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SCANNED JUN 0 3 2016

Form **990-PF**

EXTENDED TO AUGUST 15, 2016

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

| Depa | rtmen | t of the Treasury venue Service | ▶ Informat | Do not enter : | social security numbers on m 990-PF and its separate | this form as | s it may be ma | ade public. s.gov/form990of. | 2013 |
|---------------------------|----------|---|------------------------|------------------------------|---|--------------|-------------------|--|---|
| | | idar year 2015 or tax y | | ion about ron | in 990-FF and its separate | , and e | | gov//o///iooop// | Open to Public Inspection |
| _ | _ | foundation | | | | | | A Employer identification | number |
| | | | | | | | | | |
| _ | | & RHEA FA | | | | | | 75-2302749 | · · · · · · · · · · · · · · · · · · · |
| | | and street (or P O box numb | | elivered to street | address) | | Room/suite | B Telephone number | 0.5 |
| _ | | BOX 8357 | | 10. (| | | <u></u> | 972-386-67 | |
| | | own, state or province, HARDSON, T | | 1P or foreign p 33 – 5786 | | | | C If exemption application is pe | ending, check here |
| G (| heck | all that apply: | Initial retur | | Initial return of a fo | ormer public | charity | D 1. Foreign organizations | , check here |
| | | Ļ | Final returi | | Amended return | | | 2. Foreign organizations me | eting the 85% test. |
| | | <u> </u> | Address cl | | Name change | | | Foreign organizations me check here and attach cor | nputation |
| , L | _ | type of organization; ction 4947(a)(1) nonex | | | empt private foundation Other taxable private founda | stion | | E If private foundation stat | |
| I Fa | | arket value of all assets | | J Accounti | | Acc | rual | under section 507(b)(1) | • • • |
| | | Part II, col (c), line 16 | • | _ | her (specify) | | · oui | F If the foundation is in a 6 under section 507(b)(1) | |
| > | \$ | 12,8 | 03,956 | (Part I, colu | mn (d) must be on cash i | basis) | | | (5), 6.1.66 |
| Pa | rt I | Analysis of Revenue (The total of amounts in onecessarily equal the amounts) | :olumns (b), (c), a | nd (d) may not | (a) Revenue and expenses per books | | nvestment ome | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
| | 1 | Contributions, gifts, gr | | | | | | N/A | |
| | 2 | Check X if the found | lation is not required | | | | | | |
| | 3 | Interest on savings and ter cash investments | mporary | | | | | | |
| | 4 | Dividends and interest | from securitie | s | 251,375. | 24 | 8,031. | | STATEMENT 1 |
| | 5a | Gross rents | | | | | | | |
| | | Net rental income or (loss) | | | 155 451 | | | | |
| ē | ба | Net gain or (loss) from sale Gross sales price for all | | ine 10 9,188. | 155,451. | | | F DEC | ENED |
| Revenue | 7 | assets on line 6a Capital gain net income (fr | | | | 1 - | 5,451. | HEL HEL | PIVLD |
| æ | 8 | Net short-term capital | | , | | | ,,,,,,,,,, | 42 | 181 |
| | 9 | Income modifications | 94 | | | | | NUC IS | 0 2 2016 0 |
| | 10a | Gross sales less returns and allowances | 1 | | | | | lul | = |
| | i . | Less Cost of goods sold | | - | | | | ואאי | W N III |
| | C | Gross profit or (loss) | | | | | | يحكما في المسين | |
| | 11 | Other income | | | 406 006 | - 46 | 100 | | |
| | 12 | Total. Add lines 1 thro | | _ | 406,826. | 1 2 | 3,482. 35,393. | | 108,000. |
| | 13 14 | Compensation of officers, Other employee salarie | • | s, etc | 243,393. | 13 | 55,393. | | 100,000. |
| | 15 | Pension plans, employ | - | | | | | | |
| es | | Legal fees | oo bononto | | | | | | |
| ens | | Accounting fees | SI | PMT 2 | 3,975. | | 1,987. | | 1,988. |
| and Administrative Expens | C | Other professional fee | S | | | | | | |
| ive | 17 | Interest | | _ | | | | | |
| tra | | Taxes | | гмт 3 | 14,167. | | 5,989. | | 8,178. |
| inis | 19 | Depreciation and deple | etion | | | | | | |
| mb/ | 20 21 | Occupancy Travel, conferences, a | nd montings | | 16,255. | | 0. | | 16,255. |
| Þ | 22 | Printing and publication | _ | | 10,233. | | 0. | | 10,233. |
| g | 23 | Other expenses | | гмт 4 | 3,160. | | 0. | | 3,160. |
| Operating | | Total operating and a | | - | 7.233. | · · · - | | <u> </u> | ,233. |
| per | | expenses. Add lines 1 | | | 280,950. | 14 | 13,369. | , | 137,581. |
| 0 | , | Contributions, gifts, gi | rants paid | | 600,150. | | | | 600,150. |
| | 26 | Total expenses and d | isbursements | | | | | | |
| | | Add lines 24 and 25 | | , | 881,100. | 14 | 13,369. | | 737,731. |
| | | Subtract line 26 from | | | 474 274 | | | | |
| | | Excess of revenue over ex | • | | -474,274. | 24 | 50,113. | - | |
| | • | Net investment income Adjusted net income | | | | | ,,,,,,, | N/A | |
| 5235 11-2 | | LHA For Paperwor | | | instructions. | | | 13 | Form 990-PF (2015) |

