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EXTENDED TO JULY 17, 2017

Return of Private Foundation

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

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OMB No 1545-0052

2015

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

SEP 1, 2015

, and ending

AUG 31, 2016

Name of foundation

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

A Employer identification number

20-5409073

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

65 ALLERTON STREET

Room/suite

B Telephone number

(617) 445-3500

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

BOSTON, MA 02119

C If exemption application is pending check here ☐

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☒ Name change

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test
check here and attach computation ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 6,475,999.

J Accounting method

☐ Cash

☒ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a))

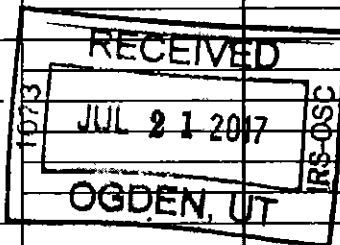
(a) Revenue and
expenses per books

(b) Net investment
income

(c) Adjusted net
income

(d) Disbursements
for charitable purposes
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received	7,778,200.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	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				
	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				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	7,778,200.	0.		
	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 1	35,993.	0.		35,993.
	c Other professional fees STMT 2	182,440.	0.		182,440.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 3	4,164.	0.		4,164.
	24 Total operating and administrative expenses Add lines 13 through 23	222,597.	0.		222,597.
	25 Contributions, gifts, grants paid	7,831,371.			7,615,519.
	26 Total expenses and disbursements Add lines 24 and 25	8,053,968.	0.		7,838,116.
	27 Subtract line 26 from line 12	-275,768.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative enter 0)		0.		
	c Adjusted net income (if negative enter 0)			N/A	



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11 24 15

LHA For Paperwork Reduction Act Notice, see instructions

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	475,321.	527,518.	527,518.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ <u>5,888,066.</u>				
	Less: allowance for doubtful accounts ▶	5,740,336.	5,888,066.	5,888,066.	
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶ <u>STATEMENT 4</u>)		480,660.	60,415.	60,415.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,696,317.	6,475,999.	6,475,999.	
Net Assets or Fund Balances		17 Accounts payable and accrued expenses	137.	150,494.	
		18 Grants payable	5,863,188.	5,954,531.	
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ <u>STATEMENT 5</u>)	636,250.	450,000.		
	23 Total liabilities (add lines 17 through 22)	6,499,575.	6,555,025.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ <u>X</u> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	196,742.	-79,026.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☐				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	196,742.	-79,026.		
30 Total net assets or fund balances					
31 Total liabilities and net assets/fund balances	6,696,317.	6,475,999.			

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)	196,742.
2 Enter amount from Part I, line 27a	-275,768.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	-79,026.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	-79,026.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	NONE		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	7,590,069.	544,355.	13.943234
2013	5,564,932.	133,935.	41.549498
2012	7,393,506.	77,489.	95.413620
2011			
2010			

2 Total of line 1, column (d)	2	150.906352
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	50.302117
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	273,855.
5 Multiply line 4 by line 3	5	13,775,486.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	13,775,486.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	7,838,116.

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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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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).	1	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3 Add lines 1 and 2	3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	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 file (Form 8868) d Backup withholding erroneously withheld	6a 6b 6c 6d	
7 Total credits and payments. Add lines 6a through 6d	7	0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		X
1c 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.			
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.	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X	
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?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MA</u>			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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	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

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X
14 The books are in care of ▶ CHRISTINA DEGROOTE - TREASURER Telephone no. ▶ (617) 445-3500 Located at ▶ 65 ALLERTON STREET, BOSTON, MA ZIP+4 ▶ 02119		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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 ▶ ☐	1b	X
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? ☐ Yes ☒ No If "Yes," list the years ▶ _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		0.	0.	0.

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

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

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FENWAY SPORTS MANAGEMENT - 433 PLAZA REAL, SUITE 365, BOCA RATON, FL 33432	MARKETING	55,125.
GREATER BOSTON CHAMBER OF COMMERCE - 265 FRANKLIN STREET, 12TH FLOOR, BOSTON, MA	EVENT SPONSORSHIP	50,000.

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 SEE STATEMENT 7	8,053,968.
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.

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	278,025.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	278,025.
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	278,025.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,170.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	273,855.
6	Minimum investment return. Enter 5% of line 5	6	13,693.

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	13,693.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,693.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	13,693.
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	13,693.

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	7,838,116.
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	7,838,116.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,838,116.

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.

