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Extended to November 15, 2016

Return of Private Foundation

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

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OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE CHADBOURNE FOUNDATION, INC.		A Employer identification number 59-2126313
Number and street (or P O box number if mail is not delivered to street address) 192 HEWITT STREET	Room/suite	B Telephone number 850-434-2244
City or town, state or province, country, and ZIP or foreign postal code PENSACOLA, FL 32503		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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,039,373.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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))		(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	915,085.		N/A	
	2 Check <input 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	284,021.	284,021.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	640,735.			
	b Gross sales price for all assets on line 6a	4,197,953.			
	7 Capital gain net income (from Part IV, line 2)		640,735.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
11 Other income	20,267.	20,267.			
12 Total Add lines 1 through 11	1,860,108.	945,023.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 3	4,320.	0.		4,320.
	c Other professional fees Stmt 4	92,667.	92,667.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 5	2,904.	2,843.		61.
	24 Total operating and administrative expenses. Add lines 13 through 23	99,891.	95,510.		4,381.
	25 Contributions, gifts, grants paid	527,719.			527,719.
26 Total expenses and disbursements. Add lines 24 and 25	627,610.	95,510.		532,100.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,232,498.				
b Net investment income (if negative, enter -0-)		849,513.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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16071101 794335 4017

2015.04030 THE CHADBOURNE FOUNDATION, 4017__1

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		3.	3.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 7	11,556,351.	12,765,824.	12,012,125.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ Statement 8)	27,205.	27,245.	27,245.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,583,556.	12,793,072.	12,039,373.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	11,583,556.	12,793,072.		
30 Total net assets or fund balances	11,583,556.	12,793,072.		
31 Total liabilities and net assets/fund balances	11,583,556.	12,793,072.		

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	11,583,556.
2 Enter amount from Part I, line 27a	2	1,232,498.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,816,054.
5 Decreases not included in line 2 (itemize) ▶ See Statement 6	5	22,982.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,793,072.

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 TRADED SECURITIES-SEE ATTACHED		P	Various	Various
b Capital Gains Dividends				
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 4,139,087.		3,557,218.	581,869.
b 58,866.			58,866.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			581,869.
b			58,866.
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	640,735.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	454,634.	11,093,875.	.040981
2013	380,285.	9,577,408.	.039706
2012	376,096.	7,986,192.	.047093
2011	366,480.	7,665,697.	.047808
2010	347,219.	7,460,427.	.046541

2 Total of line 1, column (d)	2	.222129
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	.044426
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	11,761,047.
5 Multiply line 4 by line 3	5	522,496.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,495.
7 Add lines 5 and 6	7	530,991.
8 Enter qualifying distributions from Part XII, line 4	8	532,100.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	8,495.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	8,495.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	8,495.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	22,880.	
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	22,880.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	71.	
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	14,314.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 14,314. Refunded <input checked="" type="checkbox"/> 0.	11	0.	

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
1b 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
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
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? 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) <u>FL</u>		
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	

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NONE</u>	13	X
14 The books are in care of ► <u>HOLLY LOVATO</u> Telephone no. ► <u>850-429-1797</u> Located at ► <u>192 HEWITT STREET, PENSACOLA, FL</u> ZIP+4 ► <u>32503</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

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?

N/A

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.

(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
See Statement 10		0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 Non-operating private foundation of which substantially all of the disbursements it made were to charitable organizations (see Part XV).	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,400,580.
b	Average of monthly cash balances	1b	539,569.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,940,149.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,940,149.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	179,102.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,761,047.
6	Minimum investment return. Enter 5% of line 5	6	588,052.

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	588,052.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	8,495.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,495.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	579,557.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	579,557.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	579,557.

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	532,100.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	532,100.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	8,495.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	523,605.

