EXTENDED TO AUGUST 15, 2017

Form 990-PF Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning OCT 1, 2015 , and ending SEP 30, 2016

Name of foundation
THE BEHRAKIS FOUNDATION
C/O STEPHANIE B. LIAKOS, TRUSTEE

A Employer identification number
04-3348263

Number and street (or P O box number if mail is not delivered to street address) Room/suite
24 MUZZEY STREET

B Telephone number
(781) 861-9114

City or town, state or province, country, and ZIP or foreign postal code
LEXINGTON, MA 02421

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) ▶$ 3,622,836.

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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	93.	93.		STATEMENT 1
	4 Dividends and interest from securities	65,732.	65,732.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	42,741.			
	b Gross sales price for all assets on line 6a 51,099.				
	7 Capital gain net income (from Part IV, line 2)		42,741.		
	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	108,566.	108,566.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	85,000.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	16,976.	0.		0.
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	6,667.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	8,810.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	117,453.	0.		0.
	25 Contributions, gifts, grants paid	163,500.			163,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	280,953.	0.		163,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<172,387.>			
	b **Net investment income** (if negative, enter -0-)		108,566.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED JUN 26 2017

SCANNED JUN 28 2017

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	288,257.	109,075.	109,075.
	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	626,180.	632,125.	1,113,450.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	2,289,593.	2,289,593.	2,398,885.
	14 Land, buildings, and equipment: basis ▶ 12,477.			
	Less accumulated depreciation STMT 6 ▶ 11,051.	576.	1,426.	1,426.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,204,606.	3,032,219.	3,622,836.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] 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	3,204,606.	3,032,219.	
	30 Total net assets or fund balances	3,204,606.	3,032,219.	
	31 Total liabilities and net assets/fund balances	3,204,606.	3,032,219.	

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	3,204,606.
2 Enter amount from Part I, line 27a	2	<172,387.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,032,219.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,032,219.

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	SEE ATTACHED STATEMENT			
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	51,099.		8,358.	42,741.

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				42,741.

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 — 42,741.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	182,501.	3,868,046.	.047182
2013	215,699.	3,969,043.	.054345
2012	162,800.	3,835,385.	.042447
2011	148,550.	3,728,586.	.039841
2010	167,773.	3,972,176.	.042237

2	**Total** of line 1, column (d)	2	.226052
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	.045210
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	3,570,073.
5	Multiply line 4 by line 3	5	161,403.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,086.
7	Add lines 5 and 6	7	162,489.
8	Enter qualifying distributions from Part XII, line 4	8	163,500.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	1,086.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,086.
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	1,086.
6	Credits/Payments:				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,232.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	4,232.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,146.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 3,146. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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.			
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
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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) ▶ MA			
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

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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STEPHANIE B. LIAKOS, TRUSTEE Telephone no. ▶ 781-861-9114

Located at ▶ 24 MUZZEY STREET, LEXINGTON, MA ZIP+4 ▶ 02421

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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	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? ☐ 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

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGE D. BEHRAKIS C/O THE BEHRAKIS FDN, 24 MUZZEY STREE LEXINGTON, MA 02421	TRUSTEE 0.00	0.	0.	0.
MARGO BEHRAKIS C/O THE BEHRAKIS FDN, 24 MUZZEY STREE LEXINGTON, MA 02421	TRUSTEE 0.00	0.	0.	0.
DRAKE BEHRAKIS C/O THE BEHRAKIS FDN, 24 MUZZEY STREE LEXINGTON, MA 02421	TRUSTEE 0.00	0.	0.	0.
STEPHANIE B. LIAKOS C/O THE BEHRAKIS FDN, 24 MUZZEY STREE LEXINGTON, MA 02421	TRUSTEE 20.00	85,000.	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	3,420,362.
b	Average of monthly cash balances	1b	204,078.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,624,440.
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	3,624,440.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	54,367.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,570,073.
6	**Minimum investment return.** Enter 5% of line 5	6	178,504.

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	178,504.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 1,086.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,086.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	177,418.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	177,418.
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	177,418.

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	163,500.
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	163,500.
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	1,086.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	162,414.

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				177,418.
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				
d From 2013 10,946.				
e From 2014				
f **Total** of lines 3a through e	10,946.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 163,500.				
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				163,500.
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).)	10,946.			10,946.
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				2,972.
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 ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 9

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:

SEE STATEMENT 10

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
a *Paid during the year*				
REFER TO ATTACHMENT B	N/A	501(C)(3)	REFER TO ATTACHMENT B	163,500.
Total			▶ 3a	163,500.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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			14	93.	
4 Dividends and interest from securities			14	65,732.	
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			18	42,741.	
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.		108,566.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 108,566.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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: [signature] Date: 6/20/17 Title: TRUSTEE

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
Anastasios Parafestas	[signature]	6/16/17		P00960470

Firm's name ▶ THE BOLLARD GROUP LLC — Firm's EIN ▶ 04-3450484

Firm's address ▶ ONE JOY STREET
BOSTON, MA 02108 — Phone no. 6177205800

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	0.39 SHS JOHNSON CONTROLS INTL PLC	P	09/06/16	09/06/16
b	0.7 SHS CALIFORNIA RESOURCES CORP	P	08/24/06	03/29/16
c	300 SHS JOHNSON CONTROLS INC	P	11/26/01	09/06/16
d	75 SHS JOHNSON CONTROLS INC	P	08/21/08	09/06/16
e	0.93 SHS CHARTER COMMUNICATIONS INC CLA	P	02/08/08	05/19/16
f	0.1 SHS CALIFORNIA RESOURCES CORP	P	08/24/06	06/01/16
g	98 SHS TIME WARNER CABLE INC	P	VARIOUS	05/19/16
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