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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				13,693.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012	7,389,632.			
d From 2013	5,558,235.			
e From 2014	7,562,851.			
f Total of lines 3a through e	20,510,718.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 7,838,116.				
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				13,693.
e Remaining amount distributed out of corpus	7,824,423.			
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:	28,335,141.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				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	28,335,141.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012	7,389,632.			
c Excess from 2013	5,558,235.			
d Excess from 2014	7,562,851.			
e Excess from 2015	7,824,423.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2015)

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

Form 990-PF (2015)

20-5409073 Page 11

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
ACTION FOR BOSTON COMMUNITY DEVELOPMENT, INC 178 TREMONT STREET BOSTON, MA 02111		PC	FIELD OF DREAMS SPONSORSHIP	25,000.
ALRAY TAYLOR SECOND CHANCE SCHOLARSHIP FUND CORPORATION PO BOX 960400 BOSTON, MA 02190		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	200.
AMERICA SCORES NEW ENGLAND, INC. 29 GERMANIA STREET JAMAICA PLAIN, MA 02130		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	200.
ARCHDIOCESE OF BOSTON 42 WENDELL AVENUE BROCKTON, MA 02302		PC	EVENT SPONSORSHIP AND ARCHDIOCESE - PAS FUND	35,000.
ARTISTS FOR HUMANITY 100 WEST 2ND STREET BOSTON, MA 02127		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	150.
Total SEE CONTINUATION SHEET(S)				7,615,519.
b Approved for future payment				
CAMP HARBOR VIEW FOUNDATION, INC. C/O THE CONNORS FAMILY OFFICE 200 CLARENDON STREET, 60TH FLOOR BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S ENDOWMENT CAMPAIGN (NET OF DISCOUNT)	956,565.
JEWISH FEDERATION OF PALM BEACH COUNTY, INC. 4601 COMMUNITY DR. WEST PALM BEACH, FL 33417		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE (NET OF DISCOUNT)	145,361.
Total				1,101,926.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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						
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						
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.		0.		0.
13 Total. Add line 12, columns (b), (d), and (e)						0.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

- | | | |
|--|-------|-----|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes |
| | 1a(1) | |
| | 1a(2) | |
| | | |
| | 1b(1) | |
| | 1b(2) | |
| | 1b(3) | |
| | 1b(4) | |
| | 1b(5) | |
| | 1b(6) | |
| | 1c | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

► **TREASURER/DIR**

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date _____

Check ☐ if self-employed

PTIN

LYNNE JOHNSON

Firm's name ► **RSM US LLP**

Firm's address ► 80 CITY SQUARE
BOSTON, MA 02129-3742

P00757336

Firm's EIN ▶ 42-0714325

Phone no. 617-912-9000

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)

Employer identification number

20-5409073

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

Name of organization

SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)

Employer identification number

20-5409073

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SUFFOLK CONSTRUCTION 65 ALLERTON STREET BOSTON, MA 02119	\$ 1,280,471.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	JOHN F. FISH 65 ALLERTON STREET BOSTON, MA 02119	\$ 6,615,234.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

20-5409073

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization SUFFOLK CARES CHARITABLE FOUNDATION, INC. (F/K/A SUFFOLK CARES)	Employer identification number 20-5409073
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF	ACCOUNTING FEES			STATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT & TAX	35,993.	0.		35,993.
TO FORM 990-PF, PG 1, LN 16B	35,993.	0.		35,993.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL SERVICES	182,440.	0.		182,440.
TO FORM 990-PF, PG 1, LN 16C	182,440.	0.		182,440.

FORM 990-PF	OTHER EXPENSES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUPPLIES	4,164.	0.		4,164.
TO FORM 990-PF, PG 1, LN 23	4,164.	0.		4,164.

FORM 990-PF	OTHER ASSETS		STATEMENT 4
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM SCHOLAR ATHLETES, INC. (RELATED ORGANIZATION)	480,660.	60,415.	60,415.
TO FORM 990-PF, PART II, LINE 15	480,660.	60,415.	60,415.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	5
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DUE TO SUFFOLK CONSTRUCTION COMPANY, INC. (RELATED ORGANIZATION)	636,250.	450,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	636,250.	450,000.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	6
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN F. FISH 65 ALLERTON STREET BOSTON, MA 02119	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
GEORGE MASTABY 65 ALLERTON STREET BOSTON, MA 02119	TREASURER/DIRECTOR 1.00	0.	0.	0.
WENDY VENOIT (BEGINNING 10/16/15) 65 ALLERTON STREET BOSTON, MA 02119	SECRETARY/DIRECTOR 1.00	0.	0.	0.
JOHN GORMAN (END 10/15/15) 65 ALLERTON STREET BOSTON, MA 02119	SECRETARY/DIRECTOR 1.00	0.	0.	0.
ERIN BROOKS 65 ALLERTON STREET BOSTON, MA 02119	DIRECTOR 1.00	0.	0.	0.
SARA CONAHAN (BEGINNING 10/16/15) 65 ALLERTON STREET BOSTON, MA 02119	DIRECTOR 1.00	0.	0.	0.
REBEKAH SALWASSER (END 10/15/15) 65 ALLERTON STREET BOSTON, MA 02119	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	7
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ACTIVITY ONE