Page 2

| Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only | | Balance Sheets Attached schedules and amounts in the description | Beginning of year | End of year | | | |
|--|-----|--|-------------------|---|---------------------------------------|--|--|
| | | column should be for end-of-year amounts only | (a) Book Value | (b) Book Value | (c) Fair Market Value | | |
| | 1 | Cash - non-interest-bearing | 46,579. | 25,833. | 25,833. | | |
| | 2 | Savings and temporary cash investments | 294,431. | 562,700. | 562,700. | | |
| | 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 | | | | | |
| χ | 8 | Inventories for sale or use | | | · · · · · · · · · · · · · · · · · · · | | |
| Assets | | Prepaid expenses and deferred charges | | | | | |
| As | | Investments - U.S. and state government obligations | | | | | |
| | | Investments - corporate stock | | | | | |
| | | Investments - corporate bonds | | | | | |
| | | Investments - land, buildings, and equipment basis | | | | | |
| | | Less accumulated depreciation | | • | | | |
| | 12 | Investments - mortgage loans | | - | | | |
| | 13 | Investments - other STMT 5 | 13,444,734. | 12,713,819. | 12,215,423. | | |
| | _ | Land, buildings, and equipment; basis ► 1,673. | | , | | | |
| | | Less accumulated depreciation STMT 6 ► 1,673. | | | | | |
| | 15 | Other assets (describe ►) | | | | | |
| | | Total assets (to be completed by all filers - see the | | | | | |
| | | instructions. Also, see page 1, item I) | 13,785,744. | 13,302,352. | 12,803,956. | | |
| | 17 | Accounts payable and accrued expenses | | • | | | |
| | 18 | Grants payable | | | | | |
| ģ | 19 | Deferred revenue | • | | | | |
| Liabilities | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | | | |
| abil | | Mortgages and other notes payable | | | | | |
| Ξ | 22 | Other liabilities (describe > STATEMENT 7) | 9,118. | 0. | • | | |
| | ł | · · · · · · · · · · · · · · · · · · · | | | | | |
| | 23 | Total liabilities (add lines 17 through 22) | 9,118. | 0. | | | |
| | | Foundations that follow SFAS 117, check here | | | | | |
| | l | and complete lines 24 through 26 and lines 30 and 31. | | | | | |
| ances | 24 | Unrestricted | | | | | |
| <u>a</u> | 25 | Temporarily restricted | | | | | |
| Ва | 26 | Permanently restricted | - | | | | |
| nd | | Foundations that do not follow SFAS 117, check here | | | | | |
| Ē | | and complete lines 27 through 31. | | | | | |
| õ | 27 | Capital stock, trust principal, or current funds | 13,178,595. | 13,178,595. | | | |
| set | 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | 0. | 0. | u. | | |
| As | 29 | Retained earnings, accumulated income, endowment, or other funds | 598,031. | 123,757. | | | |
| Net Assets or Fund Ba | 30 | Total net assets or fund balances | 13,776,626. | 13,302,352. | | | |
| _ | | | | · · · · · · · · · · · · · · · · · · · | | | |
| _ | 31 | Total liabilities and net assets/fund balances | 13,785,744. | 13,302,352. | | | |
| <u> </u> | art | III Analysis of Changes in Net Assets or Fund B | alances | | | | |
| <u></u> | | | | | ···· | | |

| 1 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 | 13,776,626. |
| 2 E | Enter amount from Part I, line 27a | 2 | -474,274. |
| 3 (| Other increases not included in line 2 (itemize) | 3 | 0. |
| 4 / | Add lines 1, 2, and 3 | 4 | 13,302,352. |
| 5 (| Decreases not included in line 2 (itemize) | 5 | 0. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 13,302,352. |
| <u> </u> | Total not assets of faile balances at one of your filles + himas into of + art it, colonial (b), into oo | لتا | 200 7 |

Form **990-PF** (2015)