	(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	19.		18.	1.
b	1.		16.	<15.>
c	13,174.		4,025.	9,149.
d	3,293.		2,342.	951.
e	211.		134.	77.
f	2.		4.	<2.>
g	9,800.		1,819.	7,981.
h	24,599.			24,599.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1.
b				<15.>
c				9,149.
d				951.
e				77.
f				<2.>
g				7,981.
h				24,599.
i				
j				
k				
l				
m				
n				
o				

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	42,741.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

523591
04-01-15

Envelope # BCDGLMBBBCSRR

THE BOLLARD GROUP
ANASTASIOS PARAFESTAS
1 JOY ST
BOSTON MA 02108-1403

Brokerage THE BEHRAKIS FOUNDATION
▶ **Account Number: 151-043206**

Your Account Value: **$3,621,409.66**

Change from Last Period: ▼ $10,052.99

	This Period	Year-to-Date
Beginning Account Value	**$3,631,462.65**	**$3,640,617.98**
Additions	-	19.96
Subtractions	-19,165.64	-207,206.95
Change in Investment Value *	9,112.65	187,978.67
Ending Account Value **	**$3,621,409.66**	**$3,621,409.66**
Accrued Interest (AI)	0.00	
Ending Account Value Incl. AI	$3,621,409.66	

* *Appreciation or depreciation of your holdings due to price changes plus any distribution and income earned during the statement period.*

** *Excludes unpriced securities.*

Your Advisor is an independent organization and is not affiliated with Fidelity Investments. Brokerage services provided by Fidelity Brokerage Services LLC (FBS), Member NYSE, SIPC (800) 544-6666. Brokerage accounts carried with National Financial Services LLC (NFS), Member NYSE, SIPC.

A02594584020160930

Attachment A

Account # 151-043206
CORPORATION

Account Summary

Account Value: $3,621,409.66

Change in Account Value ▼ $10,052.99

	This Period	Year-to-Date
Beginning Account Value	$3,631,462.65	$3,640,617.98
Additions	-	19.96
Deposits	-	19.96
Subtractions	-19,165.64	-207,206.95
Withdrawals	-7,873.64	-73,523.22
Cards, Checking & Bill Payments	-11,292.00	-133,683.73
Change in Investment Value *	9,112.65	187,978.67
Ending Account Value	$3,621,409.66	$3,621,409.66
Accrued Interest (AI)	0.00	
Ending Account Value Incl. AI	$3,621,409.66	

* *Appreciation or depreciation of your holdings due to price changes plus any distribution and income earned during the statement period*

Income Summary

	This Period	Year-to-Date
Taxable	$6,676.83	$40,891.42
Dividends	5,648 27	36,294.31
Long-term Capital Gains	1,028.56	4,597 11

Top Holdings

Description	Value	Percent of Account
Fidelity Short Term Bond	$1,123,921 36	31%
Aberdeen Select Intl Equity Fund II Cl I	181,275.02	5
Fidelity Real Estate Income	177,940.88	5
Fidelity Strategic Dividend & Income	174,958.32	5
Fidelity Diversified International	173,627.23	5
Fidelity Convertible Securities	155,170.74	4
Fidelity Small Cap Stock	148,962.86	4
Fidelity 500 Index Premium Class	144,431.99	4
Fid Stock Selector Large Cap Value FD	118,596.16	3
Fidelity Government Cash Reserves	109,074.67	3
Total	**$2,507,959.23**	**69%**

Core Account and Credit Balance Cash Flow

Core Account FIDELITY GOVERNMENT CASH RESERVES

	This Period	Year-to-Date
Beginning Balance	$119,396.31	$263,189.46
Investment Activity		
Dividends, Interest & Other Income D	6,695.51	41,123.07
Other Activity In	-	0.64
Other Activity Out	2,148.49	11,948 49
Total Investment Activity	$8,844.00	$53,072.20

2/1

Account Summary

Core Account and Credit Balance Cash Flow (continued)
Core Account: FIDELITY GOVERNMENT CASH RESERVES

	This Period	Year-to-Date
Cash Management Activity		
Deposits	-	19.96
Withdrawals	-7,873.64	-73,523.22
Checking Activity	-11,292.00	-133,683.73
Total Cash Management Activity	**-$19,165.64**	**-$207,186.99**
Ending Balance	**$109,074.67**	**$109,074.67**

D *Includes dividend reinvestments.*

Realized Gains and Losses from Sales
(May not reflect all gains and losses due to incomplete cost basis)

	This Period	Year-to-Date
Net Short-term Gain/Loss	**0.98**	**0.98**
Short-term Gain	0.98	0.98
Net Long-term Gain/Loss	**8,371.64**	**11,026.68**
Long-term Gain	10,101.94	12,799.50
Long-term Loss	-1,730.30	-1,772.82
Net Gain/Loss	**$8,372.62**	**$11,027.66**

3/14

Account # 151-043206
CORPORATION

Account Summary

Estimated Cash Flow

(Rolling as of September 30 2016)

Month	Bond & CD Income	Bond & CD Principal	Stock Income	Mutual Fund Income	Total Est. Cash Flow
October 2016	--	--	$1,556	$3,813	$5,369
November	--	--	1,898	897	2,795
December	--	--	2,615	13,139	15,754
January 2017	--	--	1,970	897	2,867
February	--	--	1,875	897	2,772
March	--	--	2,615	2,807	5,422
April	--	--	1,579	3,813	5,392
May	--	--	1,875	897	2,772
June	--	--	2,615	2,807	5,422
July	--	--	1,970	3,813	5,783
August	--	--	1,875	897	2,772
September	--	--	2,615	2,807	5,422
Total	**--**	**--**	**$25,058**	**$37,484**	**$62,542**

This table presents the estimated monthly interest and dividend income and return of principal that your current holdings may generate over the next rolling 12 months The cash flows displayed are estimates provided for informational purposes only and there is no guarantee that you will actually receive any of the amounts displayed. These estimates should not be relied upon for making investment, trading or tax decisions. The estimates for fixed rate domestic bond and CD income are calculated using the security's coupon rate. The estimates for domestic common stock and mutual fund income are calculated using an indicated annual dividend (IAD) The IAD is an estimate of a security's dividend payments for the next 12 months calculated based on prior and/or declared dividends for that security. IADs are sourced from third party vendors believed to be reliable, but no assurance can be made as to accuracy. There are circumstances in which these estimates will not be presented for a specific security you hold. **Please refer to Help/Glossary on Fidelity.com for additional information on these calculations.**

Bond & CD Income includes interest payments for fixed rate bonds and Certificates of Deposit (CDs).

Bond & CD Principal includes maturing principal payments for CDs and the following bonds: fixed rate, floating rate, variable rate, discount, and zero coupon.

Stock Income includes estimated dividend payments for common stock, ADR's, and REITs.

Mutual Fund Income includes estimated dividend payments for Fidelity and non-Fidelity mutual funds

4/14

Holdings

Core Account

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
FIDELITY GOVERNMENT CASH RESERVES (FDRXX) -- 7-day yield 0.13%	109,074.670	$1.0000	$109,074.67	not applicable	not applicable	$50.13	0.050%
Total Core Account (3% of account holdings)			**$109,074.67**			**$50.13**	

Mutual Funds

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Stock Funds							
FIDELITY DIVERSIFIED INTERNATIONAL (FDIVX)	4,900.571	$35.4300	$173,627.23	$131,992.34	$41,634.89	$1,519.18	0.870%
FIDELITY 500 INDEX PREMIUM CLASS (FUSVX)	1,884.551	76.6400	144,431.99	103,104.82	41,327.17	2,836.63	1.960
FIDELITY SMALL CAP STOCK (FSLCX)	8,317.301	17.9100	148,962.86	149,898.97	-936.11	-	-
FID STOCK SELECTOR LARGE CAP VALUE FD (FSLVX)	6,681.474	17.7500	118,596.16	105,642.15	12,954.01	-	-
FIDELITY CONVERTIBLE SECURITIES (FCVSX)	5,620.092	27.6100	155,170.74	118,998.78	36,171.96	4,254.41	2.740
FIDELITY STRATEGIC DIVIDEND & INCOME (FSDIX)	11,734.294	14.9100	174,958.32	126,444.70	48,513.62	4,576.37	2.620
FIDELITY REAL ESTATE INCOME (FRIFX)	14,693.714	12.1100	177,940.88	164,735.19	13,205.69	7,640.73	4.290
ABERDEEN SELECT INTL EQUITY FUND II CL I (JETIX)	18,019.386	10.0600	181,275.02	295,698.12[c]	-114,423.10	5,896.12	3.250
Total Stock Funds (35% of account holdings)			$1,274,963.20	$1,196,515.07	$78,448.13	$26,723.44	
Bond Funds							
FIDELITY SHORT TERM BOND (FSHBX) -- 30-day yield: 0.86%	129,933.105	$8.6500	$1,123,921.36	$1,093,077.89	$30,843.47	$10,708.89	0.950%
Total Bond Funds (31% of account holdings)			$1,123,921.36	$1,093,077.89	$30,843.47	$10,708.89	
Total Mutual Funds (66% of account holdings)			**$2,398,884.56**	**$2,289,592.96**	**$109,291.60**	**$37,432.33**	

5/14

Account # 151-043206
CORPORATION

Holdings

Stocks

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock							
AXIS CAPITAL HOLDINGS LTD COM USD0 0125 (AXS)	25.000	$54 3300	$1,358 25	$849 77 [C]	$508 48	$35 00	2 580%
JOHNSON CONTROLS INTERNATIONAL PLC COM USD1 00 (JCI)	313 000	46.5300	14,563 89	14,300 97	262.92	256 66	1 760
MALLINCKRODT PLC ORDINARY USD(MNK)	15 000	69 7800	1,046 70	410 79 [C]	635.91	-	-
MEDTRONIC PLC USD0.0001(MDT)	119 000	86 4000	10,281 60	9.069 08	1.212.52	204 68	1.990
CHUBB LIMITED COM NPV ISIN #CH0044328745 (CB)	50.000	125 6500	6,282 50	2,246 58 [C]	4,035 92	138 00	2 200
AT&T INC COM USD1(T)	350.000	40.6100	14,213 50	13,501 50 [C]	712.00	672 00	4 730
ABBOTT LABORATORIES(ABT)	250.000	42.2900	10,572.50	5,958 51 [C]	4,613 99	260 00	2 460
ABBVIE INC COM USD0.01(ABBV)	250 000	63 0700	15,767 50	6,461 50 [C]	9.306 00	570 00	3 620
AETNA INC NEW COM(AET)	250 000	115 4500	28,862.50	12,014.89 [C]	16,847 61	250 00	0 870
ALPHABET INC CAP STK CL C(GOOG)	37.000	777 2900	28.759 73	7.441 76 [C]	21,317 97	-	-
ALPHABET INC CAP STK CL A(GOOGL)	37.000	804 0600	29.750.22	7,485 22 [C]	22,265.00	-	-
APACHE CORP(APA)	100.000	63 8700	6,387.00	10,980 00 [C]	-4,593.00	100 00	1 570
APPLE INC(AAPL)	490 000	113.0500	55,394.50	5,503.48 [C]	49,891 02	1.117 20	2 020
BB & T CORP(BBT)	50 000	37 7200	1,886 00	779.79 [C]	1,106 21	60 00	3 180
BANK OF AMERICA CORP(BAC)	1 025 000	15 6500	16,041.25	36.456 26 [C]	-20,415 01	307 50	1 920
BANK NEW YORK MELLON CORP(BK)	250.000	39.8800	9,970.00	11,260.80 [C]	-1,290 80	190.00	1 910
BARD C R INC(BCR)	60 000	224 2800	13,456.80	5,630.36 [C]	7,826 44	62 40	0 460
BLACKHAWK NETWORK HLDGS INC(HAWK)	57 000	30 1700	1,719.69	1,396.50	323 19	-	-
BOEING CO(BA)	100.000	131 7400	13,174 00	8,895.00 [C]	4,279.00	436 00	3 310
BRISTOL MYERS SQUIBB(BMY)	200 000	53 9200	10.784 00	7,074 93 [C]	3,709 07	304 00	2 820
CVS HEALTH CORP COM(CVS)	350 000	88 9900	31,146 50	11.538.49 [C]	19,608 01	595 00	1 910
CALIFORNIA RES CORP COM NEW(CRC)	6 000	12 5000	75 00	254.62 [C]	-179.62	-	-
CATERPILLAR INC(CAT)	75 000	88 7700	6,657.75	2,292 37 [C]	4,365 38	231 00	3 470
CELGENE CORP(CELG)	300 000	104 5300	31,359 00	7 671 16 [C]	23,687 84	-	-
CHARTER COMMUNICATIONS INC	47 000	269 9700	12,688 59	6,762 98 [C]	5,925 61	-	-

Holdings

Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock (continued)							
DISNEY WALT CO (DIS)	550.000	92.8600	51,073.00	14,662.27[c]	36,410.73	781.00	1.530
ECOLAB INC (ECL)	75.000	121.7200	9,129.00	2,425.02[c]	6,703.98	105.00	1.150
EXELON CORP (EXC)	125.000	33.2900	4,161.25	11,199.81[c]	-7,038.56	159.00	3.820
EXXON MOBIL CORP (XOM)	455.000	87.2800	39,712.40	24,306.56[c]	15,405.84	1,365.00	3.440
FIRSTENERGY CORP (FE)	125.000	33.0800	4,135.00	9,102.50[c]	-4,967.50	180.00	4.350
FREEPORT MCMORAN INC (FCX)	250.000	10 8600	2,715.00	8,663.24[c]	-5,948.24	-	-
FRONTIER COMMUNICATIONS CORP (FTR)	102 000	4.1600	424.32	1,115.52[c]	-691.20	42.84	10.100
GENERAL ELECTRIC CO (GE)	500 000	29.6200	14,810.00	16,402.55[c]	-1,592.55	460.00	3.110
GENERAL MILLS INC (GIS)	50.000	63.8800	3,194.00	1,510 65[c]	1,683.35	96.00	3.010
GILEAD SCIENCES INC (GILD)	350.000	79.1200	27,692.00	8,198.85[c]	19,493.15	658.00	2.380
GOLDMAN SACHS GROUP INC (GS)	105.000	161.2700	16,933.35	12,349.15[c]	4,584.20	273.00	1.610
HP INC COM (HPQ)	425.000	15.5300	6,600.25	7,193.26[c]	-593.01	210.80	3.190
HESS CORP COM (HES)	65 000	53.6200	3,485.30	5,624.93[c]	-2,139.63	65 00	1.860
HEWLETT PACKARD ENTERPRISE CO COM (HPE)	425.000	22.7500	9,668.75	7,536.55[c]	2,132 20	93.50	0.970
INTL BUSINESS MACH (IBM)	150.000	158.8500	23,827.50	15,678.09[c]	8,149.41	840.00	3.530
MARATHON OIL CORP (MRO)	100 000	15 8100	1,581.00	3,014.31[c]	-1,433.31	20.00	1.270
MEAD JOHNSON NUTRITION CO COM (MJN)	42.000	79.0100	3,318.42	1,331.55[c]	1,986.87	69.30	2.090
MERCK & CO INC NEW COM (MRK)	713.000	62.4100	44,498.33	26,306.74[c]	18,191.59	1,311.92	2.950
METLIFE INC COM (MET)	125.000	44.4300	5,553.75	3,678.42[c]	1,875.33	200.00	3.600
MICROSOFT CORP (MSFT)	850.000	57.6000	48,960.00	23,320.46[c]	25,639.54	1,326.00	2.710
MONSANTO CO NEW (MON)	50.000	102.2000	5,110.00	5,859.68[c]	-749.68	108 00	2.110
MORGAN STANLEY (MS)	350 000	32.0600	11,221.00	12,314.21[c]	-1,093 21	280.00	2 500
NIKE INC CLASS B (NKE)	500.000	52.6500	26,325.00	7,577.75[c]	18,747.25	320.00	1.220
NORFOLK SOUTHERN CRP (NSC)	300.000	97.0600	29,118 00	12,598.55[c]	16,519.45	708 00	2.430
OCCIDENTAL PETROLEUM CORP (OXY)	125.000	72.9200	9,115.00	7,073.45[c]	2,041.55	380.00	4.170
PEPSICO INC (PEP)	195.000	108.7700	21,210.15	13,456.17[c]	7,753 98	586.95	2.770
PFIZER INC (PFE)	723.000	33 8700	24,488.01	10,385.03[c]	14,102.98	867.60	3 540
PHILLIPS 66 COM (PSX)	62.000	80.5500	4,994 10	1,357.25[c]	3,636.85	156.24	3 130
PROCTER AND GAMBLE CO COM (PG)	325.000	89 7500	29,168.75	15,472.37[c]	13,696.38	870.35	2.980
QUALCOMM INC (QCOM)	350.000	68.5000	23,975.00	13.520 57[c]	10,454 43	742.00	3.090
SAFEWAY CASA LEY CVR	350.000	-	unavailable	355 22	unavailable	-	-
SAFEWAY PDC LLC CVR	350.000	-	unavailable	17.08	unavailable	-	-