SUFFOLK CARES CHARITABLE FOUNDATION, INC. PROVIDES FINANCIAL SUPPORT AND ELECTS TO SPONSOR SEVERAL CHARITABLE, CIVIC, EDUCATIONAL, HEALTHCARE, ARTS AND CULTURAL ORGANIZATIONS NATIONWIDE. THROUGH FINANCIAL GIVING, THE ORGANIZATION STRIVES TO STRENGTHEN THE NUMEROUS NON-PROFITS THAT CREATE THE FABRIC OF OUR COMMUNITIES.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

8,053,968.

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

20-5409073

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
ASHMONT ADAMS NEIGHBORHOOD ASSOCIATION PO BOX 240164 DORCHESTER, MA 02124		PC	DORCHESTER CHILI COOK-OFF SPONSORSHIP	5,000.
BIG BROTHERS BIG SISTERS OF CAPE COD & THE ISLANDS 684 MAIN STREET HYANNIS, MA 00601		PC	BIG 3 FISHING TOURNAMENT SPONSORSHIP	5,000.
BIG BROTHERS OF MASSACHUSETTS BAY 75 FEDERAL STREET 5TH FLOOR BOSTON, MA 02110		PC	BIG OF THE YEAR EVENT SPONSORSHIP	10,000.
BIG SISTER ASSOCIATION OF GREATER BOSTON 161 MASSACHUSETTS AVENUE BOSTON, MA 02115		PC	BIG IN BOSTON LEADERSHP SPONSOR AND GENERAL PURPOSE	35,000.
BOSTON ARCHITECTURAL COLLEGE 320 NEWBURY ST. BOSTON, MA 02115		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
BOSTON BALLET INC 19 CLARENDON STREET BOSTON, MA 02116		PC	NUTCRACKER MAGIC SPONSORSHIP	15,000.
BOSTON CANNONS 150 NEWPORT AVE EXT, SUITE 301 QUINCY, MA 02171		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
BOSTON COLLEGE ST. THOMAS MORE HALL, ROOM 220 CHESTNUT HILL, MA 02467		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE AND SCHOLARSHIP	1,900,000.
BOSTON COLLEGE HIGH SCHOOL 150 MORRISEY BLVD BOSTON, MA 02125		PC	SCHOLARSHIP	10,000.
BOSTON EDUCATIONAL DEVELOPMENT FOUNDATION 26 COURT ST BOSTON, MA 02108		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	15,000.
Total from continuation sheets				7,554,969.

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

20-5409073

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	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
Name and address (home or business)				
BOSTON FOUNDATION 75 ARLINGTON ST. BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
BOSTON HARBOR ISLAND ALLIANCE 405 ATLANTIC AVENUE, STE 228 BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
BOSTON MUNICIPAL RESEARCH BUREAU INC. 333 WASHINGTON STREET, SUITE 854 BOSTON, MA 02108		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
BOSTON POLICE ATHLETIC LEAGUE, INC. 1483 TREMONT ST. BOSTON, MA 02120		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	15,000.
SCHOLAR ATHLETES 65 ALLERTON STREET BOSTON, MA 02119		PC	PROGRAM AND GENERAL PURPOSE FOR FY16 AND FY17	500,000.
BOSTON SYMPHONY ORCHESTRA, INC. 301 MASSACHUSETTS AVENUE BOSTON, MA 02115		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
BOSTON THEATER COMPANY, INC 158 BAY COLONY DRIVE WESTWOOD, MA 02090		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
BOTTOM LINE 500 AMORY ST, SUITE 3 BOSTON, MA 02130		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	56,000.
BOWDOIN COLLEGE 4100 COLLEGE STATION BRUNSWICK, ME 04011		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	75,000.
BOY SCOUTS OF AMERICA 411 UNQUITY ROAD MILTON, MA 02186		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