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				579,557.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			527,719.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 532,100.				
a Applied to 2014, but not more than line 2a			527,719.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				4,381.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				575,176.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

N/A

☐ 4942(1)(3) or ☐ 4942(1)(5)

(4) Gross investment income

[illegible]

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CATHOLIC CHARITIES 11 NORTH B STREET PENSACOLA, FL 32502	NONE	501(c)(3)	CHARITABLE DONATION	61,719.
AMERICAN CANCER SOCIETY 5401 CORPORATE WOODS DR, #100 PENSACOLA, FL 32504	NONE	501(c)(3)	CHARITABLE DONATION	1,000.
ALFRED WASHBURN CENTER PO BOX 17062 PENSACOLA, FL 32522	NONE	501(c)(3)	CHARITABLE DONATION	6,000.
ALPHA CENTER PO BOX 10880 PENSACOLA, FL 32524	NONE	501(c)(3)	CHARITABLE DONATION	5,000.
ARC GATEway 3932 N 10th Ave PENSACOLA, FL 32503	NONE	501(c)(3)	CHARITABLE DONATION	10,000.
Total	See continuation sheet(s)			3a 527,719.
b Approved for future payment				
None				
Total			3b	0.

Part XVII


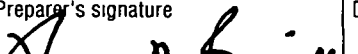
Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|--|--|------------|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p> (1) Cash</p> <p> (2) Other assets</p> <p>b Other transactions:</p> <p> (1) Sales of assets to a noncharitable exempt organization</p> <p> (2) Purchases of assets from a noncharitable exempt organization</p> <p> (3) Rental of facilities, equipment, or other assets</p> <p> (4) Reimbursement arrangements</p> <p> (5) Loans or loan guarantees</p> <p> (6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| 1a(1) | | | X |
| 1a(2) | | | X |
| | | | |
| 1b(1) | | | X |
| 1b(2) | | | X |
| 1b(3) | | | X |
| 1b(4) | | | X |
| 1b(5) | | | X |
| 1b(6) | | | X |
| 1c | | | X |

[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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see Instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee 		Date 11/18/14	Title President			
Paid Preparer Use Only	Print/Type preparer's name Thomas M. Bizzell		Preparer's signature 		Date 11-2-2016	Check <input type="checkbox"/> if self-employed	PTIN P01429187
	Firm's name ▶ Bizzell, Neff & Galloway, P. A.					Firm's EIN ▶ 59-1956293	
	Firm's address ▶ P. O. Box 12346 Pensacola, FL 32591					Phone no. (850) 434-5574	

Form **990-PF** (2015)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

Employer identification number

THE CHADBOURNE FOUNDATION, INC.**59-2126313**

Organization type (check one):

Filers of:**Section:**

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Name of organization

Employer identification number

THE CHADBOURNE FOUNDATION, INC.**59-2126313****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>EDWARD M. CHADBOURNE, JR</u> <u>192 HEWITT STREET</u> <u>PENSACOLA, FL 32503</u>	\$ <u>915,085.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

59-2126313

[illegible]

Name of organization

Employer identification number

THE CHADBOURNE FOUNDATION, INC.**59-2126313****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

The Chadbourne Foundation, Inc.

FEI 59-2126313

Form 990-PF

FYE 12/31/2015

Contributions (Schedule B, Part II):

