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## Return of Private Foundation

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

OMB No 1545-0052

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► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

JUL 1, 2015

, and ending

JUN 30, 2016

Name of foundation

THE LOWE II FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

C/O TRAVANI &amp; RICHTER, 1935 COMMERCE LN

Room/suite  
9

City or town, state or province, country, and ZIP or foreign postal code

JUPITER, FL 33458

G Check all that apply

Initial return       Initial return of a former public charity  
 Final return       Amended return  
 Address change       Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust       Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method

Cash       Accrual  
 (from Part II, col (c), line 16)       Other (specify) \_\_\_\_\_

► \$ 3,244,166. (Part I, column (d) must be on cash basis.)

## 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)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	6,873.	6,873.		STATEMENT 1
4	Dividends and interest from securities	77,521.	77,521.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a	1,012,944.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	23,193.	84,394.		
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	3,024.	2,419.	605.
c	Other professional fees	STMT 4	18,835.	18,835.	0.
17	Interest				
18	Taxes	STMT 5	3,736.	1,646.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6	70.	9.	61.
24	Total operating and administrative expenses. Add lines 13 through 23		25,665.	22,909.	666.
25	Contributions, gifts, grants paid		157,900.		157,900.
26	Total expenses and disbursements. Add lines 24 and 25		183,565.	22,909.	158,566.
27	Subtract line 26 from line 12		-160,372.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0)		61,485.		
c	Adjusted net income (if negative, enter -0)			N/A	

523601  
11-24-15 LHA For Paperwork Reduction Act Notice, see instructions.

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2015 SEP 15

Operating and Administrative Expenses

2015 SEP 15

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	138,126.	64,797.	64,797.
	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	STMT 7	1,455,179.	1,408,757.
	c Investments - corporate bonds	STMT 8	1,463,722.	1,346,341.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 9	85,933.	162,529.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		3,142,960.	2,982,424.
				3,244,166.
	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.
	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		3,142,960.	2,982,424.
	30 Total net assets or fund balances		3,142,960.	2,982,424.
	31 Total liabilities and net assets/fund balances		3,142,960.	2,982,424.

## 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	3,142,960.
2 Enter amount from Part I, line 27a	2	-160,372.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	2,982,588.
5 Decreases not included in line 2 (itemize) ► <b>PRIOR PERIOD RETURN OF CAPITAL</b>	5	164.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,982,424.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b> NORTHERN TRUST-SEE STMT 10			P	VARIOUS	VARIOUS
<b>b</b> NORTHERN TRUST-SEE STMT 11			P	VARIOUS	VARIOUS
<b>c</b> UNITED STATES TREAS BILLS DUE					
<b>d</b> 01-14-2016-200,000 UNITS			P	VARIOUS	01/04/16
<b>e</b> CAPITAL GAINS DIVIDENDS					
(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)		
<b>a</b> 101,258.		113,093.	-11,835.		
<b>b</b> 709,564.		761,055.	-51,491.		
<b>c</b>					
<b>d</b> 199,997.		199,997.	0.		
<b>e</b> 2,125.			2,125.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
<b>a</b>			-11,835.		
<b>b</b>			-51,491.		
<b>c</b>					
<b>d</b>			0.		
<b>e</b>			2,125.		
<b>2</b> 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	-61,201.	
<b>3</b> 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				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

 Yes  No

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

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	105,377.	3,445,471.	.030584
2013	55,400.	3,423,244.	.016183
2012	56,030.	3,282,203.	.017071
2011	242,006.	3,161,917.	.076538
2010	213,727.	3,315,092.	.064471

2 Total of line 1, column (d)

2 .204847

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 .040969

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

4 3,260,803.

5 Multiply line 4 by line 3

5 133,592.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 615.

7 Add lines 5 and 6

7 134,207.

8 Enter qualifying distributions from Part XII, line 4

8 158,566.

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)	1	615.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3 Add lines 1 and 2	3	615.	
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-			
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,320.	
b Exempt foreign organizations - tax withheld at source			
c Tax paid with application for extension of time to file (Form 8868)			
d Backup withholding erroneously withheld			
7 Total credits and payments Add lines 6a through 6d	7	2,320.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached			
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			
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ►	10	1,705.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ►			
11 Refunded ►			
11 0.			