| Part IV Capital Gains an | nd Losses for Tax on Ir | nvestment | Income | | | | | | |
|---|---|----------------------------|------------------------------------|--------------|----------------------------------|-----------------------|----------------------|------------------------------|----------------------------------|
| 2-story brick warel | e the kınd(s) of property sold (e.g house; or common stock, 200 shs | s. MLC Co.) | | [p] | How acqı - Purcha - Donatı | uired (c ise on |) Date a (mo., da | cquired ay, yr.) | (d) Date sold (mo., day, yr.) |
| 1a FIDELITY #5064 | | TACHED | | | | | | | |
| b SCHEDULE FOR DET | | | | <u> </u> | P | | | | |
| c CAPITAL GAINS D | IVIDENDS | | | _ | | | | | |
| d | | | | - | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | | t or other basis xpense of sale | | | | | un or (loss (f) minus (| |
| a 1 400 677 | | | 1 202 72 | 7 | | | | | 104 040 |
| b 1,498,677. c 50,511. | | | 1,393,73 | · / • | | | | | 104,940. |
| d 50,511. | | | | \dashv | | | | - | 30,311. |
| e | | - | | \dashv | | | | | |
| Complete only for assets showing of | nain in column (h) and owned by | <u>I</u> the foundation | ол 12/31/69 | | | (I) G | aine (Cr | ol. (h) gaın | minue |
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Ex | cess of col. (1) | | | col. (k | (), but n | ot less that (from col. (| n -0-) o r |
| a | | | | | | , | | | |
| b | <u>. </u> | | | | | | | | 104,940. |
| С | | | | | | | | | 50,511. |
| d | | | | | | | | | |
| е | | <u> </u> | | | | | | | |
| 2 Capital gain net income or (net capit | 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 | | | | | | | 155,451. | |
| 3 Net short-term capital gain or (loss) if gain, also enter in Part I, line 8, co | | nd (6): | | } | | | | NT / 70 | |
| If (loss), enter -0- in Part I, line 8 Part V Qualification Und | der Section 4940(e) for | Poducod | Tay on Not | | 3 ostme | nt Inco | mo | N/A | <u> </u> |
| If section 4940(d)(2) applies, leave this Was the foundation liable for the section If "Yes," the foundation does not qualify 1 Enter the appropriate amount in each | n 4942 tax on the distributable arr under section 4940(e). Do not co | mplete this pa | rt. | | <u> </u> | | | | Yes X No |
| (a) | | iisii ucuoiis bei | ore making any e | | | | | | (d) |
| Base periód years Calendar year (or tax year beginning | - <u>-' l</u> | | Net value of no | | rıtable-us | | | Distrit (col. (b) div | bution ratio |
| 2014 | | 2,508. | | | | ,192. | | | .048847 |
| 2013 | | 2,358. | | | | ,216. | | | |
| 2012 | | 0,606. 4,009. | | | | ,887. ,104. | <u> </u> | | .048459 |
| 2011 2010 | | 4,564. | | | | ,138. | | | .052273 |
| 2010 | | 4,304. | | 12 | , , , , , | ,130. | \vdash | | •032273 |
| 2 Total of line 1, column (d)3 Average distribution ratio for the 5-y | year hase period - divide the total i | on line 2 hy 5 | or hy the number | of ve | 1216 | | 2 | | .232196 |
| the foundation has been in existence | · | on mie z Dy J, | o. by the number | or ye | ,u1 3 | | 3 | | .046439 |
| 4 Enter the net value of noncharitable- | use assets for 2015 from Part X, | line 5 | | | | | 4 | 1 | 3,519,432. |
| 5 Multiply line 4 by line 3 | | | | | 5 | | 627,829. | | |
| 6 Enter 1% of net investment income | (1% of Part I, line 27b) | | | | | | 6 | | 2,601. |
| 7 Add lines 5 and 6 | | | | | | | 7 | - <u>-</u> | 630,430. |
| 8 Enter qualifying distributions from P | Part XII, line 4 | | | | | | 8 | | 737,731. |
| If line 8 is equal to or greater than lin See the Part VI instructions. | ne 7, check the box in Part VI, line | e 1b, and comp | lete that part usin | ng a 1 | % tax rat | te. | | | |
| 523521 11-24-15 | | | | | | | | | Form 990-PF (2015) |

| 18 Exempt operating foundations described in section 4940(d)(2), check here ▶ | | 1 990-PF (2015) LEO & RHEA FAY FRUHMAN FOUNDATION 75-23 art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - se | 302749 | | Page 4 |
|--|----|---|--|----------------|--|
| Date of ruling or determination latter; 1 Dementic foundations that meet the section 4940(c) requirements in Part V, check here 2 A dot dementic foundations at the section 4947(a) (1) trusts and taxable foundations only. Others enter -0-) 2 Tax under section 511 (domestic section 4947(a) (1) trusts and taxable foundations only. Others enter -0-) 3 Add lears 1 and 2 3 Z , 601. 5 Subtité A (incomp) tax (domestic section 4947(a) (1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Text based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Text based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Text based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Text based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Text based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Text based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Text based on investments and 2014 overpayment credited to 2015 estimated tax. 7 Tax and with application for extension of time to line (Form 8968) 8 Text and with application for extension of time to line (Form 8968) 9 Text visit line 7. Text line 10 to line 1 | | | | | |
| b Domette Coundations that meet the section 4940(q) requirements in Part V, chock here ► X and enter 1% of 18 to 17 to | | | | | |
| of Part I, line 27b A All other domastic foundations enler 27k 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-) 3 3 2,601. Solitate A, Incompositive (domestic section 4947(a)(1) trusts and taxable foundations only, Others enter-0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter-0- 5 Credis-Payments: a 2016 setimated tax payments and 2014 overpayment credited to 2015 b Exempt foreign organizations - tax withheld at source c Tax gail with application for extension of time to fite (Form 8869) 6 Exempt foreign organizations - tax withheld at source c Tax gail with spinication for extension of time to fite (Form 8869) 6 Exempt foreign organizations - tax withheld at source c Tax gail with spinication for extension of time to fite (Form 8869) 6 Exempt foreign organizations - tax withheld at source c Tax gail with spinication for extension of time to fite (Form 8869) 6 Exempt foreign organizations - tax withheld at source c Tax gail with spinication for extension of time to fite (Form 8869) 6 Exempt foreign organizations - tax withheld at source c Tax gail with spinication for extension of time to fite (Form 8869) 7 Total credits and payments. Add these 5a through 8 8 Enter any penalty for underpayment of estimated tax. Check here I of Form 2220 is attached 7 Total credits and payments. Add these 5a fit form 2220 is attached 8 Payment fit to tax of the state of the sta | b | | | 2.6 | 01. |
| a. All other domestic foundations enter 2% of the 27b. Exempt foreign organizations enter 4% of Part I, line 12, oct. (b). 2 1 are under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, Others enter -0-) 3 2,601. 4 5. doubtle A (incomic) tax (domestic section 4947(a)(1) trusts and taxable foundations only, Others enter -0-) 5 1ax based on investment income. Subtract line 4 from line 3, 1/zer or less, enter -0- 6 C redist/Payments: 8 2,601. 5 1ax based on investment income. Subtract line 4 from line 3, 1/zer or less, enter -0- 6 C redist/Payments: 8 2,601. 6 C redist/Payments: 8 2,601. 6 C redist/Payments: 8 2,601. 7 2,601. 8 Exter any penalty for underpayment or estimated tax. Check here does not be form 8568) 8 Exter any penalty for underpayment of estimated tax. Check here does not line 6 from 8568. 8 Exter any penalty for underpayment of estimated tax. Check here does not line 7 in the 15 and 8 is more than line 7, enter amount overpaid. 10 Overpayment if line 7 is more than line 7, enter amount overpaid. 10 Exter the amount of line 10 to be. Credited to 2116 estimated tax. 9 , 772. Refunded 11 9, 772. 11 Exter the amount of line 10 to be. Credited to 2116 estimated tax. 9 , 772. Refunded 11 9, 772. 12 Drang the tax year, did the foundation attempt to inflience any national, state, or local legislation or did it participate or intervene in any political campagn? 1 b Drang the tax year, did the foundation attempt to inflience any national, state, or local legislation or did it participate or intervene in any political campagn? 1 b Drang the tax year, did the foundation attempt to inflience any national, state, or local legislation or did it participate or intervene in any political campagn? 1 b Drang the tax year, did the foundation attempt to inflience any national, state, or local legislation or did it participate or intervene in any political campagn. 1 b Drang the state and the foundation in connection with the acturities of the activities and copie | • | | | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, Others enter -0-) 3 2,601. 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Cerdish-Pyments: a 2015 setimated tax payments and 2014 overpayment credited to 2015 6 Exampt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to file (Form 8888) 6 Ed 6 Enter any penalty for underpayment of estimated tax. Check here death of the set of the se | c | | | | |
| 3 d. 2,601. 4 Subtitle A (motion) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0- 6 CredistPayments: 2 2015 estimated tax payments and 2014 overpayment credited to 2015 5 Exempt foreign organizations - tax withheld at source 6 B | | | | | 0. |
| 4 Subtitlé A (necome) but (domestic section 4947(g)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Credits/Payments: 2 010 setimated tax payments and 2014 overpayment credited to 2015 | | | | 2.6 | |
| 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 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to the (Form 8868) d Backup withholding erroneously withheld f Total credits and payments. Add lines 6a through 6d c Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached Travel in the total of lines 5 and 6, in one than line 7, enter amount owed D overpayment if line 7's more than the total of lines 5 and 6, inter the amount ower line 10 to be; Credited to 2016 estimated tax | | <u>▶ ∳=</u> | | | 0. |
| 6 Credite/Payments: a 2015 estimated tax payments and 2014 overpayment credited to 2015 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Eacking withhelding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here for 16 Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 9 7,772. Refunded 11 0 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 9 7,772. Refunded 11 0 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 0 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 12 overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 13 Overpayment If line 7 is more than the total of lines 5 and 8 is more than line 7 overpayment 1 line 7 is more than line 7 overpayment 1 line 7 is more than line 7 overpayment 1 line 7 is more fill 10 overpa | 5 | | | 2.6 | 01. |
| a 2015 estimated tax payments and 2014 overpayment credited to 2015 b Exempt foreign organizations - Lax withheld at source c Tax paid with application for extension of time to the (Form 9868) d Backup withholding erroneously withheld f Total credits and payments. Add times 6a through 66 8 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Part VII-A Statements Regarding Activities 12 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 campagn? 10 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 1 a or 15, attach a detailed description of the activities and copies of any materials published or distributed by the foundation moconnection with the activities 10 bid it spend from the contraction of the activities 10 bid the foundation life Form 1120-POL for this year? 11 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 12 On the foundation in the Form 1120-POL for this year? 13 Enter the rembursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ \$ 0 \cdot (2) On foundation managers. \$ \$ \$ 0 \cdot (2) On foundation managers. \$ \$ \$ 0 \cdot (2) On foundation managers. \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ | 6 | | | | |
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| If "Yes," attach a detailed description of the activities 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a X 4b If "Yes," has it filed a tax return on Form 990-T for this year? N/A 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV 7 X 8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX 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 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 X 10 Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule listing their names and addresses 10 X | 9 | | | ł | l _v |
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| year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X | ۵ | · | 100 | <u>^</u> | +- |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X | ð | | م ا | | y |
| | 10 | | | + | |
| | | Tes, attach a schedule listing their names and addresses | | 0-PF | |

| Part VII-A Statements Regarding Activities (continued) | | | -9 |
|--|------------------|----------|--------------|
| | | Yes | No |
| 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of | | | |
| section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | Х |
| 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? | | | |
| If "Yes," attach statement (see instructions) | 12 | | Х |
| 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |
| Website address ► N/A | | | |
| 14 The books are in care of ► JOE GOLDMAN Telephone no. ► 972- | <u> 386–6</u> | 727 | |
| Located at ► P.O. BOX 835786, RICHARDSON, TX ZIP+4 ► | 75083 | -57 | 86 |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here | | | \cdot |
| and enter the amount of tax-exempt interest received or accrued during the year | N | /A | |
| 16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, | | Yes | |
| securities, or other financial account in a foreign country? | 16 | | X |
| See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the | | | |
| foreign country | | | <u> </u> |
| 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): | | | ŀ |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) | | | |
| a disqualified person? | | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No. | | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [X] Yes No. | | | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available | | | |
| for the benefit or use of a disqualified person)? | ' | | |
| (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.) |) | | 1 |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations | | | |
| section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | , 1b | | X |
| Organizations relying on a current notice regarding disaster assistance check here | ין ל | | |
| 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 | | | ٠, |
| 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 | | İ | |
| defined in section 4942(j)(3) or 4942(j)(5)): | | | |
| a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? Yes X No. | | | |
| If "Yes," list the years | ' | | , |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect | | | |
| valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach | | | l ' |
| statement - see instructions.) | 2b | | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. | 20 | - | |
| | | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time | | Į . | |
| during the year? | , l | | |
| 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, | ì | | |
| Form 4720, to determine if the foundation had excess business holdings in 2015) N/A | 3ь | | |
| 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 | | \vdash | |
| had not been removed from jeopardy before the first day of the tax year beginning in 2015? | 4b | | X |
| , , , , , , , , , , , , , , , , , , , | Form 99 0 |)-PF | |

| orm 990-PF (2015) LEO & RHEA FAY FRUHMAN F | | | 15-23021 | 49 | Page 6 |
|--|--|-----------------------------------|--|----------------|--------------------------------|
| Part VII-B Statements Regarding Activities for Which F | orm 4720 May Be F | Required (continu | ued) | | |
| 5a During the year did the foundation pay or incur any amount to: | | | | | |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section | | | s X No | | |
| (2) Influence the outcome of any specific public election (see section 4955); or | r to carry on, directly or indire | | | l i | 1 |
| any voter registration drive? | | | s X No | | |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? | | Ye | es X No | | |
| (4) Provide a grant to an organization other than a charitable, etc., organization | n described in section | | | - 1 | |
| 4945(d)(4)(A)? (see instructions) | | Ye | s X No | l | |
| (5) Provide for any purpose other than religious, charitable, scientific, literary, | or educational purposes, or f | | | | |
| the prevention of cruelty to children or animals? | | Ye | es 🔀 No | 1 | 1 |
| b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und | * | n Regulations | . 1 | 1 | İ |
| section 53.4945 or in a current notice regarding disaster assistance (see instru | ctions)? | | N/A | 5b | |
| Organizations relying on a current notice regarding disaster assistance check hi | ere | | ▶□□ | İ | |
| c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr | om the tax because it mainta | ined | | | |
| expenditure responsibility for the grant? | N | 「/A | es L No | | |
| If "Yes," attach the statement required by Regulations section 53 4945 | 5-5(d) | | 1 | 1 | |
| 6a Did the foundation, during the year, receive any funds, directly or indirectly, to p | pay premiums on | | | ı | |
| a personal benefit contract? | | Ye | es X No | | |
| b Did the foundation, during the year, pay premiums, directly or indirectly, on a p | ersonal 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 s | helter transaction? | Y6 | es X No | į | |
| b If "Yes," did the foundation receive any proceeds or have any net income attribu | table to the transaction? | | N/A | 7b | |
| Part VIII Information About Officers, Directors, Trusto | ees, Foundation Ma | nagers, Highly | 7 | | |
| Paid Employees, and Contractors | | | | | |
| 1 List all officers, directors, trustees, foundation managers and their | | [| 748 | | |
| (a) Name and address | (b) Title, and average hours per week devoted | (c) Compensation (If not paid, | (d) Contributions to employee benefit plans and deferred | (e) E accou | xpense nt, other |
| (a) Name and address | to position | `enter'-0-)' | compensation | allov | vances |
| | | | | | |
| | | | | | _ |
| SEE STATEMENT 8 | | 243,393. | 0. | | 0. |
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| | | | <u></u> | | |
| 2 Compensation of five highest-paid employees (other than those inc | | enter "NONE." | I (d) | | |
| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week | (c) Compensation | (d) Contributions to employee benefit plans and deferred | (e) E | xpense int, other wances |
| | devoted to position | (0) | compensation | allov | vances |
| NONE | | | | | |
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| Total number of other employees paid over \$50,000 | | | <u> </u> | | 0 |
| | | | Form | 990-P | F (2015) |

Total. Add lines 1 through 3

LEO & RHEA FAY FRUHMAN FOUNDATION 75-2302749 Form 990-PF (2015) Page 8 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 13,207,124. a Average monthly fair market value of securities b Average of monthly cash balances 1b 518,188. c Fair market value of all other assets 1c 725,312. d Total (add lines 1a, b, and c) 1d e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e Acquisition indebtedness applicable to line 1 assets 13,725,312.Subtract line 2 from line 1d 3 4 205,880. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 13,519,432. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 675.972 Minimum investment return. Enter 5% of line 5 Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here
and do not complete this part.) 675,972. Minimum investment return from Part X, line 6 2,601 2a Tax on investment income for 2015 from Part VI, line 5 b Income tax for 2015. (This does not include the tax from Part VI.) 2b 2.601. c Add lines 2a and 2b 2c Distributable amount before adjustments. Subtract line 2c from line 1 3 Recoveries of amounts treated as qualifying distributions 4 5 Add lines 3 and 4 Deduction from distributable amount (see instructions) 6 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes; 737,731. a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 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 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) За **b** Cash distribution test (attach the required schedule) 3b 737,731. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

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

Form **990-PF** (2015)

5

6

2,601.

735,130.

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

Adjusted qualifying distributions. Subtract line 5 from line 4

4940(e) reduction of tax in those years.

Page 9

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, | | round prior to 2011 | | |
| line 7 | | | | 673,371. |
| 2 Undistributed income, if any, as of the end of 2015 | | | | |
| a Enter amount for 2014 only | | | 10,572. | |
| b Total for prior years: | | | , , | |
| , , | | 0. | | |
| 3 Excess distributions carryover, if any, to 2015: | | | | |
| a From 2010 | | | | |
| b From 2011 | | | j | |
| 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: \blacktriangleright \$ 737,731. | | | | |
| a Applied to 2014, but not more than line 2a | | | 10,572. | |
| 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 | | | | 673,371. |
| e Remaining amount distributed out of corpus | 53,788. | | | |
| 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 | 53,788. | | | |
| b Prior years' undistributed income. Subtract | 33,700. | | | |
| line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' | | | | |
| undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b. Taxable | | | | |
| amount - see instructions | | 0. | | |
| e Undistributed income for 2014. Subtract line | | | | |
| 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2015. Subtract | | | | |
| lines 4d and 5 from line 1. This amount must | | | | |
| be distributed in 2016 | | | | 0. |
| 7 Amounts treated as distributions out of | | | | |
| corpus to satisfy requirements imposed by | | | | |
| section 170(b)(1)(F) or 4942(g)(3) (Election | | | | |
| may be required - see instructions) | 0. | | | |
| 8 Excess distributions carryover from 2010 | | | | |
| not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2016. | | · | | |
| Subtract lines 7 and 8 from line 6a | 53,788. | | | |
| 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 53,788. | | | | |
| 20201 11 04 15 | | | | Form QQD_DE (2015) |

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| | | HMAN FOUNDA | | <u>75-23</u> | 02749 Page 10 |
|---|-----------------------------|--|-----------------------------|--|------------------|
| Part XIV Private Operating F | oundations (see in | structions and Part VII | A, question 9) | N/A | |
| 1 a If the foundation has received a ruling of | or determination letter tha | t it is a private operating | | | |
| foundation, and the ruling is effective fo | r 2015, enter the date of | the ruling | ▶ | | |
| b Check box to indicate whether the found | dation is a private operati | ng foundation described i | n section | 4942(j)(3) or 49 | 42(j)(5) |
| 2 a Enter the lesser of the adjusted net | Tax year | | Prior 3 years | | |
| income from Part I or the minimum | (a) 2015 | (b) 2014 | (c) 2013 | (d) 2012 | (e) Total |
| investment return from Part X for | | | | · | , , , |
| each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, | | | | | |
| line 4 for each year listed | | | | | |
| d Amounts included in line 2c not | | | | | |
| | | | | | |
| used directly for active conduct of | | | | | |
| exempt activities | · | | | | |
| e Qualifying distributions made directly | ļ | | | | |
| for active conduct of exempt activities. | | | | | |
| Subtract line 2d from line 2c 3 Complete 3a, b, or c for the | | | ļ | · | |
| 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) | Ì | | | | |
| 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 | | <u> </u> | | | |
| and 5 or more exempt | | | | | |
| organizations as provided in | | | | | |
| section 4942(j)(3)(B)(III) | | | | | |
| (3) Largest amount of support from | | | | | |
| an exempt organization | | | | <u> </u> | |
| (4) Gross investment income Part XV Supplementary Info | (01 | 4 - 41-1- | | | |
| Part XV Supplementary Info | | | ir the foundation | i nad \$5,000 or me | ore in assets |
| _ | - | i uctions.j | | | |
| 1 Information Regarding Foundation | • | | | | |
| a List any managers of the foundation wh year (but only if they have contributed r | | | ributions received by the | toundation before the clo | se of any tax |
| | ποτο τημη φο,ουσή. (ουσ | 50000011 501 (4)(2).) | | | |
| NONE | | bo stock of a severential | (-v.op.op.usll), lavas oort | an of the assertable of an | |
| b List any managers of the foundation whether entity) of which the foundation has | | | or an equally large porti | on of the ownership of a p | arthership or |
| | io a 1070 or groutor miore | | | | |
| NONE | | | | | |
| 2 Information Regarding Contribut Check here ► X if the foundation of | | | | | |
| the foundation makes gifts, grants, etc. | | | | | |
| | <u></u> | | | | |
| a The name, address, and telephone num | iber or e-mail address of | the person to whom appli | cations snould be addre | ssed: | |
| | | | | | |
| b The form in which applications should | be submitted and informa | ation and materials they si | nould include: | | |
| c Any submission deadlines; | | | | | |
| | | | | | · |
| d Any restrictions or limitations on award | is, such as by geographic | cal areas, charitable fields, | kinds of institutions, or | other factors: | |
| | | | | | |
| | | | | | |

| | FAY FRUHMAN | | | 75-2 | 302749 Page 12 |
|--|--|---------------------------|--|---|--|
| Part XVI-A Analysis of Income- | | | I contrara | 510 510 - 514 | |
| Enter gross amounts unless otherwise indicated. | (a) Business | usiness income (b) Amount | (C) Exclu- sion | y section 512, 513, or 514 (d) Amount | (e) Related or exempt function income |
| 1 Program service revenue; | code | Amount | code | Amount | |
| b | | | | | |
| C | | | | | |
| d | | | | | |
| e | | - | | | |
| g Fees and contracts from government agencies | . | | | | |
| 2 Membership dues and assessments | ' | | - | | |
| 3 Interest on savings and temporary cash | <u> </u> | | | | |
| investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 251,375. | |
| 5 Net rental income or (loss) from real estate: | | | ļ | | |
| a Debt-financed property | | | - | | |
| b Not debt-financed property6 Net rental income or (loss) from personal | | | | | |
| property | | | | | |
| 7 Other investment income | <u> </u> | | | | |
| 8 Gain or (loss) from sales of assets other | | | | | |
| than inventory | | | 18 | 155,451. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: | | | | | |
| a | | | | | |
| b | | <u> </u> | | | ······································ |
| d | | | | | |
| е | | | 1 | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | 0. | | 406,826. | 0. |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | 13 | 406,826. |
| (See worksheet in line 13 instructions to verify calcul | ations.) | | | | |
| Part XVI-B Relationship of Acti | vities to the Accom | plishment of Ex | xempt P | urposes | |
| Line No. Explain below how each activity for w | which income is reported in co | olumn (e) of Part XVI-A | contributed | i importantly to the accomp | olishment of |
| the foundation's exempt purposes (c | | | | | |
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Form **990-PF** (2015)

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| Form 990-PF (2 | | RHEA FA | | | | - | 75-23 | | | ige 13 |
|-----------------------|--|--|---|-------------------------------------|--------------------------------------|---|---------------------------------------|-----------------------------|----------|-------------|
| Part XVII | | | nsfers To a | nd Trans | actions a | nd Relatior | nships With Nonch | naritable | е | |
| 1 Did the or | Exempt Organ | | v of the follows | a with any ath | | n departual in as | notion FO1(a) of | | Yes | No |
| | rganization directly or indi (other than section 501(c | | | | | | ecuon 50 I(c) oi | | 162 | 140 |
| | from the reporting found | | | | oniicai organi | Zaliulis | | | | l |
| (1) Cash | | ation to a nonchain | anie exempt org | janization of. | | | | 10/1\ | | x |
| (1) Oasii (2) Othe | | | | | | | | 1a(1) 1a(2) | | X |
| b Other tran | | | | | | | | 14(2) | | |
| | s of assets to a noncharita | hle evemnt organiz | ration | | | | | 1b(1) | | x |
| | hases of assets from a no | | | | | | | 1b(2) | | X |
| | al of facilities, equipment, | | organization | | | | | 1b(3) | | X |
| | ibursement arrangements | | | | | | | 1b(4) | | X |
| | is or loan guarantees | , | | | | | | 1b(5) | | X |
| • • | ormance of services or me | embership or fundra | aising solicitation | ns | | | | 1b(6) | | X |
| | of facilities, equipment, ma | | | | | | | 1c | | X |
| | | | | - | (b) should alw | avs show the fa | r market value of the good | s, other ass | ets. | |
| | | | _ | | | - | ion or sharing arrangemen | | • | |
| | d) the value of the goods, | | | | | - | | | | |
| (a)Line no | (b) Amount involved | (c) Name | of noncharitable | exempt orgai | nization | (d) Descrip | tion of transfers, transactions, a | nd sharing ar | rangeme | ents |
| | | | N/A | | | | | | | |
| | | | | | | | | | | |
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| | | 1 | | | | | | | | |
| 2a Is the fou | ndation directly or indirec | tly affiliated with, or | r related to, one | or more tax-e | xempt organiz | ations described | <u> </u> | | | |
| | 501(c) of the Code (othe | • | = | | | | | Yes | X | No |
| | omplete the following sch | , | . , , , , | | | | | | | |
| | (a) Name of org | ganization | | (b) Type of | organization | | (c) Description of relation | nship | | |
| | N/A | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | ···· | | | | | |
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| | | | | | | | | | | |
| and b | r penalties of perjury, I declare elef, it is true, correct, and co | mat i have examined to projete Declaration of | tnis return, includin preparer (other thar | g accompanying n taxpayer) is ba | schedules and s sed on all inform | statements, and to ation of which pren | arer has any knowledge | May the IRS return with the | discuss | this |
| Sign Here | A. 0 / | yald o | 1. | | 26/11 | | | shown below | (see ins | str)? |
| | nature of officer or trustee | 3000 | | | 20/16 | DIREC | CTOR | X Yes | ; L_ | ⊔ No |
| | Print/Type preparer's n | | Preparer's si | Dater Dater | · , | Title Date | Check if PTI | N | | |
| | Prime Type preparer S III | шпо | i Toparoi o Si | ynatui 6 | | D ate | self- employed | •• | | |
| Paid | IRA L. NEW | TET.OW | 10 | 21. | low | 5_20 16 | ' ' | 00083 | 210 | i |
| Preparer | Firm's name ► WEA | | TIDWELL | | -xow | J-2U-10 | Firm's EIN ► 75- | | | |
| Use Only | Tamonano P 77112. | 11110 | | , | | | Timil Schive 7.5 | 5,005 | | |
| - | Firm's address ▶ 12 | 221 MERI | T DRIVE | , SUIT | E 1400 | | | | | |

Form **990-PF** (2015)

Phone no. 972-490-1970

DALLAS, TX 75251

| FORM 990-PF | DIVIDENDS | AND INTERE | ST FROM SECUR | ITIES ST | CATEMENT 1 |
|--|-----------------|-------------------------------|-----------------------------------|-----------------------------------|-------------------------------|
| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
| FIDELITY - ACCRUED INTEREST PAID FIDELITY - BOND | -8,156. | 0 | -8,156. | -8,156. | ,,, |
| PREMIUM | -108,154. | C | -108,154. | -108,154. | |
| FIDELITY - DIVIDENDS FIDELITY - LTCG | 136,912. | C | 136,912. | 136,912. | |
| DISTRIBUTIONS FIDELITY - | 50,511. | 50,511 | 0. | 0. | |
| ORIGINAL ISSUE DISCOUNT FIDELITY - | 3,196. | C | 3,196. | 3,196. | |
| ORIGINAL ISSUE DISCOUNT ON US FIDELITY - T/E | 2,319. | C | 2,319. | 2,319. | |
| BOND PREMIUM | -906. | C | -906. | 0. | |
| FIDELITY - T/E INTEREST FIDELITY - TAXABLE | 4,250. | C | 4,250. | 0. | |
| INTEREST | 221,914. | C | 221,914. | 221,914. | |
| TO PART I, LINE 4 | 301,886. | 50,511 | 251,375. | 248,031. | |
| FORM 990-PF | | ACCOUNTIN | IG FEES | SI | PATEMENT 2 |
| DESCRIPTION | | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| ACCOUNTING | | 3,975. | 1,987. | | 1,988. |
| TO FORM 990-PF, PG | L, LN 16B | 3,975. | 1,987. | | 1,988. |

