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For calendar year 2015, or tax year beginning 12-01-2015 , and ending 11-30-2016

Name of foundation MILLS FOUNDATION INC		A Employer identification number 13-2622775	
Number and street (or P O box number if mail is not delivered to street address) 1010 ROUTE 601		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code SKILLMAN, NJ 08558		B Telephone number (see instructions) (609) 921-3880	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,381,671		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	50,000			
	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	56,631	56,631		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	92,931			
	b Gross sales price for all assets on line 6a 2,637,880				
	7 Capital gain net income (from Part IV, line 2) . . .		92,931		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	199,562	149,562		
	13 Compensation of officers, directors, trustees, etc	6,000	0		6,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	6,405	3,843		2,562
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	3,079	623		525
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	28,687	25,255		3,432
	24 Total operating and administrative expenses. Add lines 13 through 23	44,171	29,721		12,519
	25 Contributions, gifts, grants paid	113,127			113,127
	26 Total expenses and disbursements. Add lines 24 and 25	157,298	29,721		125,646
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	42,264			
	b Net investment income (if negative, enter -0-)		119,841		
	c Adjusted net income (if negative, enter -0-)				

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	34,674	43,759	43,759
	2	Savings and temporary cash investments	402,472	301,858	301,858
	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).	500		
	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)	127,891	124,843	147,607
	b	Investments—corporate stock (attach schedule)	2,067,180	2,004,900	2,250,151
	c	Investments—corporate bonds (attach schedule)	239,119	238,460	244,768
	11	Investments—land, buildings, and equipment basis ▶ _____ 10,000 Less accumulated depreciation (attach schedule) ▶ _____	10,000	10,000	10,000
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	52,084	252,364	243,528
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	140,000	140,000	140,000
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,073,920	3,116,184	3,381,671
	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	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,073,920	3,116,184	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
Net Assets or Fund Balances	30	Total net assets or fund balances (see instructions)	3,073,920	3,116,184	
	31	Total liabilities and net assets/fund balances (see instructions)	3,073,920	3,116,184	

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	3,073,920
2	Enter amount from Part I, line 27a	2	42,264
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	3,116,184
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	3,116,184

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a See Additional Data Table				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	92,931
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) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	157,153	3,361,157	0 046756
2013	174,018	3,396,718	0 051231
2012	134,101	3,416,689	0 039249
2011	260,762	3,493,279	0 074647
2010	175,221	3,617,740	0 048434

2 Total of line 1, column (d).	2	0 260317
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	0 052063
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	3,245,822
5 Multiply line 4 by line 3.	5	168,987
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,198
7 Add lines 5 and 6.	7	170,185
8 Enter qualifying distributions from Part XII, line 4.	8	125,646

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,397
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	2,397
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	2,397
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,216
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868).	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,216
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	181
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ▶ Refunded ▶	11	

Part VII-A **Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
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? <i>If "Yes," attach a detailed description of the activities</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ, NY			
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? <i>If "No," attach explanation</i> .	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

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).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ JOAN E PERSICHILLI Telephone no ▶ (609) 309-5500 Located at ▶ 1010 ROUTE 601 SKILLMAN NJ ZIP+4 ▶ 08558			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15	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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes No	No No

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?		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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
<i>If "Yes" to 6b, file Form 8870</i>			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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 (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		

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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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	2,765,824
b	Average of monthly cash balances.	1b	379,427
c	Fair market value of all other assets (see instructions).	1c	150,000
d	Total (add lines 1a, b, and c).	1d	3,295,251
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	3,295,251
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	49,429
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,245,822
6	Minimum investment return. Enter 5% of line 5.	6	162,291

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	162,291
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	2,397
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,397
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	159,894
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	159,894
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	159,894

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	125,646
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	125,646
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	125,646

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				159,894
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				40,625
c From 2012.				
d From 2013.				6,613
e From 2014.				
f Total of lines 3a through e.	47,238			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 125,646				
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.				125,646
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))	34,248			34,248
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,990			
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	12,990			
10 Analysis of line 9				
a Excess from 2011.				6,377
b Excess from 2012.				
c Excess from 2013.				6,613
d Excess from 2014.				
e Excess from 2015.				

Part XIV

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

1a

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 organization 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))

BRADFORD MILLS

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

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 email 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

Form 990-PF (2015)

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> <div>See Additional Data Table</div>				
<div>Total</div>			<div>3a</div>	113,127
<div>b Approved for future payment</div>				
<div>Total</div>			<div>3b</div>	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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)	No
(2) Other assets.	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
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.		

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.		
	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> <div style="display: flex; justify-content: space-between;"> ***** 2017-03-08 ***** </div>	<div style="border: 1px solid black; padding: 2px; margin: 5px auto; width: 20px;">▶</div>	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> <div style="text-align: center;"> Title </div>
	Signature of officer or trustee	Date	<div style="border: 1px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div>

Paid Preparer Use Only	Print/Type preparer's name DAVID N FELDMAN	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00146014
	Firm's name ▶ RSM US LLP			Firm's EIN ▶ 42-0714325	
	Firm's address ▶ 751 ARBOR WAY SUITE 200 BLUE BELL, PA 19422			Phone no (215) 641-8600	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
AIR PRODUCTS AND CHEMICALS INC		2015-10-08	2015-12-18
APPLE INC		2014-11-20	2015-12-15
BANK OF AMERICA CORP		2015-11-06	2015-12-14
CUMMINS INC		2015-11-17	2015-12-02
CUMMINS INC		2015-11-17	2015-12-03
EXXON MOBILE CORP		2013-05-01	2015-12-09
ILLINOIS TOOL WORKS INC		2015-09-10	2015-12-18
ISHARES MSCI UNITED KINGDOM ETF		2015-05-18	2015-12-11
NETFLIX INC		2015-12-18	2015-12-18
VANGUARD FTSE EMERGING MARKETS ETF		2015-10-26	2015-12-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,608		21,776	-1,168
7,734		8,130	-396
15,119		16,500	-1,381
18,897		19,902	-1,005
25,423		27,464	-2,041
29,927		37,257	-7,330
13,361		12,190	1,171
64,867		76,003	-11,136
16,437		15,668	769
29,904		31,554	-1,650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-1,168
			-396
			-1,381
			-1,005
			-2,041
			-7,330
			1,171
			-11,136
			769
			-1,650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
AIR PRODUCTS AND CHEMICALS INC		2015-10-08	2016-01-06
AIR PRODUCTS AND CHEMICALS INC		2015-10-23	2016-01-07
BANK OF AMERICA CORP		2015-11-06	2016-01-05
BLACKSTONE MORTGAGE TRUST		2014-04-30	2016-01-20
CUMMINS INC		2015-12-28	2016-01-20
ECOLAB INC		2015-10-05	2016-01-07
GENERAL ELECTRIC CO		2015-04-27	2016-01-13
GENERAL PARTS CO		2014-08-18	2016-01-06
HESS CORPORATION		2015-10-06	2016-01-11
ILLINOIS TOOL WORKS INC		2015-09-10	2016-01-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,291		13,697	-1,406
24,006		27,554	-3,548
30,415		33,468	-3,053
6,719		8,500	-1,781
16,044		17,868	-1,824
43,811		47,438	-3,627
24,213		22,674	1,539
24,596		25,781	-1,185
35,987		49,127	-13,140
8,700		8,350	350

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-1,406
			-3,548
			-3,053
			-1,781
			-1,824
			-3,627
			1,539
			-1,185
			-13,140
			350

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
LOWES COMPANIES INC		2014-10-30	2016-01-06
LOWES COMPANIES INC		2014-11-03	2016-01-14
NETFLIX INC		2015-11-04	2016-01-06
NETFLIX INC		2015-12-18	2016-01-20
NEWELL RUBBERMAID INC		2015-05-28	2016-01-20
NEWELL RUBBERMAID INC		2015-05-26	2016-01-20
NIKE INC CLASS B		2014-10-01	2016-01-20
PAYPAL HOLDINGS INC		2015-11-04	2016-01-19
AMAZON COM INC		2015-08-24	2016-01-27
BLACKROCK INC		2012-11-05	2016-02-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,344		5,619	1,725
23,417		19,619	3,798
1,470		1,589	-119
30,761		32,470	-1,709
10,503		11,855	-1,352
32,639		37,014	-4,375
5,750		4,425	1,325
27,235		31,856	-4,621
8,137		6,687	1,450
12,190		7,974	4,216