**Part VII-A | Statements Regarding Activities**

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?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?	1c	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.	N/A	
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.		
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?		
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.		
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		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►	6	X
FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	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.		
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	9	X
10		

## Part VII-A Statements Regarding Activities (continued)

	<b>Yes</b>	<b>No</b>
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?	13	X
Website address ► <b>N/A</b>		
14 The books are in care of ► <b>PATRICIA HAUBEN</b> Telephone no ► <b>561-626-2627</b> Located at ► <b>123 LAKESHORE DR, STE 1644, NORTH PALM BEACH, FL ZIP+4 ► 33408</b>		
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	Yes X No

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

	<b>Yes</b>	<b>No</b>
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"/> X 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"/> X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X 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"/> X 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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
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	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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

**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))?

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes  No Yes  No Yes  No Yes  No 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)?

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

►

5b

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

 Yes  No

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

6b

X

►

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
PATRICIA A. HAUBEN 123 LAKESHORE DR., SUITE 1644 NORTH PALM BEACH, FL 33408	DIRECTOR 10.00/YR	0.	0.	0.
LAURIE MEACHAM 2 DEERFIELD DR. LEWES, DE 19958	DIRECTOR 10.00/YR	0.	0.	0.
JERI GOETZ 194 BEENEY ROAD PORT CHARLOTTE, FL 33952	DIRECTOR 10.00/YR	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

**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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

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

Form 990-PF (2015)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	3,112,673.
b Average of monthly cash balances	1b	197,787.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	3,310,460.
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	3,310,460.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,657.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,260,803.
6 Minimum investment return Enter 5% of line 5	6	163,040.

**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	163,040.
2a Tax on investment income for 2015 from Part VI, line 5	2a	615.
b Income tax for 2015 (This does not include the tax from Part VI )	2b	
c Add lines 2a and 2b	2c	615.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	162,425.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	162,425.
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	162,425.

**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	158,566.
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	158,566.
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	615.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	157,951.

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				162,425.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011	2,979.			
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	2,979.			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 158,566.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				158,566.
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))	2,979.			2,979.
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				880.
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				

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

N/A

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

4942(j)(3) or  4942(j)(5)

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

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

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

## Part XV Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

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
<b>a Paid during the year</b>				
JACK THE BIKE MAN, INC. P.O. BOX 8125 WEST PALM BEACH, FL 33407	NONE	PC	TO AID EDUCATION	6,000.
CFACT 1875 EYE STREET, NW 5TH FLOOR WASHINGTON, DC 20006	NONE	PC	TO AID EDUCATION	45,000.
BOSTON COLLEGE 140 COMMONWEALTH AVENUE CHESTNUT HILL, MA 02467	NONE	PC	TO AID EDUCATION	5,000.
CHARLOTTE COMMUNITY FOUNDATION 227 SULLIVAN STREET PUNTA GORDA, FL 33950	NONE	PC	TO AID COMMUNITY SUPPORT	31,600.
REHOBOTH BAY SAILING ASSOCIATION PO BOX 483 REHOBOTH BEACH, DE 19971-0483	NONE	PC	TO PROMOTE SAILING EDUCATION	40,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 157,900.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	6,873.	
5 Net rental income or (loss) from real estate			14	77,521.	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-61,201.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		23,193.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		23,193.
(See worksheet in line 13 instructions to verify calculations )					

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

## 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
SUSSEX CYCLISTS PO BOX 204 REHOBOTH BEACH, DE 19971	NONE	PC	TO PROMOTE SAFE CYCLING EDUCATION	3,500.
VILLAGE IMPROVEMENT ASSOCIATION PO BOX 144 REHOBOTH BEACH, DE 19971	NONE	PC	TO AID EDUCATION	10,300.
MARINER MIDDLE SCHOOL 425 CHIQUITA BLVD CAPE CORAL, FL 33993	NONE	PC	TO AID EDUCATION	1,500.
TEMPLE UNIVERSITY 3500 N BROAD ST, SUITE 1101 PHILADELPHIA, PA 19140	NONE	PC	TO AID EDUCATION	10,000.
ARTIST TRUST 1835 12TH AVE SEATTLE, WA 98122	NONE	PC	TO AID THE ARTS	5,000.
<b>Total from continuation sheets.</b>				<b>30,300.</b>

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

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

**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.)?

Signature of officer or trustee		Date	Title		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DARLINE RICHTER		8/29/06		P00066802
	Firm's name ► TRAVANI & RICHTER, P.A.			Firm's EIN ► 65-1159412	
	Firm's address ► 1935 COMMERCE LANE, STE 9 JUPITER, FL 33458			Phone no 561-743-5335	

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST	6,872.	6,872.	
NORTHERN TRUST-CHECKING	1.	1.	
TOTAL TO PART I, LINE 3	6,873.	6,873.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST	79,646.	2,125.	77,521.	77,521.	
TO PART I, LINE 4	79,646.	2,125.	77,521.	77,521.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	3,024.	2,419.		605.
TO FORM 990-PF, PG 1, LN 16B	3,024.	2,419.		605.