20-5409073

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS AND GIRLS CLUB OF BROCKTON 233 WARREN AVENUE BROCKTON, MA 02777		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	3,000.
BRAIN SCIENCE FOUNDATION, INC. 148 LINDEN ST., SUITE 303 WELLESLEY, MA 02482		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
BRANDEIS UNIVERSITY 415 SOUTH ST. WALTHAM, MA 02453		PC	ELAINE & GERALD SCHUSTER INSTITUTE FOR INVESTIGATIVE JOURNALISM PROGRAM	5,000.
BRIDGE OVER TROUBLED WATERS 222 FORBES ROAD BRAintree, MA 02184		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
BRIGHAM & WOMENS HOSPITAL 116 HUNTINGTON AVE - 5TH FLOOR BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	605,000.
CAHOON MUSEUM 4676 PALMOUTH RD COTUIT, MA 02635		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
CAMP HARBOR VIEW FOUNDATION 200 CLARENDON STREET BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
CAMPAIGN FOR CATHOLIC SCHOOLS FUND FOR CATHOLIC SCHOOLS, INC 143 NEWBURY STREET, 3RD FLOOR BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
CAPE COD HEALTHCARE FOUNDATION P.O. BOX 370 HYANNIS, MA 02601		PC	EMERGENCY CENTER EXPANSION	1,000,000.
CARITAS COMMUNITIES INC 25 BRAINTREE HILL OFFICE PARK BRAintree, MA 02184		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

20-5409073

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
CATHOLIC CHARITIES 75 KNEELAND STREET BOSTON, MA 02111		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
CATHOLIC MEMORIAL SCHOOL 235 BAKER STREET WEST ROXBURY, MA 02132		PC	FREIGHT FARM	68,250.
CELEBRITIES FOR CHARITY, INC. P.O. BOX 1993 ANDOVER, MA 01810		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
CHILDREN'S HOSPITAL TRUST ONE AUTUMN STREET #731 BOSTON, MA 02215		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	250,000.
CHILDREN'S MEDICAL RESEARCH FOUNDATION, INC. 125 HIGH ST. BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
CITI PERFORMING ARTS CENTER 270 TREMONT ST BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
CITY YEAR, INC. 287 COLUMBUS AVENUE BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
COMMUNITY SERVINGS 18 MARBURY TERRACE JAMAICA PLAIN, MA 02130		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
COTUIT ATHLETIC ASSOCIATION INC 59 DOVETAIL LANE COTUIT, MA 02635		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	595.
EDUCATION DEVELOPMENT CENTER, INC. 43 FOUNDRY AVE WALTHAM, MA 02453		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
Total from continuation sheets				

SUFFOLK CARES CHARITABLE

FOUNDATION, INC. (F/K/A SUFFOLK CARES)

20-5409073

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
FATHER UNNI ST. CECILIA PARISH 18 BELVIDERE STREET BOSTON, MA 02115		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	35,000.
FRIENDS OF BCHMCPS 165 BEARSES WAY HYANNIS, MA 02601		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,000.
GIRL SCOUTS OF EASTERN MASS., INC. 71 LINDALL ST DANVERS, MA 01923		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	400.
GIRL SCOUTS OF SOUTHEASTERN NEW ENGLAND TROOP #399, 25 SPRAGUE AVENUE LINCOLN, RI 02865		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	400.
HEADING HOME INC. P.O. BOX 390516 CAMBRIDGE, MA 02139		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
HEBREW SENIORLIFE 1200 CENTER STREET BOSTON, MA 02131		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	125,000.
HOME FOR LITTLE WANDERERS 10 GUEST STREET BOSTON, MA 02135		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON, MA 02780		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
HOMESTART, INC 105 CHAUNCY STREET, SUITE 502 BOSTON, MA 02111		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
HUMAN TRAFFICKING AWARENESS PARTNERSHIPS, INC 7275 CONCOURSE DR. #400 FORT MEYERS, FL 33908		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	400.
Total from continuation sheets				

SUFFOLK CARES CHARITABLE

FOUNDATION, INC. (F/K/A SUFFOLK CARES)

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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
IMMACULATE CONCEPTION CHURCH 3 FAYETTE STREET LOWELL, MA 01852		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
INTERNATIONAL RHETT SYNDROME FNDN. C/O MICHAEL JOYCE, 53 STATE STREET BOSTON, MA 02109		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	12,500.
JAMES MCDONOUGH MEMORIAL FOUNDATION, INC. 265 FRANKLIN STREET BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
JB'S KEYS TO DMD 2 HILLTOP ST. DOVER, MA 02030		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
JOHN F. KENNEDY LIBRARY FND. COLUMBIA POINT BOSTON, MA 02125		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
LAWYERS CLEARINGHOUSE 16 BEACON ST. BOSTON, MA 02108		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
MAKE-A-WISH FOUNDATION OF MASSACHUSETTS ONE BULFINCH PLACE, 2ND FLOOR BOSTON, MA 02114		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
MASS FALLEN HEROES MEMORIAL VETERANS ADVOCACY SERVICES, INC, 220 HILL ROAD GROTON, MA 01450		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
MASS MENTORING PARTNERSHIP 75 KNEELAND STREET BOSTON, MA 02111		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	3,000.
MISSION HIRING HALL, INC. 1048 FOLSOM STREET SAN FRANCISCO, CA 94103		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	7,500.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

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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
MSPCA-ANGELL MEMORIAL 350 SOUTH HUNTINGTON AVE BOSTON, MA 02130		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,500.
NAHMA EDUCATIONAL FOUNDATION 400 N. COLUMBUS ST. ALEXANDRIA, VA 22314		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
NATIONAL ASSOCIATION OF CORPORATE DIRECTORS, NE CHAPTER 10 BACK RIVER RD. AMESBURY, MA 01913		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
NATIONAL BRAILLE PRESS PO BOX 260812 BOSTON, MA 02126		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
NEW ENGLAND PATRIOT CHARITABLE FOUNDATION ONE PATRIOT PLACE FOXBOROUGH, MA 02035		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	30,000.
ONE FAMILY INC. 240 NEWBURY STREET BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
OYSTER HARBORS CLUB INC 2067 OYSTER HARBORS OSTERVILLE, MA 02655		PC	SCHOLARSHIP FUND DONATION	10,000.
PERKINS SCHOOL FOR THE BLIND 175 NORTH BEACON STREET WATERTOWN, MA 02472		PC	2015 TASTE OF PERKINS SPONSOR	2,500.
PMC JIMMY FUND 125 HIGH ST. BOSTON, MA 02110		PC	PAN-MASS CHALLENGE	500.
POLAR BEAR ATHLETIC FUND C/O BOWDOIN COLLEGE 4100 COLLEGE STATION BRUNSWICK, ME 04011		PC	BOWDOIN ATHLETICS	25,000.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

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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
RAISING A READER MA 9B HAMILTON PLACE BOSTON, MA 02108		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
RED SOX FOUNDATION 4 YAWKEY WAY BOSTON, MA 02215		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
RODMAN RIDE FOR KIDS 1135 DORCHESTER AVENUE DORCHESTER, MA 02125		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
RON BURTON TRAINING VILLAGE 222 FORBES ROAD BRAINTREE, MA 02184		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
ROOM TO GROW 142 BERKELEY STREET BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
SAINT JOHN PAUL II CATHOLIC ACADEMY 2200 DORCHESTER AVE DORCHESTER, MA 02124		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
SAINT JOSEPH PREPARATORY HIGH SCHOOL MOUNT SAINT JOSEPH ACADEMY 617 CAMBRIDGE ST. BOSTON, MA 02134		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
SALVATION ARMY, KROC CENTER 650 DUDLEY STREET DORCHESTER, MA 02125		PC	THE SALVATION ARMY RAY AND JOAN KROC CORPS COMMUNITY CENTER CAPITAL CAMPAIGN	100,000.
SAVE THE HARBOR / SAVE THE BAY 212 NORTHERN AVE. SUITE 304 WEST BOSTON, MA 02210		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
SOUTH SHORE HOSPITAL 55 FOGG ROAD SOUTHWEYMOUTH, MA 02190		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

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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
SQUASHBUSTERS, INC. 795 COLUMBUS AVE. ROXBURY CROSSING, MA 02120		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
ST. SEBASTIAN'S SCHOOL FUND, INC 1191 GREENDALE AVENUE NEEDHAM, MA 02492		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
SUFFOLK UNIVERSITY 120 TREMONT ST. BOSTON, MA 02108		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
TABOR ACADEMY 66 SPRING STREET MARION, MA 02738		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
TEAM IMPACT 3 BATTERYMARCH PARK, 5TH FLOOR QUINCY, MA 02169		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
THE BOSTON FOUNDATION 75 ARLINGTON STREET BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
THE BREAST CANCER RESEARCH FOUNDATION INC 60 EAST 56TH STREET, 8TH FLOOR NEW YORK, NY 10022		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
THE CATHOLIC SCHOOLS FOUNDATION, INC. 260 FRANKLIN STREET BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
THE FUND FOR HOBART AND WILLIAM SMITH 615 SOUTH MAIN STREET GENEVA, NY 14456		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
THE GREATER BOSTON FOOD BANK 70 SOUTH BAY AVENUE BOSTON, MA 02118		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

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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
THE JESUIT GALA C/O JESUIT ADVANCEMENT OFFICE P.O. BOX 9199 WATERTOWN, MA 02471		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
THE MARK WAHLBERG YOUTH FOUNDATION P.O. BOX 610287 NEWTON, MA 02461		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
THE MASSACHUSETTS INSTITUTE FOR A NEW COMMONWEALTH, INC. 11 BEACON STREET, SUITE 500 BOSTON, MA 02108		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
THE MCLEAN HOSPITAL CORPORATION 115 MILL ST. BELMONT, MA 02478		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
THE STEPPINGSTONE FOUNDATION INC. 155 FEDERAL ST BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
THE UNIVERSITY OF MASS. FOUNDATION C/O CONVENTURES ONE DESIGN CENTER PLACE BOSTON, MA 02210		PC	SCHOLARSHIP FUND	100,000.
THE WOMEN'S LUNCH PLACE PO BOX 170900 BOSTON, MA 02117		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
TITO JACKSON COMMUNITY FUND, INC 185 DEVONSHIRE STREET, SUITE 200 BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
TRINITY CATHOLIC ACADEMY 37 ERIE AVENUE BROCKTON, MA 02302		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
UASPIRE INC. 31 MILK STREET, SUITE 900 BOSTON, MA 02109		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

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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
UNITED WAY OF MASS. BAY AND MERRIMACK VALLEY P.O. BOX 51381 BOSTON, MA 02205		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
UNIVERSITY OF NOTRE DAME UNIVERSITY OF NOTRE DAME NOTRE DAME, IN 46556		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
URBAN LEAGUE OF SPRINGFIELD, INC. ONE FEDERAL ST. BLDG. 111-3 SPRINGFIELD, MA 01105		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
VETERANS LEGAL SERVICES 225 FRIEND STREET, SUITE 504 BOSTON, MA 02114		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
WHITTIER STREET HEALTH CENTER 1125 TREMONT STREET ROXBURY, MA 02120		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
YANCEY BOOKFAIR FOUNDATION ATTN: CHARLES YANCEY ONE CITY HALL SQUARE BOSTON, MA 02201		PC	BOOK FAIR	2,500.
ACE MENTOR PROGRAM OF SOUTH FLORIDA, INC 1395 SHOTGUN ROAD SUNRISE, FL 33326		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	464.
ADOPT-A-STUDENT FOUNDATION 82 DEVONSHIRE STREET BOSTON, MA 02109		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	20,000.
ALS FAMILY CHARITABLE FOUNDATION, INC. P.O. BOX 229 BUZZARDS BAY, MA 02352		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
AMERICAN HEART ASSOCIATION 20 SPEEN STREET FRAMINGHAM, MA 01701		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
Total from continuation sheets				

SUFFOLK CARES CHARITABLE

FOUNDATION, INC. (F/K/A SUFFOLK CARES)

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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
ARCHDIOCESE OF NEW YORK 1011 FIRST AVE NEW YORK, NY 10022		PC	JOHN CARDINAL O'CONNOR SCHOOL FOR SPECIAL NEEDS	5,000.
BARBARA BUSH CHILDREN'S HOSPITAL 22 BRAMHALL STREET PORTLAND, ME 04102		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
BAY AREA COUNCIL ECONOMIC INSTITUTE 353 SACRAMENTO STREET, 10TH FLOOR SAN FRANCISCO, CA 94111		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,000.
BAY AREA DEPUTY SHERIFFS CHARITABLE FOUNDATION 353 SACRAMENTO STREET, 10TH FLOOR SAN FRANCISCO, CA 94111		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,000.
BAYSTATE HEALTH FOUNDATION 280 CHESTNUT ST, 6TH FLOOR SPRINGFIELD, MA 01199		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	500.
BAYSTATE WING MEMORIAL HOSPITAL CORPORATION 40 WRIGHT ST. PALMER, MA 01069		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,500.
BIG BROTHERS OF MASSACHUSETTS BAY 75 FEDERAL STREET 5TH FLOOR BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
BOSTON MEDICAL CENTER-DONATION 660 HARRISON AVENUE, 3RD FLOOR BOSTON, MA 02118		PC	BUILDING THE NEW BMC AND GENERAL PURPOSE	210,000.
BOSTON POLICE FOUNDATION 11 ARLINGTON ST BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,500.
BRYANT COLLEGE 1150 DOUGLAS PIKE SMITHFIELD, RI 02917		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	300.
Total from continuation sheets				

SUFFOLK CARES CHARITABLE

FOUNDATION, INC. (F/K/A SUFFOLK CARES)

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

Recipient	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
Name and address (home or business)				
CALIFORNIA STATE UNIVERSITY NORTHRIDGE, FOUNDATION 18111 NORDHOFF STREET NORTHRIDGE, CA 91330		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	3,850.
CCFA 280 HILLSIDE AVENUE NEEDHAM, MA 02494		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	50,000.
CHAMPIONS FOR CHILDREN'S C/O CHILDREN'S HOSPITAL TRUST 1 AUTUMN STREET #731 BOSTON, MA 02215		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
CHILDREN'S ADVOCACY CENTER OF SUFFOLK COUNTY 989 COMMONWEALTH AVENUE BOSTON, MA 02215		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
CHRISTOPHER MARK CANCER FOUNDATION 9 GREENBRIAR ROAD CANTON, MA 02021		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,000.
CITY OF HOPE 1055 WILSHIRE BLVD, 12TH FLOOR LOS ANGELES, CA 90017		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	4,000.
EAST BAY BICYCLE COALITION PO BOX 1736 OAKLAND, CA 94604		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,000.
EMERSON COLLEGE 120 BOYLSTON STREET BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	6,100.
FRANCISCAN HOSPITAL FOR CHILDREN 30 WARREN STREET BRIGHTON, MA 02135		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	15,000.
GREENLIGHT FUND 200 CLARENDON STREET, 9TH FLOOR BOSTON, MA 02116		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	7,500.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

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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
HEALTH CARE WITHOUT WALLS 148 LINDEN STREET, SUITE 208 WELLESLEY, MA 02482		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,500.
HOSPITALITY HOMES P.O. BOX 15265 BOSTON, MA 02215		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,500.
JIMMY MEMORIAL 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,500.
JUNIOR ACHIEVEMENT 3003 OAK ROAD, SUITE 109 WALNUT CREEK, CA 94597		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	7,500.
LAHEY CLINIC, INC. 41 MALL ROAD BURLINGTON, MA 01805		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	7,500.
LAZ CHARITABLE FOUNDATION 3 COPLEY PLACE, SUITE 3202 BOSTON, MA 02116		PC	SPECIAL OLYMPICS	3,000.
MARY & JOHN ELLIOT CHARITABLE FOUNDATION 4 ELLIOT WAY, SUITE 301 MANCHESTER, NH 03103		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	3,000.
MASS. GENERAL HOSPITAL 125 NASHUA STREET, SUITE 540 BOSTON, MA 02114		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,500.
MASSACHUSETTS EYE & EAR INFIRMARY 243 CHARLES STREET BOSTON, MA 02114		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
MASSACHUSETTS IRAQ & AFGHANISTAN FALLEN HEROES MEMORIAL FUND 760 ADAMS STREET DORCHESTER, MA 02122		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,000.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
FOUNDATION, INC. (F/K/A SUFFOLK CARES)**

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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
MSPCA-ANGELL MEMORIAL ANIMAL MEDICAL CENTER 350 SOUTH HUNTINGTON AVE BOSTON, MA 02130		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	500.
MUSCULAR DYSTROPHY ASSOCIATION 33 LYMAN ROAD, #205 WESTBOROUGH, MA 01581		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	7,500.
NORTHEASTERN UNIVERSITY P.O. BOX 895 BOSTON, MA 02117		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,360.
REGIS COLLEGE 235 WELLESLEY STREET WESTON, MA 02493		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
SAN FRANCISCO BAY AREA COUNCIL, BOY SCOUTS OF AMERICA 1001 DAVIS ST SAN LEANDRO, CA 94577		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	31,000.
SAN FRANCISCO OPERA ASSOCIATION 301 VAN NESS AVENUE SAN FRANCISCO, CA 94102		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
SCHOOL DISTRICT OF PALM BEACH COUNTY POLO PARK MIDDLE SCHOOL, 11901 LAKE WORTH RD. WELLINGTON, FL 33449		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	350.
SFHAC/GREENBELT ALLIANCE 312 SUTTER STREET, SUITE 510 SAN FRANCISCO, CA 94108		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,000.
SILICON VALLEY BICYCLE COALITION 1922 THE ALAMEDA, SUITE 420 SAN JOSE, CA 95126		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	15,000.
SPUR 654 MISSION ST SAN FRANCISCO, CA 94105		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,000.
Total from continuation sheets				

