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## Return of Private Foundation

OMB No. 1545-0052

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)

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

12/01, 2015, and ending

11/30, 2016

Name of foundation

JAFFE FAMILY FOUNDATION - AGY

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

Room/suite

1525 W W.T. HARRIS BLVD. D1114-044

855-739-2921

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

CHARLOTTE, NC 28262

G Check all that apply:

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

A Employer identification number

45-0493621

B Telephone number (see instructions)

H Check type of organization.  X Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationC If exemption application is pending, check here. ► D 1 Foreign organizations, check here. ►   
2 Foreign organizations meeting the 85% test, check here and attach computation. ► E If private foundation status was terminated under section 507(b)(1)(A), check here. ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ► 

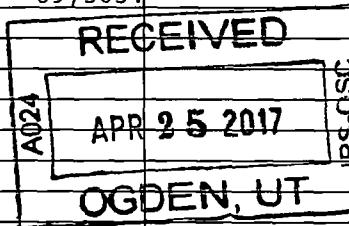
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 5,629,574. (Part I, column (d) must be on cash basis)

J Accounting method:  X Cash  Accrual  
 Other (specify) \_\_\_\_\_

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)

1 Contributions, gifts, grants, etc., received (attach schedule)	1,518,222.		
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B.			
3 Interest on savings and temporary cash investments	40.	40.	STMT 1
4 Dividends and interest from securities	90,660.	89,563.	STMT 2
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10	-15,930.		
b Gross sales price for all assets on line 6a	1,378,179.		
7 Capital gain net income (from Part IV, line 2)			
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)			
12 Total. Add lines 1 through 11	1,592,992.	89,603.	
13 Compensation of officers, directors, trustees, etc.	NONE	NONE	NONE
14 Other employee salaries and wages		NONE	NONE
15 Pension plans, employee benefits		NONE	NONE
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)			
c Other professional fees (attach schedule)	36,226.	36,226.	STMT 4
17 Interest			
18 Taxes (attach schedule) (see instructions)	2,854.	1,499.	STMT 5
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings		NONE	NONE
22 Printing and publications		NONE	NONE
23 Other expenses (attach schedule)	8,543.		8,543.
24 Total operating and administrative expenses			
Add lines 13 through 23.	47,623.	37,725.	8,543.
25 Contributions, gifts, grants paid	740,300.		740,300.
26 Total expenses and disbursements Add lines 24 and 25	787,923.	37,725.	748,843.
27 Subtract line 26 from line 12.			
a Excess of revenue over expenses and disbursements	805,069.		
b Net investment income (if negative, enter -0-)		51,878.	
c Adjusted net income (if negative, enter -0-)			

SCANNED MAY 08 2017  
Operating and Administrative Expenses

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
Assets	1 Cash - non-interest-bearing . . . . .	(a) Book Value	(b) Book Value	(c) Fair Market Value
	2 Savings and temporary cash investments . . . . .	110,583.	78,876.	78,876.
	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 ►	NONE		
	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) . . . . .	2,168,864.	2,163,360.	2,374,970.
	c Investments - corporate bonds (attach schedule) . . . . .	1,134,601.	831,634.	810,887.
Liabilities	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . .	1,533,852.	2,666,611.	2,364,841.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	15 Other assets (describe ► )			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	4,947,900.	5,740,481.	5,629,574.
	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) . . . . .		NONE	
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 and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	4,947,900.	5,740,481.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund. . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30 Total net assets or fund balances (see instructions) . . . . .	4,947,900.	5,740,481.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	4,947,900.	5,740,481.	

**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	4,947,900.
2 Enter amount from Part I, line 27a . . . . .	2	805,069.
3 Other increases not included in line 2 (itemize) ► MUTUAL FUND TAX EFFECTIVE DATE BEFORE TY	3	2,033.
4 Add lines 1, 2, and 3 . . . . .	4	5,755,002.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 12	5	14,521.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	5,740,481.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<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)		
a 1,378,179.		1,394,109.	-15,930.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			-15,930.		
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	-15,930.	
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?

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

 Yes  No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	655,415.	5,716,118.	0.114661
2013	614,340.	4,630,884.	0.132661
2012	497,422.	2,090,917.	0.237897
2011	395,271.	657,729.	0.600963
2010	259,683.	887,486.	0.292605

2 Total of line 1, column (d) . . . . .	2	1.378787
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	0.275757
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 . . . . .	4	5,945,848.
5 Multiply line 4 by line 3 . . . . .	5	1,639,609.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	6	519.
7 Add lines 5 and 6 . . . . .	7	1,640,128.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	748,843.

<b>Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)</b>		
<p>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)</p> <p>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 . . . . .</p> <p>c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).</p> <p>2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0- . . . . .</p> <p>3 Add lines 1 and 2 . . . . .</p> <p>4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0- . . . . .</p> <p>5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .</p> <p>6 Credits/Payments.</p> <p>a 2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .</p> <p>b Exempt foreign organizations - tax withheld at source . . . . .</p> <p>c Tax paid with application for extension of time to file (Form 8868) . . . . .</p> <p>d Backup withholding erroneously withheld . . . . .</p> <p>7 Total credits and payments. Add lines 6a through 6d . . . . .</p> <p>8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .</p> <p>9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . ►</p> <p>10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . ►</p> <p>11 Enter the amount of line 10 to be: <b>Credited to 2016 estimated tax</b> ► <input type="checkbox"/> <b>NONE</b> Refunded ► <input type="checkbox"/></p>	<p>1</p> <p>2</p> <p>3</p> <p>4</p> <p>5</p> <p>6a</p> <p>6b</p> <p>6c</p> <p>6d</p> <p>7</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p>	<p>1,038.</p> <p></p>
<b>Part VII-A Statements Regarding Activities</b>		
<p>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? . . . . .</p> <p>1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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></p> <p>1c Did the foundation file Form 1120-POL for this year? . . . . .</p> <p>1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:            (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____</p> <p>1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____</p> <p>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></p> <p>3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .</p> <p>4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .            b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .</p> <p>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></p> <p>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? . . . . .</p> <p>7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV</p> <p>8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►            b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .</p> <p>9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .</p> <p>10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .</p>	<p>Yes</p> <p>1a</p> <p>1b</p> <p>1c</p> <p>2</p> <p>3</p> <p>4a</p> <p>4b</p> <p>5</p> <p>6</p> <p>7</p> <p>8b</p> <p>9</p> <p>10</p>	<p>No</p> <p>X</p>

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

11	Yes	No
11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	The books are in care of ► <u>SEE STATEMENT 13</u> Telephone no. ► _____	
Located at ► <u>ZIP+4</u> ► _____		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> - Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► <u>15</u>	
16	Yes	No
16		X
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? <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"/>	
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? <u>1b</u>	
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 ► _____	
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.) <u>1c</u>	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u>2b</u>	
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) <u>3b</u>	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u>4a</u>	
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? <u>4b</u>	

**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:	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(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		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).					
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<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	X
If "Yes" to 6b, file Form 8870					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<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	(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	
JON JAFFE 88 EMERALD BAY, LAGUNA BEACH, CA 92651	PRESIDENT 8	-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		NONE	NONE	NONE	
Total number of other employees paid over \$50,000 . . . . . ►					NONE

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (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		NONE
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		<b>NONE</b>

**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	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	
2		
All other program-related investments See instructions		
3	NONE	
<b>Total. Add lines 1 through 3 . . . . . ►</b>		

**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	5,906,593.
b Average of monthly cash balances . . . . .	1b	129,801.
c Fair market value of all other assets (see instructions) . . . . .	1c	NONE
d Total (add lines 1a, b, and c) . . . . .	1d	6,036,394.
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	NONE
3 Subtract line 2 from line 1d . . . . .	3	6,036,394.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	4	90,546.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,945,848.
6 Minimum investment return. Enter 5% of line 5 . . . . .	6	297,292.

**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	297,292.
2a Tax on investment income for 2015 from Part VI, line 5 . . . . .	2a	1,038.
b Income tax for 2015. (This does not include the tax from Part VI.) . . . . .	2b	
c Add lines 2a and 2b . . . . .	2c	1,038.
3 Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	296,254.
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	NONE
5 Add lines 3 and 4 . . . . .	5	296,254.
6 Deduction from distributable amount (see instructions) . . . . .	6	NONE
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7	296,254.

**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	748,843.
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	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required) . . . . .	3a	NONE
b Cash distribution test (attach the required schedule) . . . . .	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	748,843.
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	N/A
6 Adjusted qualifying distributions. Subtract line 5 from line 4 . . . . .	6	748,843.

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 . . . . .				296,254.
2 Undistributed income, if any, as of the end of 2015			NONE	
a Enter amount for 2014 only. . . . .				
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . .	NONE			
b From 2011 . . . . .	NONE			
c From 2012 . . . . .	399,610.			
d From 2013 . . . . .	385,219.			
e From 2014 . . . . .	370,796.			
f Total of lines 3a through e . . . . .		1,155,625.		
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 748,843.				
a Applied to 2014, but not more than line 2a . . . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2015 distributable amount. . . . .				296,254.
e Remaining amount distributed out of corpus. . . . .	452,589.			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))		NONE		NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		1,608,214.		
b Prior years' undistributed income. Subtract line 4b from line 2b. . . . .			NONE	
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 . . . . .			NONE	
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .			NONE	
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				NONE
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) . . . . .		NONE		
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .		1,608,214.		
10 Analysis of line 9				
a Excess from 2011 . . . . .	NONE			
b Excess from 2012 . . . . .	399,610.			
c Excess from 2013 . . . . .	385,219.			
d Excess from 2014 . . . . .	370,796.			
e Excess from 2015 . . . . .	452,589.			

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

NOT APPLICABLE

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)
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	
	(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 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).)

JON JAFFE

**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.

JON JAFFE

**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:

N/A

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

N/A

**c Any submission deadlines:**

N/A

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

N/A

**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)				
<b>a Paid during the year</b>				
SEE STATEMENT 20				740,300.
<b>Total</b>			► 3a	740,300.
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	
<b>1</b> Program service revenue:					
a					
b					
c					
d					
e					
f					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments . . . . .					
<b>3</b> Interest on savings and temporary cash investments . . . . .			14	40.	
<b>4</b> Dividends and interest from securities . . . . .			14	90,660.	
<b>5</b> Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
<b>6</b> Net rental income or (loss) from personal property . . . . .					
<b>7</b> Other investment income . . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	-15,930.	
<b>9</b> Net income or (loss) from special events . . . . .					
<b>10</b> Gross profit or (loss) from sales of inventory . . . . .					
<b>11</b> Other revenue. a					
b					
c					
d					
e					
<b>12</b> Subtotal. Add columns (b), (d), and (e) . . . . .				74,770.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e)					74,770.

13 Total: Add line 12, columns (b), (d), and (e) . . . . .  
(See worksheet in line 13 instructions to verify calculations )

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

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash . . . . .	1a(1)	X
(2) Other assets . . . . .	1a(2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3) Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4) Reimbursement arrangements . . . . .	1b(4)	X
(5) Loans or loan guarantees . . . . .	1b(5)	X
(6) Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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.

B II. Yes, complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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**

perjury, I declare that I have  
a. Declaration of preparer (if other  
than filer or trustee)

104/07/2017

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### ► President

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>DERRICK PUCKETT, VP</b>	Preparer's signature <i>D.P. P.</i>	Date	Check <input type="checkbox"/> if self-employed	PTIN <b>PO1031673</b>
	Firm's name <b>► WELLS FARGO BANK, N.A.</b>	Firm's EIN ► <b>94-3080771</b>			
	Firm's address <b>► 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28262</b>	Phone no. <b>800-691-8916</b>			

► 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

Employer identification number

JAFFE FAMILY FOUNDATION - AGY

45-0493621

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).

## Name of organization

JAFFE FAMILY FOUNDATION - AGY

## Employer identification number

45-0493621

**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	JON AND KAREN JAFFE 433 N. CAMDEN DRIVE BEVERLY HILLS, CA 90210	\$ 1,518,222.	Person Payroll Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person Payroll Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

JAFFE FAMILY FOUNDATION - AGY

Employer identification number

45-0493621

**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	30,877 SHARES OF LENNAR STOCK	\$ 1,518,222.	12/28/2015
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

## FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SECURED MARKET DEPOSIT ACCOUNT	40.	40.
TOTAL	40.	40.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AQR MANAGED FUTURES STR-I #15213	3,347.	3,347.
AT & T INC	1,488.	1,488.
APPLE INC	558.	558.
ARBITRAGE FUND CLASS I #1000	1,446.	1,446.
BOEING CO	1,045.	1,045.
CVS HEALTH CORPORATION	510.	510.
CHEVRON CORP	1,284.	1,284.
CITIGROUP INC.	252.	252.
COMCAST CORP CLASS A	484.	484.
CONSTELLATION BRANDS INC	348.	348.
DANAHER CORP	203.	203.
WALT DISNEY CO	426.	426.
E M C CORP MASS	138.	138.
EATON VANCE FLOATING RATE FD-I #924	2,560.	2,510.
EATON VANCE GLOBAL MACRO - I #0088	3,697.	2,690.
ECOLAB INC	315.	315.
EXXON MOBIL CORPORATION	1,036.	1,036.
GILEAD SCIENCES INC	634.	634.
GOLDMAN SACHS GROUP INC	423.	423.
HOME DEPOT INC	518.	518.
INTEL CORP	216.	216.
ISHARES MSCI EMERGING MARKETS	883.	883.
ISHARES RUSSELL 2000 GROWTH ETF	520.	520.
ISHARES RUSSELL 2000 ETF	1,132.	1,132.
ISHARES MSCI EAFFE VALUE ETF	4,920.	4,920.
ISHARES MSCI EAFFE GROWTH ETF	2,879.	2,879.
JPMORGAN CHASE & CO	828.	828.
JOHNSON & JOHNSON	775.	775.
ESTEE LAUDER COMPANIES INC	510.	510.
WESTERN ASSET SHRT-TRM BND-I	4,016.	4,016.
LENNAR CORP	9,212.	9,212.
LOOMIS SAYLES BOND FD INSTL #1162	2,341.	2,341.
FWV314 5892 04/13/2017 07:21:17		

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MAINSTAY CONVERTIBLE FD CL I #2584	3,374.	3,374.
MCKESSON CORP	112.	112.
MICROSOFT CORP	180.	180.
MONSANTO CO NEW	108.	108.
ORACLE CORPORATION	420.	420.
PIMCO HIGH YIELD FD-INST #108	2,827.	2,787.
PIMCO EMERG MKTS BD-INST #137	2,549.	2,549.
PNC FINANCIAL SERVICES GROUP	636.	636.
PHILIP MORRIS INTERNATIONAL INC	1,026.	1,026.
PRINCIPAL PREFERRED SEC-INS #4929	2,441.	2,441.
PROCTER & GAMBLE CO	803.	803.
SPDR DJ WILSHIRE INTERNATIONAL REAL	2,683.	2,683.
SPDR DOW JONES REIT ETF	4,496.	4,496.
SPDR S&P MIDCAP 400 ETF TRUST	2,828.	2,828.
STARBUCKS CORP COM	160.	160.
TJX COMPANIES INC	168.	168.
TARGET CORP	796.	796.
TOTAL S.A. - ADR	1,222.	1,222.
UNION PACIFIC CORP	770.	770.
UNITED PARCEL SERVICE-CL B	573.	573.
VERIZON COMMUNICATIONS	1,307.	1,307.
WESTERN ASSET INTERM BOND FND-I #224	12,232.	12,232.
BANK SWEEP ACCOUNT/EVERGREEN	5.	5.
TOTAL	90,660.	89,563.

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLS FARGO BANK - AGENT	36,226.	36,226.
TOTALS	36,226.	36,226.

## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAXES PAID FOREIGN TAXES PAID	1,355. 1,499. ----- TOTALS	1,499. ----- 2,854. 1,499. =====

## FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANT ADMIN FEES STATE FILING FEES	8,508. 35.	8,508. 35.
TOTALS		8,543.

## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
00203H859 AQR MANAGED FUTURES	71,745.	71,745.	60,681.
00206R102 AT & T INC	24,743.	28,403.	30,904.
02079R107 ALPHABET INC CL C	29,432.	25,098.	37,902.
02313S106 AMAZON COM INC COM	13,581.	13,581.	37,529.
03783S100 APPLE INC	15,455.	15,455.	27,630.
03875R205 ARBITRAGE FUND CLASS	76,540.	76,540.	79,474.
084670702 BERKSHIRE HATHAWAY I	19,731.	19,731.	27,552.
097023105 BOEING CO	27,708.	27,708.	37,640.
126650100 CVS HEALTH CORPORATI	17,898.	17,898.	23,067.
151020104 CELGENE CORP COM	16,367.	16,367.	32,590.
166764100 CHEVRON CORP	35,204.	35,204.	33,468.
172967424 CITIGROUP INC.	31,708.	31,708.	33,834.
20030N101 COMCAST CORP CLASS A	17,703.	17,703.	31,280.
21036P108 CONSTELLATION BRANDS	32,342.	29,107.	34,007.
235851102 DANAHER CORP	25,359.	16,970.	25,405.
254687106 WALT DISNEY CO	20,634.	20,634.	29,736.
277923728 EATON VANCE GLOBAL M	71,525.	71,525.	67,486.
278865100 ECOLAB INC	19,306.	19,306.	26,264.
30231G102 EXXON MOBIL CORPORAT	31,040.	31,040.	30,555.
30303M102 FACEBOOK INC	19,152.	16,416.	35,526.
375558103 GILEAD SCIENCES INC	35,124.	43,708.	29,480.
38141G104 GOLDMAN SACHS GROUP	24,021.	31,990.	43,858.
437076102 HOME DEPOT INC		30,253.	32,350.
464287234 ISHARES MSCI EMERGIN		87,021.	88,750.
464287655 ISHARES RUSSELL 2000		76,303.	92,127.
464288877 ISHARES MSCI EAFFE VA		165,050.	133,255.
464288885 ISHARES MSCI EAFFE GR		152,760.	126,140.
46625H100 JPMORGAN CHASE & CO		24,505.	36,077.
478160104 JOHNSON & JOHNSON		21,228.	27,825.

## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
518439104 ESTEE LAUDER COMPANY	37,955.	33,739.	31,080.
58155Q103 MCKESSON CORP		35,385.	28,762.
594918104 MICROSOFT CORP		26,140.	30,130.
68389X105 ORACLE CORPORATION	23,852.	23,852.	28,133.
693475105 PNC FINANCIAL SERVICE	24,925.	24,925.	33,162.
697435105 PALO ALTO NETWORKS I		35,079.	36,952.
718172109 PHILIP MORRIS INTERN		27,507.	26,484.
742718109 PROCTER & GAMBLE CO		32,680.	32,984.
74925K581 BOSTON P LNG/SHRT RE	92,060.	92,060.	107,987.
77956H500 T ROWE PRICE NEW ASI		59,640.	62,735.
78463X863 SPDR DJ WILSHIRE INT	92,855.	105,635.	90,792.
78464A607 SPDR DOW JONES REIT	91,887.	129,214.	135,930.
78467Y107 SPDR S&P MIDCAP 400	184,121.	162,474.	207,501.
79466L302 SALESFORCE COM INC		30,727.	34,200.
855244109 STARBUCKS CORP COM	32,291.	23,044.	23,188.
87612E106 TARGET CORP	23,180.	17,385.	23,172.
89151E109 TOTAL S.A. - ADR		23,408.	21,447.
907818108 UNION PACIFIC CORP		21,110.	28,943.
92343V104 VERIZON COMMUNICATIO		24,842.	29,934.
872540109 TUX COMPANIES INC		27,376.	29,940.
015351109 ALEXION PHARMACEUTIC		14,553.	
911312106 UNITED PARCEL SERVIC		21,403.	
268648102 EMC CORP MASS		29,867.	
458140100 INTEL CORP		21,391.	
61166W101 MONSANTO CO NEW		20,774.	
G0177J108 ALLERGAN PLC		31,217.	
03524A108 ANHEUSER-BUSCH INBEV		20,240.	
464287648 ISHARES RUSSELL 2000		91,140.	
902641646 E-TRACS ALERIAN MLP		109,494.	

## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TOTALS	2,168,864.	2,163,360.	2,374,970.

## FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
277911491 EATON VANCE FLOATING 543495840 LOOMIS SAYLES BOND F 56063N600 MAINSTAY CONVERTIBLE 693390841 PIMCO HIGH YIELD FD- 693391559 PIMCO EMERG MKTS BD- 74253Q416 PRINCIPAL PREFERRED 957663701 WESTERN ASSET INTERM 52469E807 WESTERN ASSET SHORT-	133,001. 106,414. 78,907. 84,492. 32,927. 390,340. 308,520.	59,733. 106,414. 14,521. 61,039. 52,627. 59,280. 478,020.	57,641. 95,830. 15,215. 60,048. 49,846. 59,881. 472,426.
TOTALS	1,134,601.	831,634.	810,887.

## FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LENNAR CORP CLASS A	C	1,533,852.	2,666,611.	2,364,841.
TOTALS		1,533,852.	2,666,611.	2,364,841.

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

DESCRIPTION	AMOUNT
MUTUAL FUND POSTING DATE AFTER TYE DIFFERENCE OF MV & BV OF STOCK GIFT	2,093. 12,428.
TOTAL	14,521.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF

NAME: WELLS FARGO BANK, NA

ADDRESS: 100 NORTH MAIN STREET D4001-065  
WINSTON SALEM, NC 27101

TELEPHONE NUMBER: (855)739-2921

STATEMENT 13

JAFFE FAMILY FOUNDATION - AGY

45-0493621

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SEGERSTROM CENTER FOR THE ARTS

ADDRESS:

600 TOWN CENTER DRIVE  
COSTA MESA, CA 92626

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

RETT SYNDROME RESEARCH TRUST INC

ADDRESS:

67 UNDER CLIFF ROAD  
TRUMBULL, CT 06611

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:

GLENNWOOD HOUSING FOUNDATION

ADDRESS:

2130 SOUTH COAST HWY  
LAGUNA BEACH, CA 92651

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

STATEMENT 14

JAFFE FAMILY FOUNDATION - AGY

45-0493621

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

SECOND HARVEST FOOD BANK OF  
ORANGE COUNTY INC

ADDRESS:

8014 MARINE WAY  
IRVINE, CA 92618

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,250.

RECIPIENT NAME:

SALLY'S FUND INC.

ADDRESS:

POST OFFICE BOX 1626  
LAGUNA BEACH, CA 92652

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 400.

RECIPIENT NAME:

MAKE A DENT INC

ADDRESS:

709 SHAMROCK LANE  
PISMO BEACH, CA 93449

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,500.

STATEMENT 15

JAFFE FAMILY FOUNDATION - AGY  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

45-0493621

=====

RECIPIENT NAME:  
INTERNATIONAL ASSN FOR HUMAN  
VALUES  
ADDRESS:  
2401 15TH STREET NW  
WASHINGTON, DC 20009  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
NATIONAL MULTIPLE SCLEROSIS  
SOCIETY  
ADDRESS:  
3201 WEST COMMERCIALBLVD STE127  
FT LAUDERDALE, FL 33309  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
COMMUNITY AGROECOLOGY NETWORK  
ADDRESS:  
PO BOX 7653  
SANTA CRUZ, CA 95061  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

STATEMENT 16

JAFFE FAMILY FOUNDATION - AGY

45-0493621

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

BOYS & GIRLS CLUB OF SOUTHERN  
NEVADA

ADDRESS:

2850 LINDELL ROAD  
LAS VEGAS, NV 89146

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

CLL GLOBAL RESEARCH FOUNDATION

ADDRESS:

PO BOX 301402, UNIT 428  
HOUSTON, TX 77230

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

IMPACT GIVING

ADDRESS:

668 NORTH COAST HWY #1139  
LAGUNA BEACH, CA 92651

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,150.

STATEMENT 17

JAFFE FAMILY FOUNDATION - AGY  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

45-0493621

RECIPIENT NAME:

UNIVERSITY OF SO. CALIFORNIA

ADDRESS:

3501 WATT WAY, HERITAGE HALL 203B  
LOS ANGELES, CA 90089

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 250,000.

RECIPIENT NAME:

CHAPMAN UNIVERSITY

ADDRESS:

1 UNIVERSITY DRIVE  
ORANGE, CA 92866

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

BOYS & GIRLS CLUB OF LAGUNA BEACH

ADDRESS:

1085 LAGUNA CANYON ROAD  
LAGUNA BEACH, CA 92651

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 8,500.

STATEMENT 18

JAFFE FAMILY FOUNDATION - AGY

45-0493621

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

CONGREGATION SHIR HA-MA ALOT

ADDRESS:

3652 MICHELSON DRIVE  
IRVINE, CA 92612

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 301,000.

RECIPIENT NAME:

HOAG HOSPITAL FOUNDATION

ADDRESS:

330 PLACENTIA AVENUE, SUITE 100  
NEWPORT BEACH, CA 92663

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

CITY OF HOPE

ADDRESS:

1055 WILSHIRE BLVD, 11TH FLOOR  
LOS ANGELES, CA 90017

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 50,000.

STATEMENT 19

JAFFE FAMILY FOUNDATION - AGY  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

45-0493621

=====

RECIPIENT NAME:  
ORANGEWOOD CHILDRENS FDN

ADDRESS:  
1575 E 17TH STREET  
SANTA ANA, CA 92705

RELATIONSHIP:  
NONE

PURPOSE OF GRANT:  
GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 18,500.

RECIPIENT NAME:  
HUMAN OPTIONS INC

ADDRESS:  
POST OFFICE BOX 53745  
IRVINE, CA 92619

RELATIONSHIP:  
NONE

PURPOSE OF GRANT:  
GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 65,000.

RECIPIENT NAME:  
PEDIATRIC CANCER RESEARCH FDN

ADDRESS:  
9272 JERONIMO RD, SUITE 122  
IRVINE, CA 92618

RELATIONSHIP:  
NONE

PURPOSE OF GRANT:  
GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 5,000.

TOTAL GRANTS PAID: ..... 740,300.

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STATEMENT 20