## 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
UNITED CAPITAL INV MGMT FEE	22.	22.		0.
NORTHERN TRUST INV MGMT FEE	18,813.	18,813.		0.
TO FORM 990-PF, PG 1, LN 16C	18,835.	18,835.		0.

## FORM 990-PF

## TAXES

## STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES-NORTHERN TRUST	1,646.	1,646.		0.
EXCISE TAXES & PENALTIES	2,090.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,736.	1,646.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	9.	9.		0.
ANNUAL FILING FEE	61.	0.		61.
TO FORM 990-PF, PG 1, LN 23	70.	9.		61.

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - STOCKS	1,408,757.	1,618,193.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,408,757.	1,618,193.

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - CORP BONDS	1,346,341.	1,384,231.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,346,341.	1,384,231.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MFB NORTHERN GDS GLOBAL REAL ESTATE INDEX FD	COST	85,574.	97,895.
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD	COST	76,955.	79,050.
TOTAL TO FORM 990-PF, PART II, LINE 13		162,529.	176,945.

PENALTY OF SHORT-TERM CAPITAL GAINS AND SAVINGS

## DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
15. AMGEN INC	01/23/2012	07/17/2015	2,434.51	1,023.53			1,410.98
89. ALTERA CORP	05/04/2014	07/22/2015	4,406.54	2,971.91			1,434.63
26. DANAHER CORP	10/22/2009	07/24/2015	2,291.63	888.59			1,403.04
15. APPLE COMPUTER INC	03/13/2007	07/30/2015	1,832.40	193.91			1,638.49
30. QUALCOMM INC	01/13/2012	07/30/2015	1,910.01	1,657.18			252.83
20. AMGEN INC	03/02/2012	08/20/2015	3,266.43	1,354.53			1,911.90
62. APACHE CORP	04/01/2014	08/20/2015	2,817.47	5,179.90			-2,362.43
17. C.R. BARD INC	01/16/2014	08/20/2015	3,344.27	2,067.41			1,276.86
73. NATIONAL-OILWELL INC	10/22/2009	08/20/2015	2,852.66	3,154.19			-301.53
12. PRECISION CASTPARTS CORP	07/30/2014	08/20/2015	2,769.77	2,611.03			158.74
2600. ISHARES MSCI EMERGING MKTS INDEX FUND	03/26/2012	08/26/2015	83,880.95	97,970.01			-14,089.06
1000. MFC ISHARES TR GLOBAL INFRASTRUCTURE EFTINDEX FD	05/29/2014	08/26/2015	37,719.30	43,110.00			-5,390.70
5233.87 MFB NORTHN HI YIELD FXD INC FD	05/29/2014	08/26/2015	35,538.00	40,091.45			-4,553.45
1000. MFC VANGUARD FISIC EMERGING MKTS EFT	05/29/2014	08/26/2015	33,130.18	42,850.00			-9,719.82
12. PRECISION CASTPARTS CORP	10/25/2011	10/15/2015	2,773.22	2,037.04			736.18
24. AMERICAN WTR WRS CO INC NEW COM	01/31/2012	10/27/2015	1,392.03	803.30			588.73
35. STARBUCKS CORP	06/17/2014	10/27/2015	2,190.68	1,306.89			883.79
44. AMERICAN WTR WRS CO INC NEW COM	01/27/2012	11/04/2015	2,537.75	1,468.03			1,069.72
5. PRECISION CASTPARTS CORP	09/19/2012	11/04/2015	1,153.79	814.44			339.35
2000. MFC ISHARES TR GLOBAL INFRASTRUCTURE EFTINDEX FD	09/30/2014	12/08/2015	72,118.67	85,452.00			-13,333.33
16. COSTCO WHLSL CORP NEW	10/22/2009	12/11/2015	2,561.38	926.58			1,634.80
9893.72 MFB NORTHN HI YIELD FXD INC FD	05/29/2014	12/11/2015	64,606.00	75,785.90			-11,179.90
11. EXPRESS SCRIPTS HLDG CO COM	11/15/2013	12/18/2015	944.68	727.32			217.36
6. NIKE INC CLASS B	12/09/2009	12/18/2015	776.58	186.45			590.13
6. PRECISION CASTPARTS CORP	09/18/2012	12/18/2015	1,387.47	951.40			436.07
7. EXPRESS SCRIPTS HLDG CO COM	11/18/2013	12/21/2015	603.78	459.86			143.92
5. NIKE INC CLASS B	12/09/2009	12/21/2015	647.17	155.38			491.79
113. EXELON CORP	04/24/2013	12/23/2015	3,122.67	4,156.33			-1,033.66
61. DANAHER CORP	03/13/2009	01/27/2016	5,148.19	1,649.14			3,499.05
78. VERIZON COMMUNICATIONS	09/29/2011	02/04/2016	3,911.33	2,892.58			1,018.75
3. ACTIVISION BLIZZARD INC COM STK	01/16/2015	02/05/2016	91.41	59.97			31.44
1. AMERICAN TOWER CORP	09/23/2013	02/05/2016	88.64	73.87			14.77
2. APPLE COMPUTER INC	03/13/2007	02/05/2016	187.72	25.85			161.87
<b>Totals</b>							

## DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
2. #REORG/BAYALTA INC COM CASH AND STOCK MERGER SHIRE PLC 282	10/03/2014	02/05/2016	75.92	65.15			10.77
2. BAXTER INTL INC	10/03/2014	02/05/2016	74.65	80.27			-5.62
3. CITIGROUP INC COM NEW COM NEW	10/23/2013	02/05/2016	118.95	150.57			-31.62
1. WALT DISNEY CO	10/22/2009	02/05/2016	93.60	29.30			64.30
4. EMC CORP MASS	07/15/2010	02/05/2016	97.80	80.80			17.00
1. EXXON MOBIL CORP	05/23/2001	02/05/2016	79.83	43.77			36.06
4. GENERAL ELECTRIC CO	12/12/2012	02/05/2016	113.60	87.38			26.22
2. GILTRAD SCIENCES INC	05/06/2013	02/05/2016	169.76	109.58			60.18
2. HOME DEPOT INC	02/06/2012	02/05/2016	231.98	90.45			141.53
2. J P MORGAN CHASE & CO	07/17/2014	02/05/2016	114.98	116.90			-1.92
2. MERCK & CO INC	03/14/2013	02/05/2016	98.58	88.71			9.87
2. METLIFE INC	09/23/2013	02/05/2016	77.18	94.86			-17.68
2. MONDELEZ INTL INC COM	10/30/2014	02/05/2016	75.16	70.05			5.11
1. NORFOLK SOUTHERN CORP	08/10/2011	02/05/2016	70.02	67.50			2.52
2. NUCOR CORP	10/30/2014	02/05/2016	79.58	106.30			-26.72
2. ORACLE CORPORATION	10/04/2010	02/05/2016	71.04	54.47			16.57
3. PFIZER INC	11/16/2012	02/05/2016	86.60	71.31			15.29
2. SALERFORCE COM INC COM STK	01/09/2015	02/05/2016	116.38	116.85			-0.47
2. SCHLUMBERGER LTD ISIN #AN8068571086	09/30/2014	02/05/2016	137.10	205.07			-67.97
1. STARBUCKS CORP	06/12/2014	02/05/2016	54.34	37.01			17.33
3. TWENTY-FIRST CENTURY FOX INC CL A	01/15/2014	02/05/2016	74.97	98.32			-23.35
2. V F CORP	06/24/2011	02/05/2016	117.70	52.34			65.36
3. WELLS FARGO & CO NEW	03/13/2012	02/05/2016	142.86	95.73			47.13
2. EATON CORP PLC COM USDO.50	10/30/2014	02/05/2016	108.96	127.69			-18.73
158. EMC CORP MASS	02/11/2015	02/17/2016	3,933.34	3,689.97			243.37
46. EMC CORP MASS	05/03/2010	02/18/2016	1,150.20	891.99			258.21
50000. CISCO SYS INC 5.5% DUE 02-22-2016 REG	06/24/2008	02/22/2016	50,000.00	50,534.00			-534.00
168. MERCK & CO INC	03/14/2013	02/25/2016	8,490.64	7,296.39			1,194.25
2000. MFC ISHARES TR MSCI EAFE INDEX FD	09/30/2014	03/03/2016	111,387.57	130,599.04			-19,211.47
27. AMGEN INC	03/06/2012	05/03/2016	4,232.09	1,812.59			2,419.50
69. PFIZER INC	11/16/2012	05/03/2016	2,325.23	1,640.02			685.21
250. MFC ISHARES 1-3 YEAR CREDIT BOND ETF	02/20/2014	05/11/2016	26,406.92	26,400.00			6.92
6741.67 MFB NORTHERN FUNDS BD INDEX FD	04/22/2013	05/11/2016	72,810.00	73,657.13			-847.13
<b>Totals</b>							

## DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES