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**Return of Private Foundation**

**2015**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

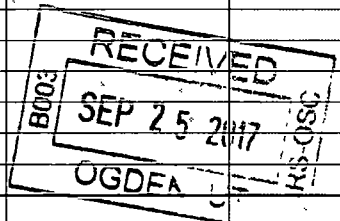
For calendar year 2015 or tax year beginning

11/01, 2015, and ending

10/31, 2016

|   |   |   |
|---|---|---|
| Name of foundation<br><b>THE ARMSTRONG FOUNDATION, INC</b>  |   | A Employer identification number<br>46-1632281  |
| Number and street (or P O box number if mail is not delivered to street address)<br><br>C/O THE AYCO CO, PO BOX 15014 |   | B Telephone number (see instructions)<br><br>(518) 640-5000   |
| Room/suite  |   | C If exemption application is pending check here. <input type="checkbox"/>  |
| City or town, state or province, country, and ZIP or foreign postal code<br><br>ALBANY, NY 12212-5014                 |   |   |
| G Check all that apply  | Initial return <input type="checkbox"/><br>Final return <input type="checkbox"/><br>Address change <input type="checkbox"/>   | D 1 Foreign organizations check here. <input type="checkbox"/><br>2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/> |
| H Check type of organization  | <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>  |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 26,508,135.</b>               | J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br><i>(Part I, column (d) must be on cash basis)</i>                | F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here. <input type="checkbox"/>  |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) |   | (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 (attach schedule)                       | 1,653,414.                         |                           |                         |   |
|  | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B. |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments.                               |                                    |                           |                         |   |
|  | 4 Dividends and interest from securities  | 1,223,737.                         | 1,223,721.                |                         | ATCH 1  |
|  | 5a Gross rents  |                                    |                           |                         |   |
|  | b Net rental income or (loss)   |                                    |                           |                         |   |
|  | 6a Net gain or (loss) from sale of assets not on line 10                            | -681,900.                          |                           |                         |   |
|  | b Gross sales price for all assets on line 6a                                       | 4,909,945.                         |                           |                         |   |
|  | 7 Capital gain net income (from Part IV, line 2)                                    |                                    | 0.                        |                         |   |
|  | 8 Net short-term capital gain.  |                                    |                           |                         |   |
|  | 9 Income modifications  |                                    |                           |                         |   |
|  | 10a Gross sales less returns and allowances   |                                    |                           |                         |   |
| b Less Cost of goods sold  |   |                                    |                           |                         |   |
| c Gross profit or (loss) (attach schedule)   |   |                                    |                           |                         |   |
| 11 Other income (attach schedule) ATCH 2   | -521,360.   | -521,360.                          |                           |                         |   |
| 12 Total Add lines 1 through 11  | 1,673,891.  | 702,361.                           |                           |                         |   |
| Operating and Administrative Expenses  | 13 Compensation of officers, directors, trustees, etc                               | 0.                                 |                           |                         |   |
|  | 14 Other employee salaries and wages  |                                    |                           |                         |   |
|  | 15 Pension plans, employee benefits   |                                    |                           |                         |   |
|  | 16a Legal fees (attach schedule)  |                                    |                           |                         |   |
|  | b Accounting fees (attach schedule)   |                                    |                           |                         |   |
|  | c Other professional fees (attach schedule)   |                                    |                           |                         |   |
|  | 17 Interest ATCH 3  | 9,460.                             | 9,460.                    |                         |   |
|  | 18 Taxes (attach schedule) (see instructions) [ 4 ]                                 | 47,401.                            | 4,180.                    |                         |   |
|  | 19 Depreciation (attach schedule) and depletion.                                    |                                    |                           |                         |   |
|  | 20 Occupancy  |                                    |                           |                         |   |
|  | 21 Travel, conferences, and meetings  |                                    |                           |                         |   |
|  | 22 Printing and publications  |                                    |                           |                         |   |
|  | 23 Other expenses (attach schedule) ATCH 5  | 4,574.                             | 3,107.                    |                         |   |
|  | 24 Total operating and administrative expenses Add lines 13 through 23.             | 61,435.                            | 16,747.                   |                         |   |
|  | 25 Contributions, gifts, grants paid  | 971,250.                           |                           |                         | 971,250.  |
| 26 Total expenses and disbursements Add lines 24 and 25  | 1,032,685.  | 16,747.                            |                           | 971,250.                |   |
| 27 Subtract line 26 from line 12   |   |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements  | 641,206.  |                                    |                           |                         |   |
| b Net investment income (if negative, enter -0-)   |   | 685,614.                           |                           |                         |   |
| c Adjusted net income (if negative, enter -0-)   |   |                                    |                           |                         |   |



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| Part II Balance Sheets      |  | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)                | Beginning of year |                | End of year           |  |
|-----------------------------|--|---|-------------------|----------------|-----------------------|--|
|                             |  |   | (a) Book Value    | (b) Book Value | (c) Fair Market Value |  |
| Assets                      | 1  | Cash - non-interest-bearing . . . . .   | 1,376,448.        | 843,287.       | 843,287.              |  |
|                             | 2  | Savings and temporary cash investments . . . . .  |                   |                |                       |  |
|                             | 3  | Accounts receivable ▶ . . . . .   |                   |                |                       |  |
|                             |  | Less allowance for doubtful accounts ▶ . . . . .  |                   |                |                       |  |
|                             | 4  | Pledges receivable ▶ . . . . .  |                   |                |                       |  |
|                             |  | Less allowance for doubtful accounts ▶ . . . . .  |                   |                |                       |  |
|                             | 5  | Grants receivable . . . . .   |                   |                |                       |  |
|                             | 6  | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                   |                |                       |  |
|                             | 7  | Other notes and loans receivable (attach schedule) ▶ . . . . .  |                   |                |                       |  |
|                             |  | 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 (attach schedule) . . . . .  |                   |                |                       |  |
|                             |  | b Investments - corporate stock (attach schedule) ATCH 6 . . . . .  | 19,543,572.       | 21,767,249.    | 19,994,138.           |  |
|                             |  | c Investments - corporate bonds (attach schedule) . . . . .   |                   |                |                       |  |
|                             | 11   | Investments - land, buildings, and equipment basis ▶ . . . . .  |                   |                |                       |  |
|                             | Less accumulated depreciation ▶ (attach schedule) . . . . .  |   |                   |                |                       |  |
| 12                          | Investments - mortgage loans . . . . .   |   |                   |                |                       |  |
| 13                          | Investments - other (attach schedule) . . . . . ATCH 7 . . . . .   | 5,568,856.  | 4,210,935.        | 5,670,710.     |                       |  |
| 14                          | Land, buildings, and equipment basis ▶ . . . . .   |   |                   |                |                       |  |
|                             | Less accumulated depreciation ▶ (attach schedule) . . . . .  |   |                   |                |                       |  |
| 15                          | Other assets (describe ▶ . . . . .)  |   |                   |                |                       |  |
| 16                          | <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .                        | 26,488,876.   | 26,821,471.       | 26,508,135.    |                       |  |
| 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 (attach schedule) . . . . .   |                   |                |                       |  |
|                             | 22   | Other liabilities (describe ▶ . . . . .)  |                   |                |                       |  |
| 23                          | <b>Total liabilities</b> (add lines 17 through 22) . . . . .   | 0.  | 0.                | 0.             |                       |  |
| Net Assets or Fund Balances | <b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b> |   |                   |                |                       |  |
|                             | 24   | Unrestricted . . . . .  |                   |                |                       |  |
|                             | 25   | Temporarily restricted . . . . .  |                   |                |                       |  |
|                             | 26   | Permanently restricted . . . . .  |                   |                |                       |  |
|                             | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>   |   |                   |                |                       |  |
|                             | 27   | Capital stock, trust principal, or current funds . . . . .  | 26,488,876.       | 26,821,471.    |                       |  |
|                             | 28   | Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .   |                   |                |                       |  |
|                             | 29   | Retained earnings, accumulated income, endowment, or other funds . . . . .  |                   |                |                       |  |
| 30                          | <b>Total net assets or fund balances</b> (see instructions) . . . . .  | 26,488,876.   | 26,821,471.       |                |                       |  |
| 31                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .   | 26,488,876.   | 26,821,471.       |                |                       |  |

| 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 26,488,876. |
| 2   | Enter amount from Part I, line 27a . . . . .   | 2 641,206.    |
| 3   | Other increases not included in line 2 (itemize) ▶ . . . . .   | 3             |
| 4   | Add lines 1, 2, and 3 . . . . .  | 4 27,130,082. |
| 5   | Decreases not included in line 2 (itemize) ▶ ATCH 8 . . . . .  | 5 308,611.    |
| 6   | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .   | 6 26,821,471. |

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)

(b) How acquired  
P - Purchase  
D - Donation

(c) Date acquired (mo., day, yr.)

(d) Date sold (mo., day, yr.)

|           |                      |  |  |
|-----------|----------------------|--|--|
| <b>1a</b> | SEE PART IV SCHEDULE |  |  |
| <b>b</b>  |                      |  |  |
| <b>c</b>  |                      |  |  |
| <b>d</b>  |                      |  |  |
| <b>e</b>  |                      |  |  |

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

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)) |
|--------------------------|-----------------------------------|--|--|
| <b>a</b>                 |                                   |  |  |
| <b>b</b>                 |                                   |  |  |
| <b>c</b>                 |                                   |  |  |
| <b>d</b>                 |                                   |  |  |
| <b>e</b>                 |                                   |  |  |

|  |   |          |           |
|--|---|----------|-----------|
| <b>2</b> Capital gain net income or (net capital loss)   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | <b>2</b> | -681,900. |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 |   | <b>3</b> | 0.        |

**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<br>Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col (b) divided by col (c)) |
|---|---------------------------------------|---|--|
| 2014  | 984,347.                              | 30,292,286.                               | 0.032495   |
| 2013  | 4,787,296.                            | 30,555,359.                               | 0.156676   |
| 2012  | 517,817.                              | 30,433,624.                               | 0.017015   |
| 2011  | 0.                                    | 0.  | 0.000000   |
| 2010  | 0.                                    | 0.  | 0.000000   |

|   |          |             |
|---|----------|-------------|
| <b>2</b> Total of line 1, column (d)  | <b>2</b> | 0.206186    |
| <b>3</b> 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                                     | <b>3</b> | 0.068729    |
| <b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5   | <b>4</b> | 25,266,374. |
| <b>5</b> Multiply line 4 by line 3  | <b>5</b> | 1,736,533.  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)   | <b>6</b> | 6,856.      |
| <b>7</b> Add lines 5 and 6  | <b>7</b> | 1,743,389.  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4<br>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 | <b>8</b> | 971,250.    |

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 8,880.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, unrelated business income, and state registration. Registered in FLORIDA.

Part VII-A Statements Regarding Activities (continued)

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of C/O THE AYCO COMPANY LP- NTG Telephone no 518-640-5000 Located at PO BOX 15014 ALBANY, NY ZIP+4 12212-5014
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
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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)
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
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?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years
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)
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?
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)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

**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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  **5b** N/A

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?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870 **6b** X

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?  Yes  No **7b** N/A

**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 (see instructions).**

| (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 |
|----------------------|---|---|---|---------------------------------------|
| ATCH 9               |   | 0.  | 0.  | 0.                                    |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |

**2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). 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  |   | 0.               | 0.  | 0.                                    |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |

Total number of other employees paid over \$50,000.  **7c**

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE  |                     | 0.               |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |

Total number of others receiving over \$50,000 for professional services . . . . . ▶

**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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER CHARITABLE ORGANIZATIONS EXEMPT UNDER INTERNAL REVENUE CODE SECTION 501(C)(3).                           | NONE     |
| 2  |          |
| 3  |          |
| 4  |          |

**Part IX-B Summary of Program-Related Investments (see instructions)**

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1 NONE   | NONE   |
| 2  |        |
| All other program-related investments See instructions<br>3 NONE   | NONE   |
| Total. Add lines 1 through 3 . . . . . ▶   |        |

**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 | 23,760,332. |
| b | Average of monthly cash balances   | 1b | 1,223,470.  |
| c | Fair market value of all other assets (see instructions)   | 1c | 667,339.    |
| d | Total (add lines 1a, b, and c)   | 1d | 25,651,141. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)  | 1e |             |
| 2 | Acquisition indebtedness applicable to line 1 assets   | 2  |             |
| 3 | Subtract line 2 from line 1d   | 3  | 25,651,141. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)  | 4  | 384,767.    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4       | 5  | 25,266,374. |
| 6 | Minimum investment return. Enter 5% of line 5  | 6  | 1,263,319.  |

**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  | 1,263,319. |
| 2a | Tax on investment income for 2015 from Part VI, line 5   | 2a | 13,712.    |
| 2b | Income tax for 2015 (This does not include the tax from Part VI)                                   | 2b |            |
| c  | Add lines 2a and 2b  | 2c | 13,712.    |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 1,249,607. |
| 4  | Recoveries of amounts treated as qualifying distributions  | 4  |            |
| 5  | Add lines 3 and 4  | 5  | 1,249,607. |
| 6  | Deduction from distributable amount (see instructions)   | 6  |            |
| 7  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 1,249,607. |

**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 | 971,250. |
| b | Program-related investments - total from Part IX-B   | 1b |          |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes  | 2  |          |
| 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  | 971,250. |
| 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 (see instructions) | 5  | 0.       |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4   | 6  | 971,250. |

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)<br>Corpus | (b)<br>Years prior to 2014 | (c)<br>2014 | (d)<br>2015 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2015 from Part XI, line 7 . . . . .   |               |                            |             | 1,249,607.  |
| 2 Undistributed income, if any, as of the end of 2015  |               |                            |             |             |
| a Enter amount for 2014 only . . . . .   |               |                            |             |             |
| b Total for prior years 20 <u>13</u> , 20 <u>12</u> , 20 <u>11</u> . . . . .   |               |                            |             |             |
| 3 Excess distributions carryover, if any, to 2015  |               |                            |             |             |
| a From 2010 . . . . .  | 0.            |                            |             |             |
| b From 2011 . . . . .  | 0.            |                            |             |             |
| c From 2012 . . . . .  | 0.            |                            |             |             |
| d From 2013 . . . . .  | 2,051,559.    |                            |             |             |
| e From 2014 . . . . .  | 0.            |                            |             |             |
| f Total of lines 3a through e . . . . .  | 2,051,559.    |                            |             |             |
| 4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>971,250.</u>   |               |                            |             |             |
| a Applied to 2014, but not more than line 2a . . . . .   |               |                            |             |             |
| b Applied to undistributed income of prior years (Election required - see instructions) . . . . .  |               |                            |             |             |
| c Treated as distributions out of corpus (Election required - see instructions) . . . . .  |               |                            |             |             |
| d Applied to 2015 distributable amount . . . . .   |               |                            |             | 971,250.    |
| e Remaining amount distributed out of corpus . . . . .   |               |                            |             |             |
| 5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a) )  | 278,357.      |                            |             | 278,357.    |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 1,773,202.    |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b. . . . .   |               |                            |             |             |
| 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 . . . . . |               |                            |             |             |
| d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .  |               |                            |             |             |
| e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .  |               |                            |             |             |
| f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016. . . . .   |               |                            |             | NONE        |
| 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) . . . . .       |               |                            |             |             |
| 8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . .  |               |                            |             |             |
| 9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .  | 1,773,202.    |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2011 . . . . .   | 0.            |                            |             |             |
| b Excess from 2012 . . . . .   | 0.            |                            |             |             |
| c Excess from 2013 . . . . .   | 1,773,202.    |                            |             |             |
| d Excess from 2014 . . . . .   | 0.            |                            |             |             |
| e Excess from 2015 . . . . .   | 0.            |                            |             |             |

**Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)** NOT APPLICABLE

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 |          |          | (e) Total |
|--|----------|---------------|----------|----------|-----------|
|  | (a) 2015 | (b) 2014      | (c) 2013 | (d) 2012 |           |
| 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) )

C.MICHAEL AND SARAH ANNE ARMSTRONG

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

N/A

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

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

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

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

c Any submission deadlines

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

**Part XV** Supplementary Information (continued)

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

| Recipient<br>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    |
|---|---|--------------------------------|----------------------------------|-----------|
| <p><b>a</b> Paid during the year</p> <p>ATCH 10</p> |   |                                |                                  |           |
| <b>Total</b> .....                                  |   |                                |                                  | 971,250.  |
| <p><b>b</b> Approved for future payment</p>         |   |                                |                                  |           |
| <b>Total</b> .....                                  |   |                                |                                  | <b>3b</b> |

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Net rental income or (loss) from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, and Other revenue.

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

Table with 2 columns: Line No and 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) (See instructions).

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

- 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
(2) Other assets
b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule

Table with columns Yes and No for items 1a(1) through 1c. Items 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), and 1c are marked with 'X' in the 'No' column.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for (b) and (d).

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. This table is currently empty.

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

Sign Here Signature of officer or trustee: C Michael... Date: 7/14/17 Title

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only section containing fields for Print/Type preparer's name (CHRISTINE W. DIIONNA), Preparer's signature, Date (9/13/17), Firm's name (THE AYCO COMPANY, LP), Firm's address (PO BOX 15014 ALBANY, NY), Firm's EIN (33-1187432), and Phone no (518-640-5000).

**Schedule B**

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

**Schedule of Contributors**

OMB No 1545-0047

**2015**

▶ **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](http://www.irs.gov/form990)

**Name of the organization**

THE ARMSTRONG FOUNDATION, INC

**Employer identification number**

46-1632281

**Organization type (check one)**

**Filers of**

**Section:**

Form 990 or 990-EZ

501(c)( ) (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

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

|   |   |
|---|---|
| <b>Name of organization</b> THE ARMSTRONG FOUNDATION, INC | <b>Employer identification number</b><br>46-1632281 |
|---|---|

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|--|----------------------------|---|
| 1          | C. MICHAEL ARMSTRONG<br><br>C/O THE AYCO COMPANY, LP PO BOX 15014<br><br>ALBANY, NY 12212-5014 | \$ 88,050.                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br>(Complete Part II for noncash contributions) |
| 2          | C. MICHAEL ARMSTRONG<br><br>C/O THE AYCO COMPANY, LP PO BOX 15014<br><br>ALBANY, NY 12212-5014 | \$ 203,130.                | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br>(Complete Part II for noncash contributions) |
| 3          | C. MICHAEL ARMSTRONG<br><br>C/O THE AYCO COMPANY, LP PO BOX 15014<br><br>ALBANY, NY 12212-5014 | \$ 112,869.                | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br>(Complete Part II for noncash contributions) |
| 4          | C. MICHAEL ARMSTRONG<br><br>C/O THE AYCO COMPANY, P.O. BOX 15014<br><br>ALBANY, NY 12212-5014  | \$ 63,077.                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br>(Complete Part II for noncash contributions) |
| 5          | C. MICHAEL ARMSTRONG<br><br>C/O AYCO COMPANY, P.O. BOX 15014<br><br>ALBANY, NY 12212-5014      | \$ 53,835.                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br>(Complete Part II for noncash contributions) |
| 6          | C. MICHAEL ARMSTRONG<br><br><br><br>   | \$ 1,132,453.              | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |

Name of organization THE ARMSTRONG FOUNDATION, INC

Employer identification number

46-1632281

**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 |
|---------------------|---|--|-------------------|
| 1                   | 1,500 SHARES DIAMONDBACK ENERGY, INC.     | \$ 88,050.                               | 01/13/2016        |
| 2                   | 6,000 SHARES OF OPUS BANK                 | \$ 203,130.                              | 01/14/2016        |
| 3                   | 3,700 SHARES MASCO CORP.                  | \$ 112,869.                              | 06/14/2016        |
| 4                   | 700 SHARES OF MASTERCARD INC.             | \$ 63,077.                               | 06/28/2016        |
| 5                   | 1,000 SHARES OF STARBUCKS CORP.           | \$ 53,835.                               | 09/15/2016        |
|                     |   | \$                                       |                   |

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| Kind of Property                             |                                       | Description  |                          |                                |                                    | P<br>or<br>D | Date<br>acquired     | Date sold |
|--|---------------------------------------|--|--------------------------|--------------------------------|------------------------------------|--------------|----------------------|-----------|
| Gross sale<br>price less<br>expenses of sale | Depreciation<br>allowed/<br>allowable | Cost or<br>other<br>basis  | FMV<br>as of<br>12/31/69 | Adj basis<br>as of<br>12/31/69 | Excess of<br>FMV over<br>adj basis |              | Gain<br>or<br>(loss) |           |
|  |                                       | TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS |                          |                                |                                    |              | 5,647.               |           |
|  |                                       | TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS  |                          |                                |                                    |              | -2,239.              |           |
|  |                                       | TOTAL CAPITAL GAIN DISTRIBUTIONS   |                          |                                |                                    |              | 49,565.              |           |
|  |                                       | 5647   |                          |                                |                                    | VAR          | VAR                  |           |
|  |                                       | PROPERTY TYPE: SECURITIES  |                          |                                |                                    |              |                      |           |
| 4,218,263.                                   |                                       | 5,273,345.   |                          |                                |                                    | -1055082.    |                      |           |
|  |                                       | MS #543 - CIL  |                          |                                |                                    | VAR          | VAR                  |           |
|  |                                       | PROPERTY TYPE: SECURITIES  |                          |                                |                                    |              |                      |           |
| 14.  |                                       |  |                          |                                |                                    | 14.          |                      |           |
|  |                                       | PLAINS ALL AMERICAN PIPELINE LP  |                          |                                |                                    | VAR          | VAR                  |           |
|  |                                       | PROPERTY TYPE: OTHER   |                          |                                |                                    |              |                      |           |
| 638,695.                                     |                                       | 318,500.   |                          |                                |                                    | 320,195.     |                      |           |
| TOTAL GAIN (LOSS) .....                      |                                       |  |                          |                                |                                    |              | <u>-681,900.</u>     |           |

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| <u>DESCRIPTION</u>              | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|---------------------------------|---|--------------------------------------|
| MORGAN STANLEY #24543-INTEREST  | 54,543.   | 54,543.                              |
| MORGAN STANLEY #24543-DIVIDENDS | 1,139,525.  | 1,139,525.                           |
| INTEREST INCOME FROM PTP'S      | 15,504.   | 15,504.                              |
| DIVIDEND INCOME FROM PTP'S      | 14,149.   | 14,149.                              |
| TAX-EXEMPT INTEREST FROM PTP'S  | 16.   |                                      |
| TOTAL                           | <u>1,223,737.</u>                                 | <u>1,223,721.</u>                    |

ATTACHMENT 2

FORM 990PE, PART I - OTHER INCOME

| DESCRIPTION                    | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|--------------------------------|---|-----------------------------|
| ORDINARY BUSINESS INCOME-PTP'S | -565,765.                               | -565,765.                   |
| OTHER K-1 INCOME-FROM PTP'S    | 858.                                    | 858.                        |
| 1231 LOSS- FROM PTP'S          | -3,519.                                 | -3,519.                     |
| ROYALTY INCOME FROM PTP'S      | 353.                                    | 353.                        |
| RENTAL INCOME FROM PTP'S       | -4,047.                                 | -4,047.                     |
| MISCELLANEOUS INCOME           | 50,760.                                 | 50,760.                     |
| TOTALS                         | <u>-521,360.</u>                        | <u>-521,360.</u>            |

ATTACHMENT 3

FORM 990PF, PART I - INTEREST EXPENSE

| <u>DESCRIPTION</u>          | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|-----------------------------|---|--------------------------------------|
| INTEREST EXPENSE FROM PTP'S | 9,460.  | 9,460.                               |
| TOTALS                      | <u>9,460.</u>                                     | <u>9,460.</u>                        |

ATTACHMENT 4

FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u> | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|--------------------|---|--------------------------------------|
| FOREIGN TAXES PAID | 4,180.  | 4,180.                               |
| FEDERAL TAXES PAID | 43,221.   | 0.                                   |
| TOTALS             | <u>47,401.</u>                                    | <u>4,180.</u>                        |

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION                    | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|--------------------------------|---|-----------------------------|
| CHARITABLE CONTRIBUTIONS K-1'S | 124.                                    | 0.                          |
| NONDEDUCTIBLE EXPENSES K-1'S   | 1,343.                                  | 0.                          |
| OTHER PORTFOLIO DEDUCTIONS K-1 | 3,107.                                  | 3,107.                      |
| TOTALS                         | <u>4,574.</u>                           | <u>3,107.</u>               |

ATTACHMENT 6

FORM 990PE, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u> | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------|---------------------------------|------------------------------|-----------------------|
| INVEST MS #24543   | 19,543,572.                     | 21,767,249.                  | 19,994,138.           |
| TOTALS             | <u>19,543,572.</u>              | <u>21,767,249.</u>           | <u>19,994,138.</u>    |

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

| <u>DESCRIPTION</u>           | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|------------------------------|---------------------------------|------------------------------|-----------------------|
| ENERGY TRANSFER PARTNERS, LP | 1,228,120.                      | 892,599.                     | 1,547,340.            |
| ENTERPRISE PROD PRTRNS, LP   | 452,380.                        | 353,172.                     | 829,790.              |
| MARKWEST ENERGY PARTNERS, LP | 535,285.                        | 0.                           | 0.                    |
| PLAINS ALL AMERICAN PIPELINE | 494,138.                        | 0.                           | 0.                    |
| CARLYLE GMS FINANCE          | 451,319.                        | 547,181.                     | 667,339.              |
| WILLIAMS PARTNERS, LP        | 676,524.                        | 485,197.                     | 576,487.              |
| ENERGY TRANS EQTY, LP        | 213,916.                        | 182,081.                     | 169,456.              |
| SHELL MIDSTREAM PARTNERS, LP | 966,073.                        | 916,383.                     | 726,677.              |
| KKR & CO, LP                 | 551,101.                        | 553,445.                     | 337,651.              |
| MPLX, LP                     |                                 | 280,877.                     | 815,970.              |
| TOTALS                       | <u>5,568,856.</u>               | <u>4,210,935.</u>            | <u>5,670,710.</u>     |

ATTACHMENT 8FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| <u>DESCRIPTION</u>  | <u>AMOUNT</u>   |
|---|-----------------|
| PRIOR PERIOD BALANCE SHEET ADJUSTMENT<br>NO TAX EFFECT                | 120,507.        |
| APPRECIATION OVER DONORS COST OF STOCK<br>DONATED INTO THE FOUNDATION | 188,104.        |
| TOTAL   | <u>308,611.</u> |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

| <u>NAME AND ADDRESS</u>  | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| C. MICHAEL ARMSTRONG<br>C/O THE AYCO CO, PO BOX 15014<br>ALBANY, NY 12212-5014 | PRESIDENT-AS NEEDED   | 0.                  | 0.   | 0.                                       |
| SARAH ANNE ARMSTRONG<br>C/O THE AYCO CO, PO BOX 15014<br>ALBANY, NY 12212-5014 | SECRETARY-AS NEEDED   | 0.                  | 0.   | 0.                                       |
| LINDA RITTENHOUSE<br>C/O THE AYCO CO, PO BOX 15014<br>ALBANY, NY 12212-5014    | TREASURER-AS NEEDED   | 0.                  | 0.   | 0.                                       |
| GRAND TOTALS   |   | 0.                  | 0.   | 0.                                       |

THE ARMSTRONG FOUNDATION, INC

46-1632281

FORM 990E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND  
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

SEE ATTACHED LIST

NONE  
501(C)(3)

GENERAL CHARITABLE PURPOSES

971,250

TOTAL CONTRIBUTIONS PAID

971,250

**Armstrong Foundation Inc**  
**11/01/2015 TO 10/31/16**  
**Charitable Donations**  
**EIN 46-1632281**

| <b>Date</b> | <b>Check #</b> | <b>Description</b>  | <b>Amount</b> |
|-------------|----------------|---|---------------|
| 11/6/2015   | 1213           | Artis Naples, Naples, FL                                  | 36,000 00     |
| 11/8/2015   | 1214           | Naples United Church of Christ, Naples, FL                | 4,000 00      |
| 11/10/2015  | 1215           | Marine Corp Scholarship Fund, Alexandria, VA              | 50,000 00     |
| 11/15/2015  | 1216           | Naples United Church of Christ, Naples, FL                | 3,000 00      |
| 11/22/2015  | 1217           | Naples United Church of Christ, Naples, FL                | 2,000 00      |
| 12/8/2015   | 1191           | Johns Hopkins University & Medicine, Baltimore, MD        | 68,180 00     |
| 12/8/2015   | 1206           | Johns Hopkins University & Medicine, Baltimore, MD        | 5,200 00      |
| 12/8/2015   | 1225           | Naples United Church of Christ, Naples, FL                | 4,000 00      |
| 12/14/2015  | 1222           | Lyme Research Alliance, Stamford, CT                      | 2,500 00      |
| 12/15/2015  | 1224           | New Canaan YMCA, New Canaan, CT                           | 500 00        |
| 12/15/2015  | 1240           | Naples United Church of Christ, Naples, FL                | 1,000 00      |
| 12/16/2015  | 1218           | Naples United Church of Christ, Naples, FL                | 4,000 00      |
| 12/16/2015  | 1219           | University of Vermont Alumni, Burlington, VT              | 7,000 00      |
| 12/17/2015  | 1229           | Planned Parenthood, New York, NY                          | 2,000 00      |
| 12/22/2015  | 1220           | Multiple Myeloma Research Foundation, Norwalk, CT         | 1,000 00      |
| 12/22/2015  | 1227           | Miami University, Oxford, OH                              | 5,000 00      |
| 12/22/2015  | 1228           | The Trevor Project, West Hollywood, CA                    | 2,000 00      |
| 12/22/2015  | 1238           | Second Harvest Food Bank, New York, NY                    | 1,000 00      |
| 12/22/2015  | 1241           | Johns Hopkins University & Medicine, Baltimore, MD        | 2,000 00      |
| 12/23/2015  | 1223           | Silvermine Arts Center, New Canaan, CT                    | 1,000 00      |
| 12/23/2015  | 1226           | Naples United Church of Christ, Naples, FL                | 4,000 00      |
| 12/23/2015  | 1252           | Waterside School, Stamford, CT                            | 10,000 00     |
| 12/23/2015  | 1255           | NY Times Neediest Cases Fund, New York, NY                | 10,000 00     |
| 12/23/2015  | 1258           | Habitat for Humanity of Collier County, Naples, FL        | 5,000 00      |
| 12/23/2015  | 1259           | Samantan's Purse, Boone, NC                               | 5,000 00      |
| 12/24/2015  | 1231           | SPCA, New York, NY  | 1,000 00      |
| 12/24/2015  | 1237           | Nashville Rescue Mission, Nashville, TN                   | 600 00        |
| 12/24/2015  | 1242           | Danen Library, Darien, CT                                 | 5,000 00      |
| 12/24/2015  | 1246           | The Salvation Army, Alexandria, VA                        | 2,000 00      |
| 12/28/2015  | 1221           | New Canaan Library, New Canaan, CT                        | 500 00        |
| 12/28/2015  | 1230           | Glide Memorial Church, San Francisco, CA                  | 500 00        |
| 12/28/2015  | 1243           | Doctors without Borders, New York, NY                     | 10,000 00     |
| 12/28/2015  | 1247           | Avow, Naples, FL  | 5,000 00      |
| 12/29/2015  | 1232           | Groundspark, San Francisco, CA                            | 2,000 00      |
| 12/29/2015  | 1233           | YMCA of Middle Tennessee, Nashville, TN                   | 2,500 00      |
| 12/29/2015  | 1248           | Council on Foreign Relations, New York, NY                | 10,000 00     |
| 12/29/2015  | 1253           | Adenoid Cystic Carcinoma Research Foundation, Needham, MA | 1,000 00      |
| 12/29/2015  | 1254           | Prep for Prep, New York, NY                               | 2,500 00      |
| 12/29/2015  | 1257           | The ALS Association, Washington, DC                       | 5,000 00      |
| 12/29/2015  | 1260           | Telluride Medical Center Foundation, Telluride, CO        | 5,000 00      |
| 12/29/2015  | 1261           | Guadalupe Centers Inc, Kansas City, MO                    | 1,000 00      |
| 12/30/2015  | 1234           | Oasis Center, Nashville, TN                               | 2,500 00      |
| 12/30/2015  | 1249           | Harry Chapin Food Bank, Fort Myers, FL                    | 5,000 00      |
| 12/31/2015  | 1239           | Vanderbilt University, Nashville, TN                      | 750 00        |
| 12/31/2015  | 1262           | All Stars Project Inc, New York, NY                       | 25,000 00     |
| 1/4/2016    | 1245           | The Inner-City Foundation, Bridgeport, CT                 | 1,000 00      |
| 1/5/2016    | 1250           | A Better Chance in Danen, Darien, CT                      | 1,000 00      |
| 1/5/2016    | 1236           | Cystic Fibrosis, Bethesda, MD                             | 2,500 00      |
| 1/5/2016    | 1263           | Naples United Church of Christ, Naples, FL                | 2,000 00      |
| 1/5/2016    | 1264           | People for Guatemala Inc, Naples, FL                      | 13,433 00     |
| 1/5/2016    | 1256           | Children's Scholarship Fund, New York, NY                 | 10,000 00     |
| 1/7/2016    | 1244           | Stamford Hospital Foundation, Stamford, CT                | 5,000 00      |
| 1/11/2016   | 1235           | Habitat for Humanity of Collier County, Naples, FL        | 3,500 00      |
| 1/11/2016   | 1265           | People for Guatemala Inc, Naples, FL                      | 20,000 00     |
| 1/12/2016   | 1251           | Teach for America, New Haven, CT                          | 10,000 00     |

|            |      |  |           |
|------------|------|--|-----------|
| 1/12/2016  | 1266 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 1/26/2016  | 1267 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 2/3/2016   | 1274 | Naples United Church of Christ, Naples, FL             | 500 00    |
| 2/7/2016   | 1268 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 2/14/2016  | 1269 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 2/15/2016  | 1270 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 2/21/2016  | 1271 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 2/28/2016  | 1272 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 3/9/2016   | 1275 | Global Lynne Alliance, Greenwich, CT                   | 1,500 00  |
| 3/13/2016  | 1276 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 3/13/2016  | 1277 | People for Guatemala Inc, Naples, FL                   | 30,000 00 |
| 3/20/2016  | 1278 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 3/20/2016  | 1279 | Naples United Church of Christ, Naples, FL             | 1,000 00  |
| 3/22/2016  | 1280 | New Covenant House Stamford, CT                        | 2,000 00  |
| 4/4/2016   | 1281 | Naples Botanical Gardens, Naples, FL                   | 1,000 00  |
| 4/3/2016   | 1282 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 4/3/2016   | 1283 | Neighborhood Health Clinic, Naples, FL                 | 1,500 00  |
| 4/5/2016   | 1284 | All Stars Project Inc, New York, NY                    | 75,000 00 |
| 4/7/2016   | 1285 | Miami University Foundation, Oxford, OH                | 25,000 00 |
| 4/8/2016   | 1286 | Johns Hopkins University & Medicine, Baltimore, MD     | 5,000 00  |
| 4/10/2016  | 1287 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 4/17/2016  | 1288 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 4/24/2016  | 1289 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 5/2/2016   | 1290 | People for Guatemala Inc, Naples, FL                   | 21,656 00 |
| 5/1/2016   | 1291 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 5/2/2016   | 1292 | Manne Corp Scholarship Fund, Alexandria, VA            | 50,000 00 |
| 5/8/2016   | 1293 | Naples United Church of Christ, Naples, FL             | 2,000 00  |
| 5/29/2016  | 1294 | Ensworth Annual Fund, Nashville, TN                    | 15,000 00 |
| 6/20/2016  | 1295 | Artis Naples, Naples, FL                               | 40,000 00 |
| 6/20/2016  | 1296 | Neighborhood Health Clinic, Naples, FL                 | 75,000 00 |
| 6/20/2016  | 1297 | Telluride Medical Center Foundation, Telluride, CO     | 50,000 00 |
| 7/13/2016  | 1298 | The Community Foundation of Collier County, Naples, FL | 300 00    |
| 7/18/2016  | 1299 | Vanderbilt University Medical Center, Nashville, TN    | 5,000 00  |
| 7/18/2016  | 1300 | Oasis Center Youth Org, Nashville, TN                  | 1,000 00  |
| 8/6/2016   | 1301 | San Mateo Union High School Foundation, San Mateo, CA  | 3,000 00  |
| 8/23/2016  | 1302 | The Buoniconti Fund, Miami, FL                         | 10,000 00 |
| 9/13/2016  | 1303 | Miami University Foundation, Oxford, OH                | 50,000 00 |
| 9/22/2016  | 1304 | People for Guatemala Inc, Naples, FL                   | 30,000 00 |
| 9/28/2016  | 1305 | People for Guatemala Inc, Naples, FL                   | 7,131 00  |
| 10/17/2016 | 1306 | Manne Corp Scholarship Fund, Alexandria, VA            | 50,000 00 |

Total Contributions Paid

\$ 971,250 00

**All contributions were made to the general  
purpose fund of Public Charitable Organizations  
that were classified under Section 501(C)(3)  
of the Internal Revenue Code.**