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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2015 or tax year beginning 12/1/2015, and ending 11/30/2016

Name of foundation

G ROXY AND ELIZABETH C MARTIN

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

300 S ORANGE AVE SUITE 1600

City or town

ORLANDO

State

FL

ZIP code

32801

Foreign country name

Foreign province/state/country

Foreign postal code

A Employer identification number

59-6920693

B Telephone number (see instructions)

(407) 237-5986

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$** 3,633,950J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

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

C 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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" 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	69,499	69,499		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	37,599			
b Gross sales price for all assets on line 6a 1,769,138				
7 Capital gain net income (from Part IV, line 2)		37,599		
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	107,098	107,098	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	38,752	19,376		19,376
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500			2,500
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	2,163	981		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	43,415	20,357	0	21,876
25 Contributions, gifts, grants paid	203,250			203,250
26 Total expenses and disbursements. Add lines 24 and 25	246,665	20,357	0	225,126
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-139,567			
b Net investment income (if negative, enter -0-)		86,741		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		979	1,089	1,089
	2	Savings and temporary cash investments		211,309	105,523	105,523
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
Liabilities	11	Investments—land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		3,493,422	3,459,532	3,527,338
	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)		3,705,710	3,566,144	3,633,950
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	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	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		3,705,710	3,566,144	
	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)		3,705,710	3,566,144	
	31	Total liabilities and net assets/fund balances (see instructions)		3,705,710	3,566,144	

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	3,705,710
2	Enter amount from Part I, line 27a	2	-139,567
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	1
4	Add lines 1, 2, and 3	4	3,566,144
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,566,144

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-46,701
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years 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	211,274	3,879,734	0.054456
2013	113,518	4,056,290	0.027986
2012	221,937	3,877,124	0.057243
2011	210,004	3,713,856	0.056546
2010	200,043	3,769,808	0.053065
2 Total of line 1, column (d)			2 0.249296
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 0.049859
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 3,576,301
5 Multiply line 4 by line 3			5 178,311
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 867
7 Add lines 5 and 6			7 179,178
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			8 225,126

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
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	867	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	867	
6	Credits/Payments.			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,693	
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	1,693	
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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	826	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 826 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► SUNTRUST BANK Telephone no. ► (407) 237-5986			
Located at ► P O BOX 1908 ORLANDO FL ZIP+4 ► 32802-1908				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

<p>5a During the year did the foundation pay or incur any amount to:</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/></p> <p>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</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes" to 6b, file Form 8870</p> <p>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</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>5b</p> <p>6b</p> <p>7b</p>	<p>X</p> <p>X</p> <p>N/A</p>
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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
SUNTRUST BANK P O BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE VARIOUS	32,752		
ALFRED C. HALIDAY JR 300 S ORANGE AVE STE 1600 ORLANDO, FL 32801	TRUSTEE VARIOUS	2,000		
DAVID L. WEISS 300 S ORANGE AVE STE 1600 ORLANDO, FL 32801	TRUSTEE VARIOUS	2,000		
J. STEPHEN PULLIUM 300 S ORANGE AVE STE 1600 ORLANDO, FL 32801	TRUSTEE VARIOUS	2,000		

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				

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

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

**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	

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	3,517,936
b	Average of monthly cash balances	1b	112,826
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,630,762
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,630,762
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	54,461
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,576,301
6	Minimum investment return. Enter 5% of line 5	6	178,815

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	178,815
2a	Tax on investment income for 2015 from Part VI, line 5	2a	867
b	Income tax for 2015. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	867
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	177,948
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	177,948
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	177,948

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	225,126
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	225,126
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	867
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	224,259

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				177,948
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____				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011	8,509			
c From 2012	36,017			
d From 2013				
e From 2014	22,303			
f Total of lines 3a through e	66,829			
4 Qualifying distributions for 2015 from Part XII, line 4: \blacktriangleright \$ 225,126				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				177,948
e Remaining amount distributed out of corpus	47,178			
5 Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	114,007			
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	114,007			
10 Analysis of line 9.				
a Excess from 2011	8,509			
b Excess from 2012	36,017			
c Excess from 2013				
d Excess from 2014	22,303			
e Excess from 2015	47,178			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	203,250
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LEES MCRAE COLLEGE SCHOLARSHIP RECIPIENT

Street

P O BOX 128

City

BANNER ELK

State

NC

Zip Code

28604

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

CHRISTIAN CARE CENTER

Street

115 N 13TH ST

City

LEESBURG

State

FL

Zip Code

34748

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

OPERATING EXPENSES

Amount

15,000

Name

CHRISTIAN HOME AND BIBLE SCHOOL

Street

2235 W OLD US HWY 441

City

MT DORA

State

FL

Zip Code

32757

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

REBRANDING AND RENAMING

Amount

25,000

Name

HAVEN OF LAKE AND SUMTER COUNTIES

Street

4622 WISCONSIN AVE, N.W.

City

WASHINGTON

State

DC

Zip Code

20016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SAVE THE KIDS PROGRAM

Amount

10,000

Name

LIBERTY COUNSEL INC

Street

PO 540774

City

ORLANDO

State

FL

Zip Code

32854

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

LAKE COUNTY MOBILIZATION PROJECT

Amount

25,000

Name

NEW BEGINNINGS OF LAKE COUNTY

Street

415 CITRUS TOWER BLVD

City

CLERMONT

State

FL

Zip Code

34711

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SUPPORT SERVICES/PERM AFFORDABLE HOUSING

Amount

15,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SCARC INC

Street

1050 SW 66TH PL

City

BUSHNELL

State

FL

Zip Code

33513

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

LAWN EQUIPMENT/MAINTENANCE PROGRAM

Amount

5,000

Name

THE ARC SUNRISE OF CENTRAL FLORIDA

Street

35201 RADIO ROAD

City

LEESBURG

State

FL

Zip Code

34788

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

MEDICAL ASSISTANCE PROGRAM

Amount

10,000

Name

BOYS & GIRLS CLUBS OF LAKE & SUMTERCOUNTIES

Street

432 CO ROD 466

City

LADY LAKE

State

FL

Zip Code

32159

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GREAT FUTURES START AT BGCLSC

Amount

10,000

Name

UNITED WAY OF LAKE AND SUMTERCOUNTIES

Street

32644 BLOSSOM LN

City

LEESBURG

State

FL

Zip Code

34788

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

BROWN BAGS FOR HOME

Amount

10,000

Name

UNIVERSITY OF SOUTH FLORIDA SCHOLARSHIP RECIPIENTS

Street

4202 E FLOWER AVE

City

TAMPA

State

FL

Zip Code

33620

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

7 SCHOLARSHIPS

Amount

10,750

Name

LAKE SUMTER STATE COLLEGE SCHOLARSHIP RECIPIENTS

Street

9501 US-441

City

LEESBURG

State

FL

Zip Code

34788

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

3 SCHOLARSHIPS

Amount

5,250

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FLORIDA STATE UNIVERSITY SCHOLARSHIP RECIPIENTS

Street

600 W COLLEGE AVE

City

TALLAHASSEE

State

FL

Zip Code

32306

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

3 SCHOLARSHIPS

Amount

4,750

Name

UNIVERSITY OF FLORIDA SCHOLARSHIP RECIPIENTS

Street**City**

GAINESVILLE

State

FL

Zip Code

32611

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

12 SCHOLARSHIPS

Amount

22,500

Name

UNIVERSITY OF NORTH FLORIDA SCHOLARSHIP RECIPIENTS

Street

1 UNF DR

City

JACKSONVILLE

State

FL

Zip Code

32224

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

3 SCHOLARSHIPS

Amount

6,000

Name

UNIVERSITY OF CENTRAL FLORIDA SCHOLARSHIP RECIPIENTS

Street

4000 CENTRAL FLORIDA BLVD

City

ORLANDO

State

FL

Zip Code

32816

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

9 SCHOLARSHIPS

Amount

13,250

Name

JOHNS HOPKINS UNIVERSITY SCHOLARSHIP RECIPIENT

Street**City**

BALTIMORE

State

MD

Zip Code

21218

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

5,000

Name

UNIVERSITY OF CALIFORNIA, BERKELEY SCHOLARSHIP RECIPIENT

Street**City**

BERKELEY

State

CA

Zip Code

94720

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

DUQUESNE UNIVERSITY SCHOLARSHIP RECIPIENT

Street

600 FORBES AVE

City

PITTSBURGH

State

PA

Zip Code

15282

Foreign Country

Relationship

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,750

Name

NORTHWESTERN UNIVERSITY SCHOLARSHIP RECIPIENT

Street

633 CLARK ST

City

EVANSTON

State

IL

Zip Code

60208

Foreign Country

Relationship

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

COLLEGE OF CENTRAL FLORIDA SCHOLARSHIP RECIPIENT

Street

3001 SW COLLEGE RD

City

OCALA

State

FL

Zip Code

34474

Foreign Country

Relationship

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

750

Name

SOUTHEASTERN UNIVERSITY SCHOLARSHIP RECIPIENT

Street

1000 LONGFELLOW BLVD

City

LAKELAND

State

FL

Zip Code

33801

Foreign Country

Relationship

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,750

Name

GEORGE WASHINGTON UNIV SCHOLARSHIP RECIPIENT

Street

2121 I ST NW

City

WASHINGTON

State

DC

Zip Code

20052

Foreign Country

Relationship

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Long Term CG Distributions	0
Short Term CG Distributions	0

Long Term CG Distributions	0
Short Term CG Distributions	0

Part I, Line 16b (990-PF) - Accounting Fees

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

Part I, Line 18 (990-PF) - Taxes

		2,163	981	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	981	981		
2	ESTIMATED EXCISE TAXES PAID	1,182			

Part II, Line 13 (990-PF) - Investments - Other

		3,493,422		3,459,532		3,527,338
		Book Value	Book Value	Book Value	FMV	
		End of Year	End of Year	End of Year	End of Year	
1	SEE ATTACHED STATEMENT			3,459,532	3,527,338	

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

[illegible]

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	511
2 First quarter estimated tax payment	4/14/2016	2	53
3 Second quarter estimated tax payment	5/13/2016	3	565
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment	11/10/2016	5	564
6 Other payments		6	
7 Total		7	1,693



MARTIN, G ROXY & ELIZ C FDN TA
ACCOUNT NO. 5601932

PORTFOLIO SUMMARY

AS OF 11/30/16

PAGE 2

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	4,937.70	0.14 %	4,937.70			
STIF & MONEY MARKET FUNDS	105,522.70	2.90 %	105,522.70	0.00	232	0.22 %
EQUITY SECURITIES	659,524.09	18.15 %	659,879.42	355.33-	11,568	1.75 %
MUTUAL FUNDS	2,867,814.32	78.92 %	2,799,653.02	68,161.30	41,485	1.45 %
MISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	3,637,798.81	100.11 %	3,569,992.84	67,805.97	53,284	1.47 %
INCOME PORTFOLIO						
INCOME CASH	3,848.74-	0.11-%	3,848.74-			

TOTAL ASSETS 3,641,647.55 100.22 % 3,573,841.58 67,805.97 53,284 1.47 %



MARTIN, G. ROXY & ELIZ C FDN TA
ACCOUNT NO. 5601932

PORTFOLIO DETAIL

AS OF 11/30/16

PAGE 3

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	4,937.70 0.14 %	4,937.70			
STIF & MONEY MARKET FUNDS						
105,522.7	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	105,522.70 1.000 2.90 %	105,522.70 1.00	0.00	232	0.22 % 0.00 %
EQUITY SECURITIES						
MUTUAL FUNDS-EQUITY						
1,534	ISHARES CORE S&P 500 ETF CUSIP: 464287200	339,827.02 221.530 9.35 %	333,891.66 217.66	5,935.36	7,052	2.08 % 0.00 %
MUTUAL FUNDS-FIXED INCOME						
12,793	ISHARES U.S. TREASURY BOND ETF CUSIP: 46429B267	319,697.07 24.990 8.80 %	325,987.76 25.48	6,290.69-	4,516	1.41 % 0.00 %
TOTAL EQUITY SECURITIES		659,524.09	659,879.42	355.33-	11,568	1.75 %



MARTIN, G. ROXY & ELIZ C FDN TA
ACCOUNT NO 5601932

PORTFOLIO DETAIL

AS OF 11/30/16

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
9,579.425	ABBEY CAPITAL FUTURES STRATEGY FUND CUSIP: 74925K367	109,780.21 11.460 3.02 %	118,999.15 12.42	9,218.94-	278	0.25 % 0.00 %
5,492.651	BRANDES INTERNATIONAL SMALL CAP EQUITY FUND CUSIP: 105262737	72,722.70 13.240 2.00 %	74,134.89 13.50	1,412.19-	1,368	1.88 % 0.00 %
9,874.259	ADVISORS INNER CIRCLE FD CAM INTL INSTL CUSIP: 00769G543	234,316.17 23.730 6.45 %	235,106.10 23.81	789.93-	1,412	0.60 % 0.00 %
2,108.824	CAMBIAR SMALL CAP FUND CUSIP: 0075W0593	40,489.42 19.200 1.11 %	36,442.98 17.28	4,046.44	380	0.94 % 0.00 %
23,764.17	DOUBLELINE TOTAL RETURN BOND FUND CUSIP: 258620103	253,088.41 10.650 6.96 %	264,217.45 11.12	11,129.04-	9,482	3.75 % 0.00 %
3,954.812	EATON VANCE ATLANTA CAPITAL SMID CAP FUND CUSIP: 277902698	112,039.82 28.330 3.08 %	87,704.83 22.18	24,334.99	0	0.00 % 0.00 %
12,894.372	EDGEWOOD GROWTH FUND CUSIP: 0075W0759	290,639.14 22.540 8.00 %	286,641.89 22.23	3,997.25	53	0.02 % 0.00 %
44,998.539	FEDERATED STRATEGIC VAL DIV IS CUSIP: 314172560	263,241.45 5.850 7.24 %	223,719.23 4.97	39,522.22	8,325	3.16 % 0.00 %



MARTIN, G. ROXY & ELIZ C FDN TA
ACCOUNT NO. 5601932

PORTFOLIO DETAIL

AS OF 11/30/16

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
14,963.155	GOTHAM NEUTRAL FUND CUSIP: 360873111	154,868.65 10.350 4.26 %	148,717.65 9.94	6,151.00	0	0.00 % 0.00 %
18,593.307	JOHCM INTERNATIONAL SELECT FUND CUSIP: 00770G847	344,719.91 18.540 9.49 %	374,407.37 20.14	29,687.46-	1,231	0.36 % 0.00 %
16,348.116	JOHN HANCOCK FUNDS III - DISCIPLINED VALUE FUND CUSIP: 47803U640	315,845.60 19.320 8.69 %	253,886.23 15.53	61,959.37	3,973	1.26 % 0.00 %
3,269.708	OPPENHEIMER DEVELOPING MARKETS FUND CUSIP: 683974604	105,513.48 32.270 2.90 %	107,694.64 32.94	2,181.16-	971	0.92 % 0.00 %
28,004.389	PIMCO INVESTMENT GRADE CORPORATE BOND FUND CUSIP: 722005816	284,244.55 10.150 7.82 %	294,568.98 10.52	10,324.43-	11,370	4.00 % 0.00 %
1,344.334	T. ROWE PRICE QM U.S. SMALL-CAP GROWTH EQUITY CUSIP: 779917103	38,300.08 28.490 1.05 %	29,051.07 21.61	9,249.01	0	0.00 % 0.00 %
7,820.428	VAN ECK EMERGING MARKETS FUND CUSIP: 921075438	103,229.65 13.200 2.84 %	117,985.86 15.09	14,756.21-	0	0.00 % 0.00 %
6,884.217	VANGUARD MORTGAGE-BACKED SECURITIES INDEX FUND CUSIP: 92206C755	144,775.08 21.030 3.98 %	146,374.70 21.26	1,599.62-	2,644	1.83 % 0.00 %



MARTIN, G. ROXY & ELIZ C FDN TA
ACCOUNT NO. 5601932

PORTFOLIO DETAIL

AS OF 11/30/16

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL MUTUAL FUNDS		2,867,814 32	2,799,653.02	68,161.30	41,485	1.45 %
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING MERCK ON RCPT OF FINAL PMT CUSIP: 9970011D4	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING TENET HEALTHCARE ON RCPT OF FINAL PMT CUSIP: 997000KE3	0.00 0.000 0.00 %	0.00 0.00	0 00	0	0.00 % 0 00 %
1	CLASS ACTION PENDING XEROX CORP ON RCPT OF FINAL PMT CUSIP: 997000TT1	0 00 0.000 0 00 %	0.00 0.00	0 00	0	0 00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	0.00	0.00	0	0 00 %
PRINCIPAL PORTFOLIO TOTAL		3,637,798 81	3,569,992.84	67,805 97	53,284	1.47 %

INCOME PORTFOLIO

INCOME CASH 3,848 74- 3,848.74-
0 11-%