	Security Type	Ticker Symbol	Date of Gift	No. of Shares	Avg Cost	FMV _ High/Low Price Average	Contribution Amount
Air Products&Chem	Equity	APD	11/18/2015	75	9,556.07	139.43	10,457.25
BlackRock Inc	Equity	BLK	11/18/2015	45	6,470.25	360.63	16,228.35
SYMRISE AG ADR	Equity	SYIEY	11/18/2015	319	2,806.97	16.64	5,308.16
HDFC BANK LTD	Equity	HDB	11/18/2015	120	3,814.58	57.93	6,951.60
SHIRE PLC	Equity	SHPGF	11/18/2015	134	5,381.49	71.08	9,524.22
ICON PLC	Equity	ICLR	11/18/2015	158	6,243.59	68.32	10,794.56
HASBRO INC COM	Equity	HAS	11/18/2015	321	11,574.32	75.57	24,257.97
BRISTOL-MYERS SQUIBB CO	Equity	BMJ	11/18/2015	202	6,672.22	67.61	13,657.22
REYNOLDS AMERICAN INC	Equity	RAI	11/18/2015	458	11,869.92	45.91	21,026.78
PAYCHEX INC	Equity	PAYX	11/18/2015	228	7,282.32	53.93	12,296.04
CINN FINCL CRP OHIO	Equity	CINF	11/18/2015	266	9,647.20	60.54	16,103.64
WELLS FARGO & CO NEW DEL	Equity	WFC	11/18/2015	367	12,248.08	55.67	20,430.89
NEWMARKET CORP	Equity	NEU	11/18/2015	32	7,808.81	406.00	12,992.00
MATSON INC	Equity	MATX	11/18/2015	249	6,239.07	51.56	12,838.44
TEMPUR SEALY INTL INC	Equity	TPX	11/18/2015	240	9,503.70	80.38	19,291.20
BAE SYS PLC SPN ADR	Equity	BAESY	11/18/2015	208	3,593.60	29.08	6,048.64
LOWE'S COMPANIES INC	Equity	LOW	11/18/2015	758	26,215.36	73.48	55,697.84
BANK NEW YORK MELLON	Equity	BK	11/18/2015	1123	26,938.63	44.00	49,412.00
WASTE MANAGEMENT INC NEW	Equity	WM	11/18/2015	870	27,935.62	53.58	46,614.60
MONDELEZ INTERNATIONAL	Equity	MDLZ	11/18/2015	1213	33,668.75	44.48	53,954.24
ALLSTATE CORP DEL COM	Equity	ALL	11/18/2015	678	27,425.50	63.50	43,053.00
CENTENE CORP	Equity	CNC	11/18/2015	86	2,434.64	59.47	5,114.42
SNAP ON INC COM	Equity	SNA	11/18/2015	33	3,366.99	167.61	5,531.13
COMCAST CRP NEW CL A SPL	Equity	CMCSK	11/18/2015	585	20,780.51	62.60	36,621.00
TRAVELERS COS INC	Equity	TRV	11/18/2015	431	28,828.71	114.68	49,427.08
PRUDENTIAL FINANCIAL INC	Equity	PRU	11/18/2015	173	8,830.27	87.38	15,116.74
PFIZER INC	Equity	PFE	11/18/2015	1036	20,615.18	33.31	34,509.16
JPMORGAN CHASE & CO	Equity	JPM	11/18/2015	1064	43,671.14	67.45	71,766.80
JOHNSON AND JOHNSON COM	Equity	JNJ	11/18/2015	421	27,063.06	102.67	43,224.07
EVEREST RE GROUP LTD	Equity	RE	11/18/2015	59	6,184.32	184.11	10,862.49
ALTRIA GROUP INC	Equity	MO	11/18/2015	91	2,999.86	57.06	5,192.46
JPMORGAN CHASE & CO	Equity	JPM	11/18/2015	115	4,544.22	67.45	7,756.75
DISNEY (WALT) CO COM STK	Equity	DIS	11/18/2015	57	3,988.90	118.14	6,733.98
ABBVIE INC.SHS	Equity	ABBV	11/18/2015	86	3,255.01	60.99	5,245.14
PEPSICO INC	Equity	PEP	11/18/2015	56	3,521.56	100.27	5,615.12
FACEBOOK INC	Equity	FB	11/18/2015	710	42,761.39	107.77	76,516.70
DISNEY (WALT) CO COM STK	Equity	DIS	11/18/2015	356	26,235.08	118.14	42,057.84
LOCKHEED MARTIN CORP	Equity	LMT	11/18/2015	64	7,915.42	223.22	14,286.08
ALTRIA GROUP INC	Equity	MO	11/18/2015	194	6,321.77	57.06	11,069.64
Cash	Cash	-	11/18/2015		1,500.00		1,500.00
TOTAL					527,714.08		915,085.24

