▶ 46-4607433		
	Firm's address ▶ 617 VETERANS BLVD., SUITE 214 REDWOOD CITY, CA 94063					Phone no 650-362-3601		

Form **990-PF** (2015)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					517.	
313,654.		MS 1762 (S/T COVERED) 321,192.					VAR -7,538.	VAR
50,000.		GENENTECH INC 50,000.					01/28/2009	07/15/2015
64,899.		SPDR BARCAP SHORT TERM HI YIELD 67,832.					01/31/2013 -2,933.	02/27/2015
94,450.		TEMPLETON GLOBAL TOTAL RETURN 95,496.					06/29/2012 -1,046.	02/27/2015
100,000.		WELLS FARGO & CO 100,000.					10/22/2013	02/13/2015
41,865.		VERIZON COMMUNICATIONS 44,225.					VAR -2,360.	01/27/2015
45,364.		TWENTY-FIRST CENTURY FOX 34,541.					VAR 10,823.	01/02/2015
38,539.		MS 1757 (S/T COVERED) 43,243.					VAR -4,704.	VAR
9,307.		MS 1757 (L/T COVERED) 7,195.					VAR 2,112.	VAR
2,738.		VIRTUS INSIGHT EMRG MKTS 2,757.					VAR -19.	03/19/2015
1,406.		VIRTUS INSIGHT EMRG MKTS 1,314.					VAR 92.	03/19/2015
158,163.		VIRTUS INSIGHT EMRG MKTS 151,424.					VAR 6,739.	03/19/2015

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
17,873.		MS 1759 (S/T COVERED) 21,237.					VAR -3,364.	VAR
52.		CREDIT SUISSE GROUP					12/21/2015 52.	12/21/2015
48,237.		MS 1759 (L/T COVERED) 40,412.					VAR 7,825.	VAR
614.		INFORMA PLC 506.					02/13/2012 108.	02/05/2015
1,322.		REXAM PLC 1,167.					02/13/2012 155.	02/23/2015
63.		RYANAIR HOLDINGS PLC					02/13/2012 63.	10/27/2015
10,728.		MS 1760 (S/T COVERED) 10,047.					VAR 681.	VAR
18.		ROYAL DUTCH SHELL PLC					06/19/2015 18.	06/22/2015
87.		TELEFONICA SA ADR					04/20/2015 87.	04/20/2015
8,512.		MS 1760 (L/T COVERED) 6,334.					VAR 2,178.	VAR
14,803.		CABLEVISION SYSTEM CORP 8,651.					09/22/2014 6,152.	09/17/2015
12,787.		PALL CORPORATION 8,633.					09/22/2014 4,154.	05/13/2015

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
43.		LIBERTY BROADBAND CORP					VAR 43.	01/08/2015
11,501.		MS 7320 (S/T COVERED) 11,355.					VAR 146.	VAR
52,675.		MS 7323 (S/T COVERED) 56,345.					VAR -3,670.	VAR
17,530.		MS 7323 (L/T COVERED) 15,846.					VAR 1,684.	VAR
39,016.		MS 7332 (S/T COVERED) 40,829.					VAR -1,813.	VAR
83,492.		MS 7332 (L/T COVERED) 99,282.					VAR -15,790.	VAR
144,808.		MS 9480 (S/T COVERED) 176,027.					VAR -31,219.	VAR
9.		NORTHSTAR REALTY FIN CORP					06/12/2015 9.	10/30/2015
150,441.		MS 9481 (S/T COVERED) 133,393.					VAR 17,048.	VAR
106,662.		MS 9481 (L/T COVERED) 79,894.					VAR 26,768.	VAR
32,277.		AMERICAN EXPRESS CO 17,275.					VAR 15,002.	06/03/2015
8,697.		CHEVRON CORP 7,054.					VAR 1,643.	06/03/2015

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
32,722.		COCA COLA CO 25,112.					02/08/2011 7,610.	06/03/2015
23,940.		CONOCOPHILLIPS 18,058.					VAR 5,882.	06/03/2015
42,489.		JP MORGAN CHASE 20,737.					VAR 21,752.	06/03/2015
45,795.		SCHLUMBERGER LTD 33,857.					VAR 11,938.	06/03/2015
229,924.		MS 9482 (S/T COVERED) 230,203.					VAR -279.	VAR
55,871.		MS 9482 (L/T COVERED) 41,421.					VAR 14,450.	VAR
2,405.		NAVIENT CORP 1,604.					VAR 801.	05/22/2015
244,552.		MS 9483 (S/T COVERED) 238,740.					VAR 5,812.	VAR
40,293.		ABBVIE INC 31,362.					03/06/2014 8,931.	06/12/2015
44,266.		JOHNSON & JOHNSON 30,810.					VAR 13,456.	06/12/2015
33,727.		NESTLE SPON ADR REP REG 26,163.					VAR 7,564.	06/12/2015
31,546.		WAL MART STORES INC 24,464.					02/08/2011 7,082.	06/12/2015

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
272,416.		MS 9484 (S/T COVERED) 282,025.					VAR -9,609.	VAR
71,886.		MS 9484 (L/T COVERED) 63,556.					VAR 8,330.	VAR
50.		BANCO SANTANDER 45.					10/16/2013 5.	05/27/2015
110.		IBERDROLA SA SPON 480.					01/13/2014 -370.	05/27/2015
TOTAL GAIN (LOSS)							<u>132,998.</u>	

2015

Description of Property													
GENERAL DEPRECIATION													
DEPRECIATION													
Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class
COMPUTER	01/06/2001	2,295	100.000			2,295	2,295	2,295	SL		5.000		
OFFICE FURNITURES	07/23/2001	3,414	100.000			3,414	3,414	3,414	SL		7.000		
TELEPHONE	02/26/2002	451	100.000			451	451	451	SL		7.000		
COPIER	04/18/2002	702	100.000			702	702	702	SL		7.000		
OFFICE FURNITURE	06/30/2002	2,286	100.000			2,286	2,286	2,286	SL		7.000		
METAL CART	01/16/2003	191	100.000			191	191	191	SL		7.000		
GIFT SOFTWARE PROG	08/14/2003	2,233	100.000			2,233	2,233	2,233	200DB	HY			3
OFFICE FURNITURE	12/31/2003	6,758	100.000			6,758	6,758	6,758	SL		7.000		
COMPUTER	02/13/2004	1,912	100.000			1,912	1,912	1,912	SL		5.000		
COMPUTER SOFTWARE	03/08/2004	840	100.000			840	840	840	200DB	MQ			3
FURNITURE	10/20/2004	4,158	100.000			4,158	4,158	4,158	SL		7.000		
COMPUTER SOFTWARE	10/27/2004	797	100.000			797	797	797	200DB	MQ			3
COMPUTER	02/10/2005	3,143	100.000			3,143	3,143	3,143	SL		5.000		
COMPUTER SOFTWARE	11/10/2005	837	100.000			837	837	837	SL		3.000		
COMPUTER SOFTWARE	11/07/2006	870	100.000			870	870	870	SL		3.000		
COMPUTER SOFTWARE	11/07/2007	905	100.000			905	905	905	SL		3.000		
DELL PRINTER	01/21/2009	146	100.000			146	146	146	200DB	MQ			5
COMPUTER	10/28/2009	979	100.000			979	979	979	200DB	MQ			5
Less Retired Assets													
Subtotals		32,917				32,917	32,917	32,917					
Listed Property													
Less Retired Assets													
Subtotals													
TOTALS		32,917				32,917	32,917	32,917					
AMORTIZATION													
Asset description	Date placed in service	Cost or basis					Accumulated amortization	Ending Accumulated amortization	Code	Life			
TOTALS													

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS - MORGAN STANLEY	62,816.	62,816.
INTEREST - MORGAN STANLEY	11,694.	11,694.
TOTAL	<u>74,510.</u>	<u>74,510.</u>

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME-MORGAN STANLEY	9.	9.
TOTALS	9.	9.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	5,000.			5,000.
TOTALS	5,000.			5,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL SERVICE	1,335.		1,335.
MANAGEMENT FEES	25,816.	25,816.	
TOTALS	<u>27,151.</u>	<u>25,816.</u>	<u>1,335.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAX	2,910.	2,910.	
PAYROLL TAX	3,067.		3,067.
INCOME TAX	8,257.		
TOTALS	<u>14,234.</u>	<u>2,910.</u>	<u>3,067.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
TELEPHONE & UTILITIES	3,205.	3,205.
INSURANCE	827.	827.
REPAIRS	150.	150.
TRAVEL	537.	537.
ADVERTISING	1,165.	1,165.
OFFICE EXPENSES	3,696.	3,696.
DUE & SUBSCRIPTIONS	838.	838.
TOTALS	<u>10,418.</u>	<u>10,418.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MS 1757	84,313.	202,586.
MS 1756	139,591.	136,928.
MS 7320	701.	486.
MS 1761	222,141.	256,309.
MS 1759		
MS 1760	179,761.	166,442.
MS 1185	162,086.	159,115.
MS 7323	121,411.	121,894.
MS 7332	185,951.	161,337.
MS 9480	429,501.	225,266.
MS 9481	184,528.	177,372.
MS 9482	204,765.	193,842.
MS 9483	277,876.	265,438.
MS 9484		
TOTALS	<u>2,192,625.</u>	<u>2,067,015.</u>

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MS 1762	330,858.	343,922.
TOTALS	<u>330,858.</u>	<u>343,922.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 9

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
COMPUTER	SL	2,295			2,295	2,295			2,295
OFFICE FURNITURES	SL	3,414			3,414	3,414			3,414
TELEPHONE	SL	451.			451	451			451
COPIER	SL	702			702	702			702
OFFICE FURNITURE	SL	2,286			2,286	2,286			2,286
METAL CART	SL	191			191	191			191
GIFT SOFTWARE PROG	M3	2,233			2,233	2,233			2,233
OFFICE FURNITURE	SL	6,758			6,758	6,758			6,758
COMPUTER	SL	1,912			1,912	1,912			1,912
COMPUTER SOFTWARE	M3	840			840.	840			840
FURNITURE	SL	4,158			4,158	4,158			4,158
COMPUTER SOFTWARE	M3	797			797	797			797
COMPUTER	SL	3,143			3,143	3,143			3,143
COMPUTER SOFTWARE	SL	837			837	837			837
COMPUTER SOFTWARE	SL	870			870	870			870
COMPUTER SOFTWARE	SL	905			905	905			905
DELL PRINTER	M5	146			146.	146			146
COMPUTER	M5	979			979	979			979

ATTACHMENT 9

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT									
ATTACHMENT 9 (CONT'D)									
ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
TOTALS		32,917			32,917	32,917			32,917

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

ATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOY CRAFT 250 FAMILY FARM ROAD WOODSIDE, CA 94062	DIRECTOR 2.00	0.	0.	0.
JANE KAY 101 CARDINAL SPRINGS ROAD BELTON, SC 29627	DIRECTOR 1.00	0.	0.	0.
JIMMY CRAFT 1709 HAMBY ROAD HONEA PATH, SC 29654	DIRECTOR 1.00	0.	0.	0.
JULIE KAY 117 BRANCHWOOD LANE BELTON, SC 29627	DIRECTOR 1.00	0.	0.	0.
JERRI LYNN SHARPE 189 BROOKS ROAD HONEA PATH, SC 29654	EXECUTIVE DIRECTOR 10.00	20,000.	0.	0.
FAYE STATON 713 BROWN AVENUE BELTON, SC 29627	DIRECTOR 1.00	0.	0.	0.

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

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MIKE PASCUZZI 100 MADERA COURT LOS GATOS, CA 95032	DIRECTOR 1.00	0.	0.	0.
JANA BURDETTE 254 SIMPSON ROAD HONEA PATH, SC 29654	DIRECTOR 1.00	0.	0.	0.
LINDY FULLBRIGHT 927 SIMPSON ROAD BELTON, SC 29627	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		20,000.	0.	0.

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

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANDERSON SCHOOL DISTRICT TWO 10990 BELTON-HONEA PATH HIGHWAY HONEA PATH, SC 29654	NONE PUBLIC CHARITY	ARTS IN EDUCATION PROGRAM	5,000
BELTON CENTER FOR THE ARTS P O BOX 368 BELTON, SC 29627	NONE PUBLIC CHARITY	PROGRAMMING & COMMUNITY OUTREACH	10,000
BELTON MIDDLE SCHOOL 102 CHEROKEE ROAD BELTON, SC 29627	NONE PUBLIC CHARITY	TECHNOLOGY IN MUSIC AND STEM-ULATING CLASSROOM	7,569
BELTON-HONEA PATH HIGH SCHOOL 11000 BELTON-HONEA PATH HIGHWAY BELTON, SC 29654	NONE PUBLIC CHARITY	FAMILY & CONSUMER SCIENCE CLASSES, CHAMBER SINGERS, MISSION POSSIBLE AND GROWING MUSICALLY INTO THE FUTURE	17,500
CAREER TECHNOLOGY CENTER (ANDERSON SCHOOL DISTRICT) 702 BELTON HIGHWAY WILLIAMSTON, SC 29697	NONE PUBLIC CHARITY	SERVICE LEARNING PROJECTS	5,000.
BELTON ALLIANCE PO BOX 368 BELTON, SC 29627	NONE PUBLIC CHARITY	BELTON ALLIANCE	1,000

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

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HONEA PATH ELEMENTARY SCHOOL 806 EAST GREER STREET HONEA PATH, SC 29654	NONE PUBLIC CHARITY	READING CHANGES EVERYTHING, KINDERGARTEN SUPERSTARS AND WORLD CULTURES IN OUR BACKYARD	5,966
HONEA PATH MIDDLE SCHOOL 107 BROCK AVENUE HONEA PATH, SC 29654	NONE PUBLIC CHARITY	8TH GRADE TRIP AND LEARNING FROM THE FOOTHILLS OF SC TO THE MOUNTAINS OF TN	20,000
FOOTHILLS ALLIANCE 216 E CALHOUN STREET ANDERSON, SC 29621	NONE PUBLIC CHARITY	DISCRETIONARY GRANT	1,000
MARSHALL PRIMARY SCHOOL 218 BANNISTER STREET BELTON, SC 29627	NONE PUBLIC CHARITY	READ, SET, READ PROGRAM AND BUILDING 21ST CENTURY LEARNERS USING LEGOS AND IPADS	35,313.
BELTON AREA MUSEUM ASSOCIATION 100 NORTH MAIN STREET BELTON, SC 29627	NONE PUBLIC CHARITY	HERITAGE DAYS AT THE DEPOT	2,100
BELTON ELEMENTARY SCHOOL 202 WATKINS STREET BELTON, SC 29627	NONE	IPAD MINIS AND CART LAB	13,600

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

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY OF ANDERSON PO BOX 2067 ANDERSON, SC 29622	NONE	DOLLY PARTON'S IMAGINATION LIBRARY	7,000
TOTAL CONTRIBUTIONS PAID			131,048