| FORM 990-PF | TAX | ES | | | STATEMENT | 3 |
|--|--|-------------------------------|----------------------|------------------------------|---------------------|--------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVES MENT INCO | | (C) ADJUSTED NET INCOM | | |
| PAYROLL TAX FOREIGN TAX | 9,087. 5,080. | 9 5,0 | 09. 80. | | 8,1 | 78. 0. |
| TO FORM 990-PF, PG 1, LN 18 | 14,167. | 5,9 | 89. | | 8,1 | 78. |
| FORM 990-PF | OTHER E | XPENSES | : | | STATEMENT | 4 |
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVES MENT INCO | | (C) ADJUSTED NET INCOM | | |
| OFFICE SUPPLIES POSTAGE AND DELIVERY BANK CHARGES PROFESSIONAL DUES COPYING & PRINTING | 817. 257. 1,179. 750. 157. | | 0. 0. 0. 0. | | 2 1,1 7 | 17. 57. 79. 50. |
| TO FORM 990-PF, PG 1, LN 23 | 3,160. | | 0. | | 3,1 | 60. |
| FORM 990-PF | OTHER INV | ESTMENTS | | | STATEMENT | 5 |
| DESCRIPTION | | LUATION ETHOD | B00: | K VALUE | FAIR MARKE VALUE | T |
| FIDELITY - BONDS FIDELITY - MUTUAL FUNDS | | COST COST | | ,403,356. ,310,463. | 5,420,3 6,795,0 | |
| TOTAL TO FORM 990-PF, PART I | I, LINE 13 | _ | 12 | ,713,819. | 12,215,4 | 23. |

| FORM 990-PF DEPRECIATION OF ASSE | ETS NOT HELD FOR | INVESTMENT | STATI | EMENT 6 |
|---|--|---|---------------------------------|--------------------|
| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | | K VALUE |
| COMPUTER HP PAVILION NOTEBOOK | 1,028. | 1,02 64 | | 0 . |
| TOTAL TO FM 990-PF, PART II, LN 14 | 1,673. | 1,67 | 3. | 0 . |
| FORM 990-PF OTH | HER LIABILITIES | | STATI | EMENT ' |
| DESCRIPTION | | BOY AMOUNT | EOY A | AMOUNT |
| PAYROLL TAX LIABILITY | - | 9,11 | 8. | 0 |
| TOTAL TO FORM 990-PF, PART II, LIN | NE 22 | 9,11 | 8. | 0 |
| | r OF OFFICERS, D | | STATI | EMENT 8 |
| | TITLE AND | GERS COMPEN- | EMPLOYEE BEN PLAN | EXPENSE |
| TRUSTEES AND | FOUNDATION MANA | GERS COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | |
| NAME AND ADDRESS JOE GOLDMAN 6843 QUARTERWAY DRIVE | TITLE AND AVRG HRS/WK TREASURER (EXE 40.00 | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
| NAME AND ADDRESS JOE GOLDMAN 6843 QUARTERWAY DRIVE DALLAS, TX 75248 TIMOTHY P TEHAN C/O AKIN GUMP STRAUSS 1700 PACIFIC AVENUE, SUITE 4100 | TITLE AND AVRG HRS/WK TREASURER (EXE 40.00 | COMPEN- SATION CUTIVE DIREC 120,000. | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |

| LEO & RHEA FAY FRUHMAN FOUNDATION | N | | 75-2 | 302749 |
|---|-----------|----------|------|--------|
| MICHAEL GOLDMAN 23 CLEARVIEW DRIVE GORHAM, ME 04038 | TRUSTEE | 123,393. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, | PART VIII | 243,393. | 0. | 0. |

2015 DEPRECIATION AND AMORTIZATION REPORT

| FORM | FORM 990-PF PAGE 1 | | | | | 6 | 990-PF | | | | | | | |
|--------------------|--------------------------|------------------|--------|-------------|-------------|-----------------------------|------------------|------------------------|-----------------------|---------------------------|---|-------------------------------|---------------------------|---------------------------------------|
| Asset No | t Description | Date Acquired | Method | Life o | Line | Unadjusted Cost Or Basis | Bus % Exci | Section 179 Expense | Reduction In Basis | Basis For Depreciation | Beginning Accumulated Depreciation | Current Sec 179 Expense | Current Year Deduction | Ending Accumulated Depreciation |
| ı | COMPUTER | 02/23/09 | 200DB | 5.00 H | HY17 | 1,028. | | | 514. | 514. | 514. | | 0 | 514. |
| | 2 HP PAVILION NOTEBOOK | 10/16/09 200DB | | 5.00 H | HY17 | 645. | | | 323. | 322. | 322. | | 0 | 322. |
| ! | * TOTAL 990-PF PG 1 DEPR | | | - | | 1,673. | : | | 837. | 836. | 836. | | 0 | 836. |
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| 528111 04-01-15 | 51 | | | | (C | (D) - Asset disposed | pesc | ! | * | ITC, Salvage, | * ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone | nercial Revita | lization Deduc | tion, GO Zone |