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Boys and Girls Club 2751 North H Street Pensacola, FL 32501	None	501(c)(3)	Charitable donation	6,500.
Cathedral of the Sacred Heart 1212 E Moreno Street Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	35,000.
COVENANT HOSPICE 5041 N 12TH AVENUE PENSACOLA, FL 32504	NONE	501(c)(3)	Charitable donation	5,000.
Children's Home Society 1300 N Palafox Street Pensacola, FL 32501	None	501(c)(3)	Charitable donation	10,000.
Creative Learning Academy Annual Fund 3151 Hyde Park Road Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	1,000.
AUTISM PENSACOLA PO BOX 30213 PENSACOLA, FL 32503	NONE	501(c)(3)	Charitable donation	5,000.
BASILICA OF SAINT MICHAEL PO BOX 12423 Pensacola, FL 32591	NONE	501(c)(3)	Charitable donation	5,000.
Fiesta of Five Flags P.O. Box 1943 Pensacola, FL 32591	NONE	501(c)(3)	Charitable donation	3,000.
FAVOR HOUSE OF NORTHWEST FLORIDA 2001 WEST BLOUNT STREET PENSACOLA, FL 32501	NONE	501(c)(3)	Charitable donation	5,000.
Gulf Coast Kid's House 3401 North 12th Ave Pensacola, FL 32503	None	501(c)(3)	Charitable donation	10,000.
Total from continuation sheets				444,000.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Hotel for Dogs and Cats 4110 Creighton Rd. Pensacola, FL 32504	NONE	501(c)(3)	Charitable donation	1,000.
Humane Society of Pensacola 5 North Q Street Pensacola, FL 32505	NONE	501(c)(3)	Charitable donation	5,000.
Loaves and Fishes Soup Kitchen 257 E Lee St Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	15,000.
HEALTH AND HOPE CLINIC 1718 EAST OLIVE ROAD PENSACOLA, FL 32514	NONE	501(c)(3)	Charitable donation	10,000.
New Horizons of Northwest Florida 10050 Hillview Drive Pensacola, FL 32514	None	501(c)(3)	Charitable donation	7,500.
OUR LADY OF ANGELS - ST JOSEPH MEDICAL CENTER PO BOX 626 Pensacola, FL 32591	NONE	501(c)(3)	Charitable donation	5,000.
Pathways for Change 2050 W Blount Street Pensacola, FL 32501	None	501(c)(3)	Charitable donation	10,000.
Pensacola Catholic High School 3043 W Scott St Pensacola, FL 32505	NONE	501(c)(3)	Charitable donation	15,000.
PENSACOLA STATE COLLEGE FOUNDATION 1000 COLLEGE BLVD Pensacola, FL 32504	None	501(c)(3)	Charitable donation	10,000.
Ronald McDonald House 5200 Bayou Blvd Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Salvation Army Pensacola Corps P.O. Box 18569 Pensacola, FL 32523	none	501(c)(3)	Charitable donation	45,000.
Seastar Aquatics 1501 N Q St Pensacola, FL 32505	none	501(c)(3)	Charitable donation	5,000.
St Rosa Of Lima 6451 Park Ave Milton, FL 32570	none	501(c)(3)	Charitable donation	5,000.
SACRED HEART CATHEDRAL SCHOOL 1603 NORTH 12 AVE Pensacola, FL 32503	none	501(c)(3)	Charitable donation	5,000.
SACRED HEART CHILDREN'S HOSPITAL 5151 NORTH 9 AVE Pensacola, FL 32504	none	501(c)(3)	Charitable donation	70,000.
St. Paul Catholic Church 3131 Hyde Park Rd Pensacola, FL 32503	none	501(c)(3)	Charitable donation	70,000.
SNOEZELEN/WESTGATE FOUNDATION 23 SOUTH A STREET Pensacola, FL 32501	None	501(c)(3)	Charitable donation	10,000.
UNIVERSITY OF WEST FLORIDA FOUNDATION 11000 UNIVERSITY PARKWAY Pensacola, FL 32514	none	501(c)(3)	Charitable donation	10,000.
Waterfront Rescue Mission 16 W. Main Street Pensacola, FL 32502	none	501(c)(3)	Charitable donation	50,000.
Total from continuation sheets				

The Chadbourne Foundation, Inc.
Form 990 PF
Year ended Dec. 31, 2015
FEI # 59-2126313

Capital Gains and Losses (Form 990, Schedule IV):

Account	Account Number	Total Sales Prices	Total Basis	Gain (Loss)
Merrill Lynch	XXX-XXB01	\$ 238,506	\$ 173,955	\$ 64,551
Merrill Lynch	XXX-XXB02	55,842	50,208	5,634
Merrill Lynch	XXX-XXB03	188,634	138,578	50,056
Merrill Lynch	XXX-XXB04	323,882	279,029	44,853
Merrill Lynch	XXX-XXB05	59,904	61,319	(1,415)
Merrill Lynch	XXX-XXB07	634,638	593,908	40,729
Merrill Lynch	XXX-XXB16	1,121,847	776,214	345,633
Merrill Lynch	XXX-XXB18	38,000	38,341	(341)
Merrill Lynch	XXX-XXB25	92,977	85,169	7,808
Merrill Lynch	XXX-XXB26	61,209	43,104	18,105
Merrill Lynch	XXX-XXB27	28,609	24,545	4,064
Merrill Lynch	XXX-XXB28	71,518	55,518	16,001
Merrill Lynch	XXX-XX261	37,924	36,239	1,685
Merrill Lynch	XXX-XX009	60,426	43,169	17,256
Merrill Lynch	XXX-XX554	28,016	32,183	(4,168)
Merrill Lynch	XXX-XX555	158,814	159,337	(523)
Merrill Lynch	XXX-XX349	49,912	44,670	5,242
Merrill Lynch	XXX-XX388	62,194	63,752	(1,558)
Merrill Lynch	XXX-XX465	493,798	541,488	(47,690)
Merrill Lynch	XXX-XX467	40,121	26,812	13,309
Merrill Lynch	XXX-XX469	292,317	289,679	2,638
		<u>\$ 4,139,087</u>	<u>\$ 3,557,218</u>	<u>\$ 581,869</u>

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income
DIVIDENDS & INTEREST FROM SECURITIES THRU	342,887.	58,866.	284,021.	284,021.	
To Part I, line 4	342,887.	58,866.	284,021.	284,021.	

Form 990-PF	Other Income	Statement	2
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Description	(a) Revenue Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income
SECURITIES LITIGATION SETTLEMENTS	462.	462.	
OTHER INCOME FROM PASS THROUGH ENTITIES PER SCH K-1'S	-105.	-105.	
MISCELLANEOUS INCOME THROUGH MERRILL LYNCH ACCOUNTS	19,910.	19,910.	
Total to Form 990-PF, Part I, line 11	20,267.	20,267.	

Form 990-PF	Accounting Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	4,320.	0.		4,320.
To Form 990-PF, Pg 1, ln 16b	4,320.	0.		4,320.

Form 990-PF	Other Professional Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
INVESTMENT FEES - BROKERAGE AND ADVISORY	92,667.	92,667.		0.	
To Form 990-PF, Pg 1, ln 16c	92,667.	92,667.		0.	

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
STATE ANNUAL REPORT FEES	61.	0.		61.	
FOREIGN TAXES DEDUCTED FROM INVESTMENT INCOME	2,843.	2,843.		0.	
To Form 990-PF, Pg 1, ln 23	2,904.	2,843.		61.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances			Statement	6
Description	Amount				
PRIOR YEAR EXCISE TAX	22,849.				
PENALTIES	133.				
Total to Form 990-PF, Part III, line 5	22,982.				

Form 990-PF	Other Investments		Statement	7
Description	Valuation Method	Book Value	Fair Market Value	
INVESTMENT PORTFOLIO HELD THRU MERRILL LYNCH INVESTMENTS	FMV	12,765,824.	12,012,125.	
Total to Form 990-PF, Part II, line 13		12,765,824.	12,012,125.	

Form 990-PF	Other Assets	Statement	8
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
PREPAID EXCISE TAX	22,840.	22,880.	22,880.
EXCISE TAX REFUND RECEIVABLE	4,365.	4,365.	4,365.
To Form 990-PF, Part II, line 15	27,205.	27,245.	27,245.

Form 990-PF	List of Substantial Contributors Part VII-A, Line 10	Statement	9
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Name of Contributor	Address
EDWARD M. CHADBOURNE JR.	192 HEWITT STREET PENSACOLA, FL 32503

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 10

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
EDWARD M. CHADBOURNE JR 192 HEWITT STREET PENSACOLA, FL 32503	PRESIDENT 1.00	0.	0. 0.
EDWARD M. CHADBOURNE III 192 HEWITT STREET PENSACOLA, FL 32503	VICE-PRESIDENT 1.00	0.	0. 0.
CAROLINE C. DEMARIA 192 HEWITT STREET PENSACOLA, FL 32503	SECRETARY 1.00	0.	0. 0.
RUTH J. CHADBOURNE 192 HEWITT STREET PENSACOLA, FL 32503	DIRECTOR 1.00	0.	0. 0.
BRIAN F. DEMARIA 192 HEWITT STREET PENSACOLA, FL 32503	DIRECTOR 1.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		0.	0. 0.