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			1,725
			3,798
			-119
			-1,709
			-1,352
			-4,375
			1,325
			-4,621
			1,450
			4,216

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
OREILLY AUTOMOTIVE INC		2015-09-22	2016-02-09
VANGUARD FTSE DEVELOPED MARKETS ETF		2015-12-01	2016-02-11
AMGEN INC		2016-01-07	2016-03-08
AMGEN INC		2016-01-07	2016-03-10
CALIFORNIA RESOURCES CORP		2015-08-11	2016-03-30
DISNEY WALT CO		2014-05-27	2016-03-16
NIKE INC CLASS B		2014-10-01	2016-03-08
TEVA PHARMACEUTICAL INDS LTD ADR		2014-07-24	2016-03-02
CUMMINS INC		2015-12-28	2016-04-06
DISNEY WALT CO		2014-05-27	2016-04-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
46,268		48,810	-2,542
52,286		61,132	-8,846
20,936		22,276	-1,340
35,120		38,055	-2,935
1			1
8,573		7,299	1,274
661		487	174
30,184		29,591	593
21,358		17,868	3,490
13,978		12,080	1,898

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-2,542
			-8,846
			-1,340
			-2,935
			1
			1,274
			174
			593
			3,490
			1,898

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
MOSAIC CO		2016-03-02	2016-04-07
NIKE INC CLASS B		2014-10-01	2016-04-11
TJX COMPANIES INC NEW		2015-08-31	2016-04-12
ALLEGRA PLC SEDOL		2015-06-23	2016-05-06
APPLE INC		2014-11-20	2016-05-02
APPLE INC		2014-11-20	2016-05-11
CALIFORNIA RESOURCES CORP		2015-08-11	2016-04-28
CELGENE CORP		2013-06-27	2016-04-29
CUMMINS INC		2015-12-28	2016-05-04
DISNEY WALT CO		2014-05-27	2016-05-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
26,245		30,242	-3,997
28,926		21,727	7,199
33,110		30,744	2,366
22,650		32,838	-10,188
23,857		29,617	-5,760
29,136		33,182	-4,046
102		22	80
54,406		31,417	22,989
34,899		27,249	7,650
2,243		1,846	397

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-3,997
			7,199
			2,366
			-10,188
			-5,760
			-4,046
			80
			22,989
			7,650
			397

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
INTERNATIONAL BUSINESS MACHS CORP		2016-03-31	2016-05-03
UNION PACIFIC CORP		2016-02-26	2016-05-09
WALGREENS BOOTS ALLIANCE INC		2013-05-01	2016-05-11
WELLS FARGO AND CO		2015-11-06	2016-05-03
BLACKROCK INC		2012-11-05	2016-06-10
HOME DEPOT INC		2015-07-29	2016-06-14
ILLINOIS TOOL WORKS INC		2015-09-10	2016-06-24
INTERNATIONAL BUSINESS MACHS CORP		2016-03-31	2016-06-24
MARIOTT INTERNATIONAL INC CLA A		2016-04-28	2016-06-14
NESTLE SA SPONSORED ADR REPSTG REG SH		2015-09-22	2016-06-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
18,986		20,083	-1,097
35,181		32,829	2,352
25,959		16,083	9,876
29,092		29,996	-904
26,086		14,238	11,848
25,146		23,255	1,891
41,067		33,816	7,251
30,345		30,769	-424
27,852		29,717	-1,865
50,824		51,749	-925

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-1,097
			2,352
			9,876
			-904
			11,848
			1,891
			7,251
			-424
			-1,865
			-925

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
QUALCOMM		2016-05-24	2016-06-27
VANGUARD FTSE DEVELOPED MARKETS ETF		2015-12-24	2016-06-10
VANGUARD EMERGING MARKETS ETF		2016-04-11	2016-06-24
AIR PRODUCTS AND CHEMICALS INC		2016-02-01	2016-06-28
ISHARES 20 PLUS YEAR TREASURY BOND ETF		2015-08-03	2016-07-13
ISHARES 20 PLUS YEAR TREASURY BOND ETF		2015-07-23	2016-07-15
SPDR GOLD TRUST ETF		2016-02-25	2016-07-26
THERMO FISHER SCIENTIFIC INC		2016-06-28	2016-06-28
VANECK VECTORS GOLD MINERS ETF		2016-04-15	2016-07-25
VANECK VECTORS JUNIOR GOLD MINERS ETF		2016-02-03	2016-07-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
41,176		44,649	-3,473
32,299		33,400	-1,101
29,279		30,126	-847
55,217		54,518	699
28,296		21,424	6,872
93,281		81,277	12,004
38,039		35,805	2,234
63,079		59,056	4,023
45,457		25,097	20,360
32,714		24,277	8,437

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-3,473
			-1,101
			-847
			699
			6,872
			12,004
			2,234
			4,023
			20,360
			8,437

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
OCCIDENTAL PETROLEUM CORP		2015-08-11	2016-08-01
ABBOTT LABORATORIES INC		2016-08-01	2016-09-23
CATERPILLAR INC		2016-07-28	2016-09-13
DUFF AND PHELPS GLOBAL UTILITY INCOME FUND		2016-06-14	2016-09-09
HOME DEPOT INC		2016-04-06	2016-09-08
HOME DEPOT INC		2016-03-08	2016-09-09
HOME DEPOT INC		2016-03-08	2016-09-13
ISHARES 20 PLUS YEAR TREASURY BOND ETF		2016-01-07	2016-08-30
ISHARES 20 PLUS YEAR TREASURY BOND ETF		2016-01-20	2016-09-13
SYSCO CORP		2016-03-10	2016-09-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,460		9,031	429
28,902		31,130	-2,228
30,980		32,227	-1,247
33,980		32,964	1,016
6,827		6,808	19
14,642		14,476	166
29,794		27,443	2,351
15,099		13,252	1,847
29,264		27,739	1,525
20,722		18,511	2,211

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			429
			-2,228
			-1,247
			1,016
			19
			166
			2,351
			1,847
			1,525
			2,211

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
VERIZON COMMUNICATIONS INC		2016-06-07	2016-09-09
WELLS FARGO AND CO		2015-11-06	2016-09-12
WHITEWAVE FOODS COMPANY		2013-08-09	2016-08-30
MEDTRONIC PLC SEDOL		2014-08-19	2016-10-11
MEDTRONIC PLC SEDOL		2014-08-19	2016-10-12
AMGEN INC		2016-09-23	2016-10-13
FACEBOOK INC		2015-09-18	2016-09-29
JP MORGAN CHASE		2016-08-24	2016-09-29
WALGREENS BOOTS ALLIANCE INC		2013-05-01	2016-10-04
AMAZON COM INC		2015-08-24	2016-11-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
83,019		84,545	-1,526
56,159		65,605	-9,446
48,052		16,524	31,528
19,791		17,776	2,015
14,229		12,644	1,585
26,989		29,084	-2,095
15,574		11,535	4,039
853		860	-7
58,794		42,796	15,998
6,560		4,299	2,261

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-1,526
			-9,446
			31,528
			2,015
			1,585
			-2,095
			4,039
			-7
			15,998
			2,261

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
APPLE INC		2016-10-26	2016-11-05
BALL CORPORATION		2016-09-30	2016-10-28
DISNEY WALT CO		2014-05-27	2016-10-01
FACEBOOK INC		2014-11-17	2016-11-10
FACEBOOK INC		2014-11-17	2016-11-15
SPDR GOLD TRUST ETF		2016-03-10	2016-11-17
VANGUARD EMERGING MARKETS ETF		2016-08-08	2016-11-10
WISDOMTREE INDIA EARNINGS FUND ETF		2016-07-11	2016-11-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,389		1,500	-111
27,698		29,256	-1,558
25,675		23,322	2,353
39,763		31,072	8,691
12,573		8,005	4,568
25,340		26,516	-1,176
44,336		46,570	-2,234
28,597		30,804	-2,207

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-111
			-1,558
			2,353
			8,691
			4,568
			-1,176
			-2,234
			-2,207

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BRADFORD MILLS 2094 AQUETONG ROAD NEW HOPE, PA 18938	TREASURER / DIRECTOR 2 00	0	0	0
BARBARA M HENAGAN 35 VALLEY ROAD ATLANTA, GA 30305	SECT'Y / DIRECTOR 2 00	0	0	0
ROSS D MILLS 3652 TOUCH OF CLASS COURT WELLINGTON, FL 33414	CO-PRESIDENT / DIRECTOR 2 00	0	0	0
ELIZABETH MILLS-HARDIE 5514 WADE PARK BLVD RALEIGH, NC 27607	CO-PRESIDENT / DIRECTOR 2 00	0	0	0
JOAN PERSICHILLI 1010 ROUTE 601 SKILLMAN, NJ 08558	ASST SECRETARY 2 00	6,000	0	0
MICHAEL PETERSON 1010 ROUTE 601 SKILLMAN, NJ 08558	DIRECTOR 2 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN MUSEUM OF FLY FISHING PO BOX 42 MANCHESTER,VT 05254	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	5,000
ATLANTIC SALMON FEDERATION BOX 807 CALAIS,ME 04619	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	5,000
BEAUFORT MEMORIAL HOSPITAL FOUNDATION PO BOX 2233 BEAFORT,SC 29901	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	150
BLOOMING GROVE VOLUNTEER FIRE DEPT 484 ROUTE 739 LORDS VALLEY,PA 18428	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	200
COUNCIL ON FOREIGN RELATIONS 58 E 68TH ST NEW YORK,NY 10021	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	100
D&R GREENWAY LAND TRUST ONE PRESERVATION PLACE PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	400
HISTORIC MORVEN MUSEUM & GARDEN 55 STOCKTON ST PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	1,900
HISTORIC MORVEN INC 55 STOCKTON ST PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	500
HISTORICAL SOCIETY OF PRINCETON 158 NASSAU ST PRINCETON,NJ 08542	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	1,000
LAMBERTVILLE-NEW HOPE AMBULANCE & RESCUE SQUAD PO BOX 237 LAMBERTVILLE,NJ 08530	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	50
PLANNED PARENTHOOD 434 WEST 33RD ST NEW YORK,NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	100
PRINCETON HEALTHCARE SYSTEM FOUNDATION 3626 US ROUTE ONE PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	1,000
PRINCETON UNIVERSITY (HENAGAN-MILLS SCHOLARSHIP FUND) PO BOX 5357 PRINCETON,NJ 08544	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	100
PRINCETON UNIVERSITY ANNUAL GIVING PO BOX 5357 PRINCETON,NJ 08544	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	10,000
SAVE A FRIEND TO HOMELESS ANIMALS 900 HERRONTOWN RD PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	47,130
Total ▶ 3a				113,127

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SHELDON ANIMAL RESCUE 35 BRAYS ISLAND DR SHELDON, SC 29941	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	50
THE NATURE CONSERVANCY 4245 N FAIRFAX DR 100 ARLINGTON, VA 22203	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	1,000
THOMPSON MEMORIAL PRESBYTERIAN CHURCH 1680 AQUETONG RD NEW HOPE, PA 18938	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	32,600
WORLD OCEAN SCHOOL PO BOX 701 CAMDEN, ME 04843	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	50
PRINCETON DAY SCHOOL 650 GREAT RD PRINCETON, NJ 08540	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	5,000
YOUNG AMERICANS FOUNDATION 11480 COMMERCE PARK DR RESTON, VA 20191	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	1,000
SOUTHEASTERN HANDICAPPED SERVICES INC PO BOX 1349 THEODORE, AL 36590	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	170
BUCKS COUNTY SPCA PO BOX 277 LAHASKA, PA 18931	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	150
NEW JERSEY WILDLIFE HABITAT RESTORATION FOUNDATION INC PO BOX 944 PENNINGTON, NJ 08543	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	100
MARCH OF DIMES PO BOX 2546 DECATUR, IL 62525	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	5
NEW HOPE EAGLE FIRE COMPANY PO BOX 314 NEW HOPE, PA 18938	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	100
WOUNDED WARRIOR PROJECT PO BOX 758541 TOPEKA, KS 66675	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	57
PRINCETON IN ASIA 194 NASSAU ST 212 PRINCETON, NJ 08542	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	50
THE USO PO BOX 96860 WASHINGTON, DC 20077	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	50
AQUETONG WATERSHED ASSOCIATION PO BOX 504 NEW HOPE, PA 18938	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	30
Total ▶ 3a				113,127

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATL LAW ENFORCEMENT OFFICERS MEMORIAL FUND PO BOX 97072 WASHINGTON,DC 20090	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	26
NATIONAL WILDLIFE FEDERATION PO BOX 1691 MERRIFIELD,VA 22116	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	16
VETERANS OF FOREIGN WARS PO BOX 8942 TOPEKA,KS 66608	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	15
LEUKEMIA & LYMPHOMA SOCIETY PO BOX 9031 PITTSFIELD,MA 01202	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	10
NATIONAL CANCER RESEARCH CENTER PO BOX 8915 TOPEKA,KS 66608	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	8
SOLDIER'S WISH PO BOX 2396 TULSA,OK 74101	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATING FUND	10
Total ▶ 3a				113,127

TY 2015 Accounting Fees Schedule**Name:** MILLS FOUNDATION INC**EIN:** 13-2622775

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RSM US LLP - INVESTMENT ACCOUNTING & FORM 990-PF	3,843	3,843		0
RSM US LLP - RESEARCH & PLANNING	2,562	0		2,562

TY 2015 Investments Corporate Bonds Schedule**Name:** MILLS FOUNDATION INC**EIN:** 13-2622775

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BRISTOL-MYERS SQUIBB CO	29,699	31,127
CATERPILLAR FINANCIAL SE NTS 02.750% DUE 06/24/2015	0	0
COLGATE-PALMOLIVE CO	51,744	51,930
LOCKHEED MARTIN CORP SR UNSEC	30,399	31,095
PEPSICO INC	25,179	25,326
PHILLIPS 66 COGT	51,186	53,880
RAYTHEON COMPANY SR UNSEC	25,390	25,863
SHERWIN WILLIAMS CO SR UNSEC 03.125% DUE 12/15/2014	0	0
US BANCO RP SER MTN CALL 2/15/22	24,863	25,547

TY 2015 Investments Corporate Stock Schedule**Name:** MILLS FOUNDATION INC**EIN:** 13-2622775

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACTAVIS PLC	0	0
AIR PRODUCTS & CHEMICALS INC	0	0
ALI BABA GROUP HOLDING LTD	0	0
ALLERGAN PLC	0	0
ALPHABET INC	46,650	77,588
AMAZON COM INC	19,583	30,773
AMERICAN INTERNATIONAL GROUP, INC	0	0
AMERICAN INTERNATIONAL GROUP, INC	0	0
AMERICAN INTERNATIONAL GROUP, INC	0	0
AMGEN INC	0	0
ANNALY CAPITAL MGMT INC	0	0
APACHE CORPORATION	32,789	33,898
APPLE INC	57,583	55,149
BALL CORPORATION	0	0
BANK OF AMERICA CORP	73,649	94,956
BLACKROCK INC.	0	0
BLACKSTONE MORTGAGE TRUST	47,922	51,136
CELGENE CORP	0	0
CHEVRON CORPORATION	60,620	65,597
CHUBB LTD	45,889	46,336
CUMMINS INC	0	0
DISNEY WALT CO	0	0
ECOLAB INC	0	0
EXXON MOBIL CORP.	0	0
FACEBOOK INC A	19,602	31,026
FASTENAL CO	46,629	49,343
FEDEX CORPORATION	43,455	50,026
FIRST REPUBLIC BANK	46,476	50,041
GENERAL ELECTRIC CO	53,284	58,444
GENUINE PARTS CO	39,358	44,073

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HESS CORPORATION	0	0
HOME DEPOT INC	0	0
ILLINOIS TOOL WORKS INC	0	0
ISHARES 20+ YEAR TREASURY BOND ETF	0	0
ISHARES 3-7 YEAR	75,400	73,276
ISHARES MSCI UNITED KINGDOM	0	0
ISHARES RUSSELL 2000 VALUE	90,388	92,676
ISHARES TIPS BOND ETF	73,028	72,047
JOHNSON & JOHNSON	57,579	60,102
JPMORTGAN CHASE & CO	86,016	99,411
LOCKHEED MARTIN CORP	62,406	79,575
LOWES COMPANIES INC	0	0
MASTERCARD INC. CL A	23,756	71,540
MEDEQUITIES REALTY TRUST	45,000	40,838
MEDTRONIC INC	26,552	26,064
MICROSOFT CORP	59,991	65,985
NESTLE SA	0	0
NETFLIX INC	0	0
NEWELL RUBBERMAID INC	69,249	71,737
NIKE INC CL B	0	0
O REILLY AUTOMOTIVE INC	0	0
OCCIDENTAL PETROLEUM	23,034	23,477
PAYPAL HOLDINGS INC	0	0
PHILLIPS 66 (PSX)	41,026	43,866
RAYTHEON COMPANY	63,730	80,153
SERMED INDUSTRIES, INC.	17,500	0
SPDR BARCLAYS SHORT TERM CORPORATE BOND ETF	98,272	97,728
SYSCO CORP	39,933	46,754
TEVAPHARMACEUTICALINDSLTD	0	0
TEXAS INSTRUMENTS	51,763	58,405

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THERMO FISHER SCIENTIFIC INC	0	0
TJX COMPANIES INC NEW	0	0
UNION PACIFIC CORP	42,079	52,084
UNITED PARCEL SERVICE CL B	29,747	32,921
UNITED TECHNOLOGIES CORP	68,041	75,404
US BANCORP DEL	56,751	64,804
VANECK VECTORS GODL MINERS ETF	25,097	34,370
VANECK VECTORS JUNIOR GOLD	24,277	25,740
VANGUARD FTSE EMERGING MARKETS	30,920	29,628
WALGREEN CO	0	0
WASTE MANAGEMENT INC	61,148	62,638
WELLS FARGO & COMPANY	0	0
WHITEWAVE FOODS CO CLASS A	0	0
WISDOMTREE INDIA EARNINGS FUND ETF	28,728	30,542

TY 2015 Investments Government Obligations Schedule**Name:** MILLS FOUNDATION INC**EIN:** 13-2622775**US Government Securities - End of
Year Book Value:**

124,843

**US Government Securities - End of
Year Fair Market Value:**

147,607

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2015 Investments - Other Schedule**Name:** MILLS FOUNDATION INC**EIN:** 13-2622775

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FEDERAL HOME LOAN BANK BNDS	AT COST	51,874	50,764
ISHARES GOLD TRUST	AT COST	60,590	61,971
ISHARES SILVER TRUST	AT COST	50,820	46,980
SPDR GOLD TRUST	AT COST	89,080	83,813

TY 2015 Other Assets Schedule

Name: MILLS FOUNDATION INC

EIN: 13-2622775

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PAINTING - "MALLWYD NED" BY THOMAS BLINKS (ENGLISH SETTER)	140,000	140,000	140,000

TY 2015 Other Expenses Schedule**Name:** MILLS FOUNDATION INC**EIN:** 13-2622775

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHECKING ACCOUNT FEES	36	0		36
STATE FILING FEES	305	0		305
WORKER'S COMPENSATION	425	0		425
INSURANCE	401	0		401
MEETINGS AND TRAVEL	464	0		464
INVESTMENT ADVISORY FEES	20,772	20,772		0
UTILITIES	1,801	0		1,801
INVESTMENT COST BASIS ADJUSTMENT - PNC	4,483	4,483		0

TY 2015 Taxes Schedule**Name:** MILLS FOUNDATION INC**EIN:** 13-2622775

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	525	0		525
FOREIGN TAXES	623	623		0
FEDERAL EXCISE TAX- ESTIMATE	1,931	0		0

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990</div>	<div>OMB No 1545-0047</div> <div>2015</div>
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Name of the organization MILLS FOUNDATION INC	Employer identification number 13-2622775
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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 other 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 33¹/₃% 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization MILLS FOUNDATION INC	Employer identification number 13-2622775
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ 50,000	Person <input checked="" type="checkbox"/>
	BRADFORD MILLS IRA 4243205-3930783 2094 AQUETONG ROAD		Payroll <input type="checkbox"/>
	NEW HOPE, PA 18938		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization MILLS FOUNDATION INC	Employer identification number 13-2622775
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed

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