SUFFOLK CARES CHARITABLE

FOUNDATION, INC. (F/K/A SUFFOLK CARES)

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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
THE AMERICAN IRELAND FUND 211 CONGRESS STREET, 10TH FLOOR BOSTON, MA 02110		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
THE GIVING CIRCLE CHARITABLE TRUST 65 ALLERTON ST. BOSTON, MA 02119		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	500.
THE LEO J. MONTY SCHOLARSHIP, INC. 17 BROOKWELD RD CANTON, MA 02021		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,000.
THE MASSACHUSETTS CONFERENCE FOR WOMEN PO BOX 55071 75355 BOSTON, MA 02205		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	25,000.
THE TRUST FOR PUBLIC LAND 101 MONTGOMERY STREET, SUITE 900 SAN FRANCISCO, CA 94104		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	2,500.
THOMAS S. GUNNING SCHOLARSHIP FOUNDATION 100 GROSSMAN DRIVE, STE 300 BRAINTREE, MA 02184		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	500.
TRAVIS ROY FOUNDATION C/O HEMENWAY & BARNES, LLP 75 STATE STREET, 16TH FLOOR BOSTON, MA 02109		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	5,000.
TUFTS MEDICAL CENTER, INC. 800 WASHINGTON STREET BOSTON, MA 02111		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
UASPIRE INC. 31 MILK STREET, SUITE 900 BOSTON, MA 02109		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
UNITED WAY OF MASS. BAY AND MERRIMACK VALLEY P.O. BOX 51381 BOSTON, MA 02205		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	500.
Total from continuation sheets				

**SUFFOLK CARES CHARITABLE
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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
UNITED WAY OF MIAMI-DADE THE ANSIN BUILDING, 3250 SW THIRD AVENUE MIAMI, FL 33129		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	100,000.
WENTWORTH INSTITUTE OF TECHNOLOGY 550 HUNTINGTON AVE BOSTON, MA 02215		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	1,500.
YMCA OF GREATER BOSTON, INC. 316 HUNTINGTON AVE BOSTON, MA 02115		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	10,000.
YMCA OF GREATER NEW YORK 5 WEST 63RD ST NEW YORK, NY 10023		PC	CHARITABLE DONATION FOR THE ORGANIZATION'S GENERAL PURPOSE	6,000.
Total from continuation sheets				



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$15.00

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

Articles of Amendment

(General Laws, Chapter 180, Section 7)

Identification Number: 205409073

We, JOHN FISH ☒ President ☐ Vice President,

and JAY TANGNEY ☒ Clerk ☐ Assistant Clerk,

of SUFFOLK CARES, INC.

located at 65 ALLERTON ST. BOSTON, MA 02119 USA

do hereby certify that these Articles of Amendment affecting articles numbered:

☒ Article 1

☐ Article 2

☐ Article 3

☐ Article 4

(Select those articles 1, 2, 3, and/or 4 that are being amended)

of the Articles of Organization were duly adopted at a meeting held on 1/31/2017, by vote of: 0 members, 5 directors, or 0 shareholders, being at least two-thirds of its members/directors legally qualified to vote in meetings of the corporation (or, in the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote therein):

ARTICLE I

The exact name of the corporation, **as amended**, is
(Do not state Article I if it has not been amended.)

SUFFOLK CARES CHARITABLE FOUNDATION, INC.

ARTICLE II

The purpose of the corporation, **as amended**, is to engage in the following business activities.
(Do not state Article II if it has not been amended.)

ARTICLE III

A corporation may have one or more classes of members. **As amended**, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below.

ARTICLE IV

As amended, other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the business entity, or of its

directors or members, or of any class of members, are as follows:
(If there are no provisions state "NONE")

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 180, Section 7 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later Effective Date:

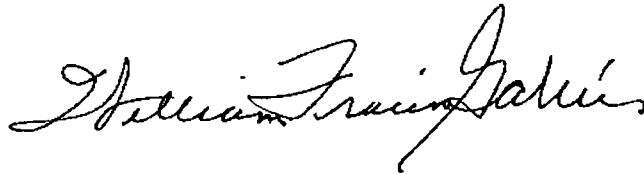
Signed under the penalties of perjury, this 6 Day of February, 2017, JOHN FISH, its , President / Vice President,
JAY TANGNEY, Clerk / Assistant Clerk.

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

February 06, 2017 02:10 PM

A handwritten signature in cursive script, reading "William Francis Galvin". The signature is written in dark ink and is centered on the page.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth