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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter social security numbers on this form as it may be made public.

2016

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year **2016** or tax year beginning **2016**, and ending **20**

Name of foundation
THE LUDCKE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O FIDUCIARY TRUST CO., 175 FEDERAL ST.

City or town, state or province, country, and ZIP or foreign postal code
BOSTON, MA 02110

A Employer identification number
04-6663582

B Telephone number (see instructions)
617-482-5270

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

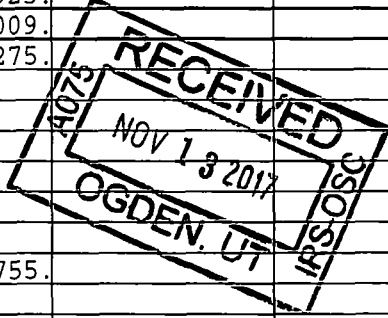
G Check all that apply:
 Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization. Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 37,804,299.**

J Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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	634,446.	526,084.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-184,142.			
	b Gross sales price for all assets on line 6a	18,644,163			
	7 Capital gain net income (from Part IV, line 2)		- 0 -		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	1,412,194.	295,925.		STMT 2	
12 Total. Add lines 1 through 11	1,862,498.	822,009.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	204,275.	204,275.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	72,102.			72,102.
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	- 0 -	19,755.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,961.			5,961.
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,489.	5,646.		2,843.
	24 Total operating and administrative expenses. Add lines 13 through 23.	290,827.	229,676.		80,906.
	25 Contributions, gifts, grants paid	1,886,900.			1,886,900.
26 Total expenses and disbursements. Add lines 24 and 25.	2,177,727.	229,676.		1,967,806.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-315,229.				
b Net investment income (if negative, enter -0-)		592,333.			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	NONE	30,943.	30,943.
	2	Savings and temporary cash investments	972,676.	1,229,080.	1,229,080.
	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) . STMT 6	10,415,025.	13,932,581.	14,916,340.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 7	26,578,085.	21,569,976.	21,627,936.
	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)	37,965,786.	36,762,580.	37,804,299.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons.			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
23	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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	37,965,786.	36,762,580.	
	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)	37,965,786.	36,762,580.		
31	Total liabilities and net assets/fund balances (see instructions)	37,965,786.	36,762,580.		

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	37,965,786.
2	Enter amount from Part I, line 27a	2	-315,229.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	37,650,557.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	887,977.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,762,580.

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.)
1 a PUBLICLY TRADED SECURITIES				
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 18,644,163.		18,648,819.	-4,656.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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		
a			-4,656.	
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	-4,656.
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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))	
2015	2,767,518.	39,604,842.	0.069878	
2014	2,031,337.	41,033,622.	0.049504	
2013	1,790,735.	39,606,133.	0.045214	
2012	1,757,920.	38,324,447.	0.045869	
2011	2,099,141.	39,825,902.	0.052708	
2 Total of line 1, column (d)			2	0.263173
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	0.052635
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4	36,615,639.
5 Multiply line 4 by line 3.			5	1,927,264.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6	5,923.
7 Add lines 5 and 6.			7	1,933,187.
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	1,967,806.

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	1	5,923.
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	NONE
3 Add lines 1 and 2	3	5,923.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	5,923.
6 Credits/Payments		
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	24,692.
b Exempt foreign organizations - tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	24,692.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	18,769.
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input checked="" type="checkbox"/> 5,924. Refunded <input checked="" type="checkbox"/> 12,845.	11	12,845.

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
1c 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 <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		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		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MA		
8b 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	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 Yes No 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 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of FIDUCIARY TRUST COMPANY Telephone no. (617) 482-5270 Located at 175 FEDERAL STREET, BOSTON, MA ZIP+4 02110
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 2016, 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 X

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? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No X
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)? 1b Yes No X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? 1c Yes No 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes No X
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) 2b Yes No X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2016 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 2016) 3b Yes No X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes No 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 2016? 4b Yes No X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here Yes No

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
SEE STATEMENT 9		204,275.		

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 Yes No NONE

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
Total number of others receiving over \$50,000 for professional services		NONE

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 THIS TRUST MAKES GRANTS FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY AND EDUCATIONAL PURPOSES AND FOR THE PREVENTION OF CRUELTY TO CHILDREN AND ANIMALS	1,886,900.
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	

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	37,173,238.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	37,173,238.
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	37,173,238.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	557,599.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,615,639.
6	Minimum investment return. Enter 5% of line 5	6	1,830,782.

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

1	Minimum investment return from Part X, line 6	1	1,830,782.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	5,923.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,923.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,824,859.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,824,859.
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	1,824,859.

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	1,967,806.
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	1,967,806.
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	5,923.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,961,883.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,824,859.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only,			599,670.	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,967,806.</u>				
a Applied to 2015, but not more than line 2a			599,670.	
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 2016 distributable amount				1,368,136.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 . (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	NONE			
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 2015 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				456,723.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling 4942(j)(3) or 4942(j)(5)

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

	Tax year		Prior 3 years		(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 Paid during the year				
SEE ATTACHED SCHEDULE	N/A	PC	GENERAL PURPOSES	1,886,900.
Total			▶ 3a	1,886,900.
b Approved for future payment				
Total			▶ 3b	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDENDS	634,446.	526,084.
TOTAL	634,446.	526,084.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	1,412,194.	295,925.
TOTALS	1,412,194.	295,925.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANTS MANAGEMENT ASSOCIATION	72,102.	72,102.
TOTALS	72,102.	72,102.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAX WITHHELD ON DIVS	-----	19,755. -----
TOTALS	=====	19,755. =====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER INVESTMENT RELATED	5,646.	5,646.	
TAX PREPARATION	1,830.		1,830.
INSURANCE	513.		513.
FILING FEE	500.		500.
TOTALS	8,489.	5,646.	2,843.

FURN 990 PF, PART II - BALANCE SHEET

PAR VALUE SHARES/UNITS	DESCRIPTION	COST	BOOK VALUE	MARKET VALUE	ESTIMATED ANNUAL INCOME
CASH/CASH EQUIVALENTS					
1229079.98	DREYFUS GOV'T CASH MANAGEMENT-INSTL SHS	1,229,079.98	1,229,079.98	1,229,079.98	5,507.64
EQUITIES/COMMON STOCK - Statement 6					
1100.00	ADOBE SYSTEMS INC COM	106,943.98	106,943.98	113,245.00	
1150.00	AETNA INC (NEW) COM	136,168.97	136,168.97	142,611.50	1,150.00
2300.00	ALLSTATE CORP COM	140,523.79	140,523.79	170,476.00	3,036.00
327.00	ALPHABET INC CL A	256,191.26	256,191.26	259,131.15	
190.00	AMAZON.COM INC COM	149,674.25	149,674.25	142,475.30	
1620.00	AMERICAN EXPRESS CO COM	116,806.54	116,806.54	120,009.60	2,073.60
1700.00	AMERICAN INTERNATIONAL GROUP INC (NEW)	97,739.64	98,006.17	111,027.00	2,176.00
950.00	AMGEN INC COM	149,847.11	152,408.32	138,899.50	4,370.00
900.00	ANHEIM INC COM	122,899.23	122,899.23	129,393.00	2,340.00
3500.00	APPLE INC COM	234,185.55	231,209.38	405,370.00	7,980.00
1974.00	AUTOMATIC DATA PROCESSING INC COM	180,556.06	180,556.06	202,887.72	4,500.72
2900.00	BEST BUY INC COM	84,289.66	84,289.66	123,743.00	3,248.00
1400.00	BUNGE LIMITED COM SHS	83,694.80	83,694.80	101,136.00	2,352.00
6250.00	CISCO SYSTEMS INC COM	127,975.60	127,682.09	188,875.00	6,500.00
3500.00	CITIGROUP INC (NEW)	178,369.95	178,369.95	208,005.00	2,240.00
10718.00	CLEARBRIDGE ENERGY MLP FUND	155,126.97	155,126.97	166,772.08	15,219.56
2900.00	COMCAST CORP CL A (NEW)	186,251.92	186,251.92	200,245.00	3,190.00
2140.00	CVS HEALTH CORP COM	157,273.52	157,273.52	168,867.40	4,280.00
2100.00	DTE ENERGY CO COM	177,291.81	177,291.81	206,871.00	6,930.00
3900.00	EBAY INC COM	92,254.89	92,254.89	115,791.00	
900.00	EDISON INTERNATIONAL COM	69,566.22	69,566.22	64,791.00	1,953.00
2200.00	EXPRESS SCRIPTS HOLDING CO	150,833.54	150,833.54	151,338.00	4,500.00
1500.00	EXXON MOBIL CORP COM	128,026.45	125,087.41	135,390.00	3,192.00
1050.00	GENERAL DYNAMICS CORP COM	154,180.85	154,180.85	181,293.00	7,821.12
8147.00	GENERAL ELECTRIC CO COM	241,071.36	241,071.36	257,445.20	5,408.64
2817.00	GENERAL MILLS INC COM	179,362.34	179,362.34	174,006.09	2,820.00
1500.00	GILEAD SCIENCES INC COM	138,991.62	138,991.62	107,415.00	2,210.00
850.00	GOLDMAN SACHS GROUP INC COM	181,028.16	181,028.16	203,532.50	3,160.20
1145.00	HOME DEPOT INC COM	142,875.62	142,875.62	153,521.60	1,440.00
600.00	HUNTINGTON INGALLS INDUSTRIES INC COM	105,305.76	105,305.76	110,514.00	

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THE LUDCKE FOUNDATION

Form 990-PF, Part II - BALANCE SHEET

PAR VALUE SHARES/UNITS	DESCRIPTION	COST	BOOK VALUE	MARKET VALUE	ESTIMATED ANNUAL INCOME
EQUITIES/Common Stock (Cont.) - Statement 6					
6911.00	ISHARES BARCLAYS 1-3 YEAR CREDIT BOND	732,067.03	732,067.03	725,240.34	10,546.19
37407.00	ISHARES BARCLAYS INTERM GOV/CREDIT BOND	4,106,107.05	4,106,107.05	4,109,158.95	72,532.17
1700.00	JOHNSON & JOHNSON COM	197,136.72	197,136.72	195,857.00	5,440.00
2000.00	JPMORGAN CHASE & CO COM	104,989.60	89,851.15	172,580.00	3,840.00
6850.00	KEYCORP (NEW) COM	96,693.92	96,693.92	125,149.50	2,329.00
2200.00	LINCOLN NATIONAL CORP COM	79,044.90	79,044.90	145,794.00	2,552.00
1150.00	LYONDELLBASELL INDUSTRIES NV	110,919.23	110,919.23	98,647.00	3,910.00
CL A					
2000.00	MARATHON PETROLEUM CORP COM	93,128.00	93,128.00	100,700.00	2,880.00
1450.00	MICHAEL KORS HOLDINGS LTD	74,261.32	74,261.32	62,321.00	
5000.00	MICROSOFT CORP COM	150,140.00	150,140.00	310,700.00	7,800.00
3100.00	MORGAN STANLEY COM	110,947.14	110,947.14	130,975.00	2,480.00
2034.00	NIKE INC CL B	104,534.68	104,534.68	103,388.22	1,464.48
1550.00	PEPSICO INC COM	151,244.04	151,244.04	162,176.50	4,665.50
5700.00	PFIZER INC COM	202,188.33	202,188.33	185,136.00	7,296.00
32306.00	POWERSHARES SENIOR LOAN PORTFOLIO ETF	753,860.51	753,860.51	754,668.16	34,244.36
1550.00	PUBLIC SERVICE ENTERPRISE GROUP COM	66,925.44	66,925.44	68,014.00	2,542.00
4800.00	SPDR GOLD TRUST	698,029.09	698,029.09	526,128.00	
2100.00	STANLEY BLACK & DECKER INC COM	218,432.55	218,432.55	240,849.00	4,872.00
2500.00	SYNOPSYS INC COM	118,574.50	118,574.50	147,150.00	
1100.00	TESORO CORP COM	82,502.97	82,502.97	96,195.00	2,420.00
2300.00	VALERO ENERGY CORP (NEW) COM	155,545.25	155,481.48	157,136.00	5,520.00
9744.00	VANGUARD EMERG MKTS GOV BOND ETF	752,580.76	752,580.76	755,549.76	38,810.35
2300.00	VANGUARD TELECOM SERVICE ETF	140,269.73	142,672.50	230,345.00	6,154.80
1800.00	VERIZON COMMUNICATIONS INC COM	100,472.22	100,472.22	96,084.00	4,158.00
2300.00	WAL-MART STORES INC COM	157,843.94	157,843.94	158,976.00	4,600.00
982.00	WALT DISNEY HOLDING CO COM	98,447.96	98,447.96	102,344.04	1,531.92
TOTAL EQUITIES/Common Stock		14,082,194.30	13,932,580.93	14,916,340.11	336,679.61
MUTUAL FUND INVESTMENTS - Statement 7					
143310.87	ASPEN MANAGED FUTURES STRATEGY FUND I	1,334,630.24	1,336,974.06	1,271,167.42	11,232.71

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THE LUDCKE FOUNDATION

FORM 990-PF, PART II - BALANCE SHEET

PAR VALUE SHARES/UNITS	DESCRIPTION	COST	BOOK VALUE	MARKET VALUE	ESTIMATED ANNUAL INCOME
MUTUAL FUND INVESTMENTS (CONT.) - STATEMENT 7					
56995.331	BRANDES INTERNATIONAL SMALL CAP EQUITY	755,469.03	755,469.03	750,058.56	14,191.84
63642.704	DRIEHAUS EMERGING MKRTS SMALL CAP GRTH	850,697.87	846,583.65	678,431.22	1,078.74
71931.964	FRANKLIN INT'L SMALL CAP GROWTH ADV	1,303,841.77	1,202,836.17	1,181,122.85	22,874.36
58162.226	JOHCM INTERNATIONAL SELECT I	1,184,286.75	1,184,286.75	1,079,490.91	3,850.34
32167.408	MATTHEWS PACIFIC TIGER FUND - INSTL	815,214.36	785,877.65	736,633.64	5,500.63
35279.136	MERGER FUND CL I	562,639.07	560,520.53	548,943.36	4,903.80
35077.635	OAKMARK INTERNATIONAL FUND INVESTOR CL	739,787.32	739,787.32	796,262.31	11,786.09
138205.37	PIMCO INCOME FUND - INSTL	1,645,438.66	1,645,438.66	1,666,756.76	84,839.24
125551.454	TEMPLETON GLOBAL BOND FUND ADVISOR CL	1,581,089.33	1,447,173.81	1,501,595.39	38,669.85
45013.586	TORTOISE MLP & PIPELINE - INST'L	437,532.05	437,532.05	631,090.48	11,793.56
75280.044	VANGUARD INTERMEDIATE TAX-EXEMPT ADMIRAL	1,077,887.67	1,077,887.67	1,045,639.81	30,292.28
44489.095	VULCAN VALUE PARTNERS SMALL CAP	775,359.22	778,699.43	834,170.53	2,661.78
40943.569	WALTHAUSEN SMALL CAP VALUE FUND	771,441.11	748,402.10	917,954.82	511.79
58279.458	WCM FOCUSED INTL GROWTH INSTL FUND	736,156.87	736,156.87	702,267.47	3,560.29
TOTAL MUTUAL FUND INVESTMENTS		14,571,471.32	14,283,625.75	14,341,585.53	247,747.31
LIMITED PARTNERSHIPS - STATEMENT 7					
1.00	ACCOLADE PARTNERS III L.P.	314,766.73	569,833.00	569,833.00	0.00
1.00	DOMAIN TIMBER INVESTMENTS II L.P.	907,159.45	1,010,064.00	1,010,064.00	0.00
1.00	DOMAIN TIMBER INVESTMENTS III L.P.	759,999.99	923,408.00	923,408.00	0.00
1.00	DSF CAPITAL PARTNERS III L.P.	227,116.44	185,331.26	185,331.26	0.00
1.00	KENDALL PRIVATE EQUITY ACCESS FUND III L.P.	290,365.12	565,974.00	565,974.00	0.00
1.00	METROPOLITAN REAL ESTATE PARTNERS INTL II LLC	92,170.48	71,448.20	71,448.20	0.00

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THE LUDCKE FOUNDATION

Form 990-PF, Part II - Balance Sheet

PAR VALUE SHARES/UNITS	DESCRIPTION	COST	BOOK VALUE	MARKET VALUE	ESTIMATED ANNUAL INCOME
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LIMITED PARTNERSHIPS (CONT.) - STATEMENT 7

1.00	METROPOLITAN REAL ESTATE PARTNERS GLOBAL II LLC	217,590.48	425,773.43	425,773.43	0.00
1.00	METROPOLITAN REAL ESTATE PARTNERS IV L.P.	542,390.44	319,898.59	319,898.59	0.00
1.00	PARK ST CAPITAL PRIVATE EQUITY FUND VIII L.P.	539,200.00	735,902.00	735,902.00	0.00
1.00	RCP ADVISORS FUND VI	624,700.35	763,116.78	763,116.78	0.00
1.00	SIGULER GUFF BRIC OPPORTUNITIES FUND II L.P.	686,196.28	1,035,486.00	1,035,486.00	0.00
1.00	SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III L.P.	160,323.65	187,177.00	187,177.00	0.00
1.00	SIGULER GUFF DISTRESSED REAL ESTATE OPPORT FUND	293,111.48	317,417.00	317,417.00	0.00
1.00	TA ASSOCIATES REALTY FUND IX L.P.	126,348.27	175,521.00	175,521.00	0.00

TOTAL LIMITED PARTNERSHIPS

5,781,439.16 7,286,350.26 7,286,350.26 0.00

TOTAL INVESTMENTS

35,664,184.76 36,731,636.92 37,773,355.88

PRINCIPAL CASH

28,467.97 28,467.97 28,467.97

PRINCIPAL CASH RECEIVABLES

0.00 0.00 0.00

PRINCIPAL CASH PAYABLES

0.00 0.00 0.00

GRAND TOTAL

35,692,652.73 36,760,104.89 37,801,823.85 589,934.55

INCOME CASH 2,475.48

INCOME CASH RECEIVABLES 0.00

INCOME CASH PAYABLES 0.00

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

DESCRIPTION -----	AMOUNT -----
REIT & PARTNERSHIP BOOK VALUE ADJUSTMENTS	887,976.
ROUNDING ADJUSTMENT	1.

TOTAL	887,977.
	=====

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

OFFICER NAME:

FIDUCIARY TRUST COMPANY

ADDRESS:

175 FEDERAL STREET
BOSTON, MA 02110

TITLE:

TRUSTEE

COMPENSATION 148,275.

OFFICER NAME:

CONSTANCE HUEBNER

ADDRESS:

70 CRYSTAL SPRINGS ROAD
SAN MATEO, CA 94402

TITLE:

TRUSTEE

COMPENSATION 14,000.

OFFICER NAME:

DOUGLAS R. SMITH-PETERSEN

ADDRESS:

C/O FIDUCIARY TRUST CO., BOX 55806
BOSTON, MA 02205-5806

TITLE:

TRUSTEE

COMPENSATION 14,000.

OFFICER NAME:

DANIEL S. CHEEVER, JR

ADDRESS:

4 ROCKBROOK DRIVE
CAMDEN, ME 04843

TITLE:

TRUSTEE

COMPENSATION 14,000.

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

OFFICER NAME:

RUTH ELLEN FITCH

ADDRESS:

98 LANCASTER TERRACE
BROOKLINE, MA 02446

TITLE:

TRUSTEE

COMPENSATION 14,000.

TOTAL COMPENSATION: 204,275.

THE LUDCKE FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

04-6663582

RECIPIENT NAME:
GRACELAW SIMMONS
ADDRESS:
GMA FDNS - 77 SUMMER STREET
BOSTON, MA 02110
FORM, INFORMATION AND MATERIALS:
LETTER OF INQUIRY
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE

STATEMENT 11

THE LUDCKE FOUNDATION
 FORM 990-PF, PART XV - GRANTS AND CONTRIBUTION PAID

04-6663582

05/18/2016	PAID TO 826 BOSTON	-30,000.00
05/18/2016	PAID TO ASSOCIATED GRANT MAKERS	-6,150.00
05/18/2016	PAID TO ASSOCIATED GRANT MAKERS	-50,000.00
05/18/2016	PAID TO BIG BROTHERS BIG SISTERS OF NEW HAMPSHIRE	-35,000.00
05/18/2016	PAID TO BOSTON HEALTH CARE FOR HOMELESS PROGRAM	-35,000.00
05/18/2016	PAID TO BOYS & GIRLS CLUBS OF BOSTON	-30,000.00
05/18/2016	PAID TO BRIDGE OVER TROUBLED WATERS	-25,000.00
05/18/2016	PAID TO BUILD - GREATER BOSTON	-35,000.00
05/18/2016	PAID TO CATIE'S CLOSET INC	-25,000.00
05/18/2016	PAID TO CITY CONNECTS OF BOSTON COLLEGE	-35,000.00
05/18/2016	PAID TO CRITTENTON WOMEN'S UNION	-25,000.00
05/18/2016	PAID TO FRIENDSHIPWORKS INC	-30,000.00
05/18/2016	PAID TO HEALTH RESOURCES IN ACTION INC.	-25,000.00
05/18/2016	PAID TO HOMESTART INC.	-30,000.00
05/18/2016	PAID TO HOUSING ASSISTANCE CORPORATIONS	-30,000.00
05/18/2016	PAID TO LUCY'S LOVE BUS CHARITABLE TRUST	-25,000.00
05/18/2016	PAID TO MASSACHUSETTS ADOPTION RESOURCE EXCHANGE	-25,000.00
05/18/2016	PAID TO MASSACHUSETTS COALITION FOR THE HOMELESS	-35,000.00
05/18/2016	PAID TO MATHPOWER	-25,000.00
05/18/2016	PAID TO MID-COAST HEALTH NET D B A THE KNOX COUNTY HEALTH CLINIC	-50,000.00
05/18/2016	PAID TO MONTACHUSETT INTERFAITH HOSPITALITY NETWORK INC	-30,000.00
05/18/2016	PAID TO PLANNED PARENTHOOD LEAGUE OF MASSACHUSETTS	-30,000.00
05/18/2016	PAID TO PLAYWORKS METRO BOSTON	-50,000.00
05/18/2016	PAID TO RAISING A READER MA	-25,000.00
05/18/2016	PAID TO SAMARITANS INC	-30,000.00
05/18/2016	PAID TO SILVER LINING MENTORING (ADOPTION & FOSTER CARE MENTORING)	-30,000.00
05/18/2016	PAID TO STRONG WOMEN STRONG GIRLS	-35,000.00
05/18/2016	PAID TO THE BRIDGE FUND OF MASSACHUSETTS	-30,000.00
05/18/2016	PAID TO THE FOOD PROJECT INC	-30,000.00
05/18/2016	PAID TO THE OPEN DOOR	-35,000.00
05/18/2016	PAID TO THE TREEHOUSE FOUNDATION	-25,000.00
05/18/2016	PAID TO UASPIRE	-25,000.00
05/18/2016	PAID TO WELLSRING HOUSE INC	-25,000.00
05/18/2016	PAID TO WRITEBOSTON	-25,000.00
11/09/2016	PAID TO CASTING FOR RECOVERY F/B/O NORTHERN CALIFORNIA CA2-3	-30,000.00
11/22/2016	PAID TO ADOLESCENT CONSULATION SERVICES INC	-25,000.00
11/22/2016	PAID TO ALMA DEL MAR	-40,000.00
11/22/2016	PAID TO BOSTON CASA	-30,000.00
11/22/2016	PAID TO DORCHESTER YOUTH COLLARBORATIVE	-35,000.00
11/22/2016	PAID TO EXPONENT PHILANTHROPY	-750.00
11/22/2016	PAID TO FAMILY AID BOSTON	-50,000.00
11/22/2016	PAID TO GRANITE STATE CHILDRDREN'S ALLIANCE	-35,000.00
11/22/2016	PAID TO HOUSING FAMILIES ALLIANCE	-25,000.00
11/22/2016	PAID TO JUMPSTART FOR YOUNG CHILDREN INC	-25,000.00
11/22/2016	PAID TO ML MDJ FOOD FOR THE WORLD INC	-25,000.00
11/22/2016	PAID TO NEW ENGLAND CENTER FOR ARTS & TECHNOLOGY	-50,000.00
11/22/2016	PAID TO NEW ENGLAND EYE	-35,000.00
11/22/2016	PAID TO OUR DAILY BREAD SOUP KITCHEN	-45,000.00
11/22/2016	PAID TO PINE STREET INN INC.	-50,000.00
11/22/2016	PAID TO PROJECT HOPE	-40,000.00
11/22/2016	PAID TO REACH OUT AND READ	-25,000.00
11/22/2016	PAID TO ROSIE'S PLACE	-40,000.00
11/22/2016	PAID TO ST. MARY'S CENTER FOR WOMEN AND CHILDREN	-25,000.00
11/22/2016	PAID TO THE CASA PROJECT INC	-40,000.00
11/22/2016	PAID TO THE FORSYTH INSTITUTE	-30,000.00
11/22/2016	PAID TO THE MAVEN PROJECT	-35,000.00
11/22/2016	PAID TO TREE STREET YOUTH	-25,000.00
11/22/2016	PAID TO VERMONT FOODBANK	-35,000.00
11/22/2016	PAID TO VIETNAMESE-AMERICAN INITIATIVE FOR DEVELOPMENT INC	-25,000.00
11/22/2016	PAID TO YOUTHBUILD BOSTON	-35,000.00

TOTAL

-1,886,900.00