7/14

Holdings

Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock (continued)							
SCHLUMBERGER LIMITED COM USD0.01 (SLB)	200 000	78.6400	15,728 00	9,042 43 c	6,685 57	400 00	2 540
STAPLES INC(SPLS)	100.000	8.5500	855 00	1,934 97 c	-1,079.97	48 00	5 610
SYSCO CORP(SYY)	175.000	49.0100	8,576.75	5,539 13 c	3,037 62	217 00	2 530
TD AMERITRADE HLDG CORP COM(AMTD)	225 000	35 2400	7 929 00	3,523 95 c	4 405 05	153.00	1 930
TIME INC NEW COM (TIME)	37 000	14 4800	535 76	364 74 c	171 02	28 12	5 250
TIME WARNER INC NEW COM NEW(TWX)	300.000	79 6100	23,883 00	8,758 06 c	15,124.94	483 00	2 020
TOUCHSTONE EXPL INC NEW COM ISIN #CA89156L1085 SEDOL #BMNS9K7 (PBEGF)	500.000	0.1332	66 57	915 90	-849.33	-	-
TRAVELERS COMPANIES INC COM STK NPV (TRV)	100.000	114 5500	11,455 00	4 373 44 c	7 081 56	268 00	2.340
US BANCORP DEL COM NEW(USB)	350.000	42.8900	15,011.50	11,062 24 c	3,949 26	392 00	2 610
UNITED TECHNOLOGIES CORP COM USD1 (UTX)	200.000	101 6000	20,320 00	9,597 00 c	10,723 00	528 00	2 600
VERIZON COMMUNICATIONS(VZ)	425 000	51 9800	22,091.50	20,234 21 c	1,857 29	981 75	4 440
WAL-MART STORES INC COM(WMT)	200 000	72 1200	14,424.00	8,889 93 c	5,534 07	400 00	2 770
XILINX INC (XLNX)	300.000	54 3400	16 302.00	6,898.59 c	9,403 41	396 00	2 430
YAHOO INC(YHOO)	150 000	43.1000	6,465 00	3,476 07 c	2,988.93	-	-
YUM BRANDS INC(YUM)	150 000	90 8100	13,621 50	5,463.63 c	8,157.87	306 00	2 250
ZIMMER BIOMET HLDGS INC COM (ZBH)	75 000	130 0200	9,751.50	2,998 50 c	6,753 00	72 00	0 740
Total Common Stock (31% of account holdings)			$1,113,450 43	$638,895.87	$474,926 86	$25,058 81	
Total Stocks (31% of account holdings)			**$1,113,450.43**	**$638,895.87**	**$474,926.86**	**$25,058.81**	
Total Holdings			**$3,621,409.66**	**$2,928,488.83**	**$584,218.46**	**$62,541.27**	

8/14

Holdings

EAI & EY **Estimated Annual Income (EAI) & Estimated Yield (EY)**- *EAI is an estimate of annual income for a specific security position over the next rolling 12 months EY is calculated by dividing the current EAI for a security position by its statement closing date market value. EY reflects only the income generated by an investment; it does not reflect changes in its price, which may fluctuate For certain types of securities, EAI and EY could include the return of principal or capital gains which would render them overstated EAI and EY are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. There is no guarantee that your investments will actually generate the EAI or EY presented Actual income and yield might be higher or lower. EAI and EY should not be confused with a security's 30-day Yield or 7-day Yield, if provided, as such yield quotations reflect the actual historical performance of a security.* ***For additional information, including calculation details, refer to the "Additional Information and Endnotes" section at the end of your statement.***

c *Cost basis information (or proceeds from short sales) has been provided by you and has not been adjusted except as otherwise indicated. When positions are transferred between accounts, in certain cases, cost basis information may be automatically transferred and deemed to be customer-provided.*

Activity

Trades Pending Settlement

Trade Date	Settlement Date	Security Name	Symbol/ CUSIP	Description	Quantity	Price	Total Cost Basis	Amount
09/28	10/03	**CALIFORNIA RES CORP COM NEW**	CRC	Sold *Long-term gain: $1.28* *Long-term loss: $190.40*	-6.0000	$11.49400	$254 62[1]	$65 50
09/28	10/03	**FRONTIER COMMUNICATIONS CORP**	FTR	Sold *Long-term loss: $682.84*	-102.0000	4.32000	1,115.52[1]	432.68
09/28	10/03	**TOUCHSTONE EXPL INC NEW COM** ISIN #CA89156L1085 SEDOL #BMNS9K7	PBEGF	Sold *Long-term loss: $857.06*	-500.0000	0.12390	915 90[1]	58.84
Total Trades Pending Settlement								**$557.02**

Dividends, Interest & Other Income

(Includes dividend reinvestment)

Settlement Date	Security Name	Symbol/ CUSIP	Description	Quantity	Price	Amount
09/01	**BB & T CORP**	054937107	Dividend Received	-	-	$15.00
09/01	**CONOCOPHILLIPS**	20825C104	Dividend Received	-	-	31.25

9 / 14

Account # 151-043206
CORPORATION

Activity

Dividends, Interest & Other Income (continued)

Settlement Date	Security Name	Symbol/ CUSIP	Description	Quantity	Price	Amount
09/01	FIRSTENERGY CORP	337932107	Dividend Received	-	-	45.00
09/01	PFIZER INC	717081103	Dividend Received	-	-	216.90
09/01	PHILLIPS 66 COM	718546104	Dividend Received	-	-	39.06
09/02	BOEING CO	097023105	Dividend Received	-	-	109.00
09/06	JOHNSON CONTROLS INTERNATIONAL PLC COM USD0 01 TME PAYOUT 478366107 #REORLV0034245270221	G51502105	In Lieu Of Frx Share *Short-term gain: $0 98*	-	-	18.68
09/06	WAL-MART STORES INC COM	931142103	Dividend Received	-	-	100.00
09/08	MICROSOFT CORP	594918104	Dividend Received	-	-	306.00
09/09	EXELON CORP	30161N101	Dividend Received	-	-	39.75
09/09	EXXON MOBIL CORP	30231G102	Dividend Received	-	-	341.25
09/09	FIDELITY REAL ESTATE INCOME	316389865	Dividend Received	-	-	2,027.73
09/09	FIDELITY REAL ESTATE INCOME	316389865	Long-Term Cap Gain	-	-	1,028.56
09/10	INTL BUSINESS MACH	459200101	Dividend Received	-	-	210.00
09/10	NORFOLK SOUTHERN CRP	655844108	Dividend Received	-	-	177.00
09/10	UNITED TECHNOLOGIES CORP COM USD1	913017109	Dividend Received	-	-	132.00
09/12	MARATHON OIL CORP	565849106	Dividend Received	-	-	5.00
09/13	METLIFE INC COM	59156R108	Dividend Received	-	-	50.00
09/15	TIME INC NEW COM	887228104	Dividend Received	-	-	7.03
09/15	TIME WARNER INC NEW COM NEW	887317303	Dividend Received	-	-	120.75
09/21	QUALCOMM INC	747525103	Dividend Received	-	-	185.50
09/23	BANK OF AMERICA CORP	060505104	Dividend Received	-	-	76.88
09/29	GILEAD SCIENCES INC	375558103	Dividend Received	-	-	164.50
09/29	GOLDMAN SACHS GROUP INC	38141G104	Dividend Received	-	-	68.25
09/30	DEVON ENERGY CORP NEW	25179M103	Dividend Received	-	-	9.00
09/30	FIDELITY GOVERNMENT CASH RESERVES	316067107	Dividend Received	-	-	11.83
09/30	FIDELITY SHORT TERM BOND	316146208	Dividend Received	-	-	918.89
[illegible]	[illegible]	[illegible]	Dividend Received	-	-	10.71

Activity

Dividends, Interest & Other Income (continued)

Settlement Date	Security Name	Symbol/ CUSIP	Description	Quantity	Price	Amount
09/30	TRAVELERS COMPANIES INC COM STK NPV	89417E109	Dividend Received	-	-	67.00
Total Dividends, Interest & Other Income						**$6,695.51**

Other Activity In

Settlement Date	Security Name	Symbol/ CUSIP	Description	Quantity	Price	Total Cost Basis	Transaction Cost	Amount
09/06	JOHNSON CONTROLS INTERNATIONAL PLC COM USD0.01 TME PAYOUT 478366107 #REOR V0034245270221	G51502105	Tendered	313.000	-		-	-
Total Other Activity In							-	-

Other Activity Out

Settlement Date	Security Name	Symbol/ CUSIP	Description	Quantity	Price	Total Cost Basis	Transaction Cost	Amount
09/06	JOHNSON CTLS INC STOCK ELECTION FROM CUSIP 478366107 TME PAYOUT 478366107 #REORCV0034245270220	47STK9809	Tendered	-375.000	-	$6,366.50	-	$2,148.49
Total Other Activity Out							-	**$2,148.49**

Withdrawals

Date	Reference	Description	Amount
09/09	DEBIT ADP PAYROLL FE ADP - FEES		-$124.22
09/15	DEBIT ADP EEPAY/GARN EEPAY/GARN		-2,713.05
09/15	DEBIT ADP Tax/401k Tax/401k		-1,099.55
09/23	DEBIT ADP PAYROLL FE ADP - FEES		-124.22
09/29	DEBIT ADP EEPAY/GARN EEPAY/GARN		-2,713.04
09/29	DEBIT ADP Tax/401k Tax/401k		-1,099.56
Total Withdrawals			**-$7,873.64**

11/14

Activity

Checking Activity

Check Number	Payee	Post Date	Code	Description	Amount
1424	UMASS LOWELL LIBRARIES	09/21		Umass Lowell Libraries	-$5,000 00
1427 N	NORTHEAST ARC	09/22		Northeast Arc	-5,000 00
1429 N	THE HARTFORD	09/26		The Hartford	-1,292 00
Total Checking Activity					**-$11,292.00**

N *Check number has been skipped*

Daily Additions and Subtractions

Additions/subtractions from your Core Account, which utilizes FIDELITY GOVERNMENT CASH RESERVES, were effected on the dates and in the amounts indicated If your Core Account utilizes a Fidelity money market fund, these transactions were effected at $1.00/share, and the number of shares bought/ sold equals the transaction value

Date	Total Additions	Total Subtractions	Net Activity	Daily Balance	Date	Total Additions	Total Subtractions	Net Activity	Daily Balance
09/01	$347.21	-	$347 21	$119,743 52	09/15	-	-3,684 82	-3,684 82	122 627.94
09/02	109 00	-	109.00	119,852 52	09/21	-	-4,814.50	-4,814 50	117,813 44
09/06	2,267 17	-	2,267 17	122,119 69	09/22	-	-5,000 00	-5,000 00	112,813 44
09/08	306 00	-	306 00	122,425 69	09/23	-	-47 34	-47 34	112 766 10
09/09	3,313 07	-	3,313 07	125,738 76	09/26	-	-1,292.00	-1,292 00	111,474 10
09/12	524 00	-	524 00	126,262 76	09/29	-	-3,579 85	-3,579 85	107,894 25
09/13	50 00	-	50 00	126,312 76	09/30	1,180 42	-	1,180 42	109,074 67

Cost basis and gain/loss information is provided as a service to our customers and is based on standards for filing US Federal Tax Returns as determined by Fidelity This information is not intended to address tax law or reporting requirements applicable in your country of tax residence.

f *FIFO (First-In, First-Out)*

PR *In certain cases, gain/loss information may have been previously reported and is reflected in year to date totals only*

The Behrakis Foundation
October 1, 2015-September 30, 2016

Part XV Supplementary Information
a. Paid during the year

Charity	Address	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
AAFA-Comedy Show 2016	110 Highland Ave Needham,MA 02494	N/A	501(C)(3)	Health Services	$2,500 00
AHI membership	1220 16th St NW Washington,DC 20036	N/A	501(C)(3)	Community Service	$5,000 00
AHI-Annual Dinner	1220 16th St NW Washington,DC 20036	N/A	501(C)(3)	Community Service	$5,000 00
Alpha Omega 2016 Dinner Sponsor	Po BOX 752 Foxborough, MA 02035	N/A	501(C)(3)	Education	$3,000 00
American School of Classical Studies- Dr Camp 5/5	6-8 Charlton St, Princeton, NJ 08540	N/A	501(C)(3)	Education	$20,000 00
American School of Classical	6-8 Charlton St, Princeton, NJ 08540	N/A	501(C)(3)	Education	$2,500 00
Boys Club of Lowell 2016 Golf	657 Middlesex ST Lowell, MA 01851	N/A	501(C)(3)	Education	$5,000 00
Boys Club of Lowell 2015 Holiday Auction	657 Middlesex ST Lowell, MA 01851	N/A	501(C)(3)	Education	$1,500 00
Celebrities for Charities Foundation	38 Main St Andover, MA 01810	N/A	501(C)(3)	Humanitarian	$12,500 00
Childrens Hospital	401 Park DR Ste 602 Boston, MA 02215	N/A	501(C)(3)	Health Services	$10,000 00
Crossroads at Hellenic College	50 Goddard Ave Brookline, MA	N/A	501(C)(3)	Education	$5,000 00
D'Youville Manor 4/5	981 Varnum Avenue, Lowell, MA 01854	N/A	501(C)(3)	Health Services	$5,000 00
D'Youville Foundation 2016 Golf Classic	981 Varnum Avenue, Lowell, MA 01854	N/A	501(C)(3)	Community Service	$5,000 00
FHASNE	P O Box 2580 Woburn, MA 01888	N/A	501(C)(3)	Community Service	$500 00
Girls Inc- 750 Club	220 Worthen St Lowell Ma 01852	N/A	501(C)(3)	Community Service	$750 00
Hellenic College-2016 Golf Tournament	50 Goddard Ave Brookline, MA	N/A	501(C)(3)	Education	$5,000 00
IOCC	110 West Rd Suite 360 Baltimore, MD 21204	N/A	501(C)(3)	Humanitarian	$5,000 00
Kluzak Tournament/Cystic Fibrosis	6931 Arlington Road, 2nd Floor, Bethesda, MD 02814	N/A	501(C)(3)	Health Services	$4,500 00
Lowell Parks & Conservation Trust	PO BOX 7162 Lowell MA 01852	N/A	501(C)(3)	Community Service	$250 00
Maliotis Cultural Center	Po Box 300189 Jamaica Plain, MA 02130	N/A	501(C)(3)	Arts	$1,000 00
Metropolis of Boston-Golf 2016	162 Goddard Ave Brookline, MA 02446	N/A	501(C)(3)	Religious	$5,000 00
Middlesex Community College Celebrity Forum	591 springs RD Bedford, MA 01730	N/A	501(C)(3)	Education	$2,500 00
MSPCA Feline Care	350 S Huntington Ave Boston, MA 02115	N/A	501(C)(3)	Animal Protection	$8,000 00
Museum of Science 5/5	1 Science Park, Boston, MA 02114	N/A	501(C)(3)	Education	$5,000 00
New England Aquarium-Navigator Society	Central Wharf Boston, MA 02110	N/A	501(C)(3)	Education	$1,500 00
New England Conservatory	290 Huntington Ave Boston MA 02115	N/A	501(C)(3)	Education	$1,500 00
Pollard Memorial Library	401 Merrimack St Lowell, Ma 01852	N/A	501(C)(3)	Education	$500 00
UMASS Lowell Inaugural Celebration	1 University Ave, Lowell MA 01854	N/A	501(C)(3)	Education	$2,500 00
UMASS Lowell Libraries 1/2	1 University Ave, Lowell MA 01854	N/A	501(C)(3)	Education	$5,000 00
UMASS Foundation	1 University Ave, Lowell MA 01854	N/A	501(C)(3)	Education	$5,000 00
Whistler House Match -Summer Program	243 Worthen Street, Lowell, MA 01852	N/A	501(C)(3)	Education	$5,500 00
YMCA	35 YMCA DR , Lowell, MA	N/A	501(C)(3)	Community Service	$5,000 00
Nicholas J Baron Memorial		N/A	501(C)(3)		$5,000 00
New England Aquarium	Central Wharf Boston, MA 02110	N/A	501(C)(3)	Education	$1,500 00
Holy Trinity Creek Orthodox	62 Lewis St, Lowell, MA 01854	N/A	501(C)(3)	Humanitarian	$1,000 00
Metropolis of Boston-Golf 2016	162 Goddard Ave Brookline, MA 02446	N/A	501(C)(3)	Religious	$5,000 00
Northeast Arc	64 Holten Street Dancers, MA 01923	N/A	501(C)(3)	Community Service	$5,000 00
TOTAL					**$163,500 00**

Attachment B

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET DIVIDEND	93.	93.	
TOTAL TO PART I, LINE 3	93.	93.	

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
DIVIDEND INCOME	90,331.	24,599.	65,732.	65,732.	
TO PART I, LINE 4	90,331.	24,599.	65,732.	65,732.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	16,976.	0.		0.
TO FM 990-PF, PG 1, LN 16A	16,976.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EMPLOYER PAYROLL TAXES	6,667.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,667.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	1,914.	0.		0.
PAYROLL SERVICE	2,945.	0.		0.
FILING FEES	2,570.	0.		0.
SOFTWARE ANNUAL LICENSE	92.	0.		0.
AMORTIZATION	1,289.	0.		0.
TO FORM 990-PF, PG 1, LN 23	8,810.	0.		0.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 6

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
COMPUTER HARDWARE	2,702.	2,702.	0.	0.
SOFTWARE COSTS	5,750.	5,750.	0.	0.
SOFTWARE COSTS	1,886.	1,886.	0.	0.
SOFTWARE COSTS	2,139.	713.	1,426.	1,426.
TO 990-PF, PART II, LN 14	12,477.	11,051.	1,426.	1,426.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY	632,125.	1,113,450.
TOTAL TO FORM 990-PF, PART II, LINE 10B	632,125.	1,113,450.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIDELITY	COST	2,289,593.	2,398,885.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,289,593.	2,398,885.

FORM 990-PF PART XV - LINE 1A STATEMENT 9
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

GEORGE D. BEHRAKIS
MARGO BEHRAKIS

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

STEPHANIE B. LIAKOS, TRUSTEE
24 MUZZEY STREET
LEXINGTON, MA 02421

TELEPHONE NUMBER

781-861-9114

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD INCLUDE: SUMMARIZING COVER LETTER, A NARRATIVE PROPOSAL, PROJECT AND AGENCY BUDGETS, COPIES OF THE MOST RECENT IRS RULING, A FINANCIAL STATEMENT AND AUDIT REPORT, AND A LIST OF THE BOARD OF DIRECTORS.

ANY SUBMISSION DEADLINES

APPLICATIONS SHOULD BE SUBMITTED BETWEEN OCTOBER 1 AND JUNE 30 FOR THE CURRENT FISCAL YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

MINIMUM GRANTS ARE $100 PER ORGANIZATION.

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	* Current Year Deduction
1	COMPUTER HARDWARE	050198	SL	5.00	16	2,702.			2,702.	2,702.		0.
2	SOFTWARE COSTS	070198	167(F)	36M	43	5,750.			5,750.	5,750.		0.
3	SOFTWARE COSTS	083013		36M	43	1,886.			1,886.	1,310.		576.
14	SOFTWARE COSTS	101415		36M	42	2,139.			2,139.			713.
	* TOTAL 990-PF PG 1 DEPR & AMORT					12,477.		0.	12,477.	9,762.	0.	1,289.
	CURRENT ACTIVITY											
	BEGINNING BALANCE					10,338.		0.	10,338.	9,762.		
	ACQUISITIONS					2,139.		0.	2,139.	0.		
	DISPOSITIONS					0.		0.	0.	0.		
	ENDING BALANCE					12,477.		0.	12,477.	9,762.		
	ENDING ACCUM DEPR									11,051.		
	ENDING BOOK VALUE									1,426.		

528102
04-01-15

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction