

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation ABRAHAM J AND PHYLLIS KATZ FOUNDATION		A Employer identification number 11-6442077	
Number and street (or P O box number if mail is not delivered to street address) 57 AMLAJACK BLVD		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code NEWNAN, GA 302651093		B Telephone number (see instructions) (770) 304-3035	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 63,575,610		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis )			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(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)	513,758			
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	3,494,310	3,386,493		
	5a Gross rents . . . . .				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-263,845			
	b Gross sales price for all assets on line 6a 4,738,595				
	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				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 Total. Add lines 1 through 11 . . . . .	3,744,223	3,386,493		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages . . . . .	179,992	0		179,992
	15 Pension plans, employee benefits . . . . .	18,594	0		18,594
	16a Legal fees (attach schedule) . . . . .	10,166	0		10,166
	b Accounting fees (attach schedule) . . . . .	21,337	10,669		10,668
	c Other professional fees (attach schedule) . . . . .	48,140	39,278		8,862
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . .	44,382	0		14,382
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	9,392	0		9,392
	22 Printing and publications . . . . .	1,828	0		1,828
	23 Other expenses (attach schedule) . . . . .	19,405	0		19,405
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	353,236	49,947		273,289
	25 Contributions, gifts, grants paid . . . . .	6,390,376			6,390,376
	26 Total expenses and disbursements. Add lines 24 and 25	6,743,612	49,947		6,663,665
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,999,389			
	b Net investment income (if negative, enter -0-)		3,336,546		
c Adjusted net income(if negative, enter -0-) . . .					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	2,083,693	2,709,852	2,709,852
	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)	5,125,768	5,126,912	5,492,407
	b	Investments—corporate stock (attach schedule) . . . . .	29,056,066	28,334,036	28,086,368
	c	Investments—corporate bonds (attach schedule) . . . . .	28,685,115	25,780,453	27,286,983
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	64,950,642	61,951,253	63,575,610	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable. . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule). . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	64,950,642	61,951,253	
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	64,950,642	61,951,253	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	64,950,642	61,951,253		

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	64,950,642
2	Enter amount from Part I, line 27a . . . . .	2	-2,999,389
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	61,951,253
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	61,951,253

**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>1 a</b> SHORT TERM PUBLICLY TRADED SECURITIES	P		
<b>b</b> LONG TERM PUBLICLY TRADED SECURITIES	P		
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 432,264		270,365	161,899
<b>b</b> 4,306,331		4,732,075	-425,744
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>a</b>			161,899
<b>b</b>			-425,744
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	-263,845
<b>3</b> 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		<b>3</b>	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	6,603,160	65,388,721	0 100983
2014	4,719,388	69,256,178	0 068144
2013	4,028,564	67,353,816	0 059812
2012	3,696,674	65,568,373	0 056379
2011	2,380,582	63,087,786	0 037734
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 323052
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0 064610
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			<b>4</b> 62,125,914
<b>5</b> Multiply line 4 by line 3			<b>5</b> 4,013,955
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 33,365
<b>7</b> Add lines 5 and 6			<b>7</b> 4,047,320
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 6,663,665

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

<b>1a</b>	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>b</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 . . . . .	<b>1</b>	33,365
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	33,365
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	33,365
<b>6</b>	Credits/Payments		
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	38,755
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	38,755
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	5,390
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> 5,390 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ 0 <b>(2)</b> On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> 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>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>ALEXANDER S KATZ</b> Telephone no <b>(770) 304-3035</b>			

Located at **57 AMLAJACK BLVD NEWMAN GA** ZIP+4 **30265**

<b>15</b>	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 . . . . . <b>15</b>			
<b>16</b>	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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country <b>▶</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? <input type="checkbox"/> <b>1b</b>			
<b>c</b>	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? <input type="checkbox"/> <b>1c</b>			<b>No</b>
<b>2</b>	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))			
<b>a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/> <b>2b</b>			
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>			
<b>3a</b>	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>b</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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>3b</b>			
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>4a</b>			<b>No</b>
<b>b</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? <b>4b</b>			<b>No</b>

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

<b>5a</b> During the year did the foundation pay or incur any amount to <b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> Organizations relying on a current notice regarding disaster assistance check here. <span style="float:right;">▶ <input type="checkbox"/></span> <b>c</b> 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? <span style="float:right;"><input type="checkbox"/> Yes <input type="checkbox"/> No</span> If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<b>5b</b>		
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> If "Yes" to 6b, file Form 8870	<b>6b</b>		<b>No</b>
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> <b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>	<b>7b</b>		

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ALEXANDER S KATZ 57 AMLAJACK BLVD NEWMAN, GA 30265	TRUSTEE 10 00	0	0	0
DAVID KATZ 57 AMLAJACK BLVD NEWMAN, GA 30265	TRUSTEE 10 00	0	0	0
ELLEN B DOFT 57 AMLAJACK BLVD NEWMAN, GA 30265	TRUSTEE 10 00	0	0	0
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
DAVID WOOLF 2897 NORTH DRUID HILLS ROAD 163 ATLANTA, GA 30329	EXECUTIVE DIRECTOR 40 00	109,992	4,836	0
BARBARA SAUNDERS 2897 NORTH DRUID HILLS ROAD 163 ATLANTA, GA 30329	GRANTS/PROGRAM MANAG 40 00	70,000	13,758	0
<b>Total</b> number of other employees paid over \$50,000. <span style="float:right;">▶</span>				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . . ►		0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
Total. Add lines 1 through 3 . . . . . ►	0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	61,627,646
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	1,444,348
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	63,071,994
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	63,071,994
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	946,080
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	62,125,914
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	3,106,296

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	3,106,296
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	33,365
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	33,365
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	3,072,931
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	3,072,931
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	3,072,931

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	6,663,665
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	6,663,665
<b>5</b>	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).	<b>5</b>	33,365
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	6,630,300

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				3,072,931
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .				
<b>b</b> From 2012. . . . . 449,319				
<b>c</b> From 2013. . . . . 768,323				
<b>d</b> From 2014. . . . . 1,350,495				
<b>e</b> From 2015. . . . . 3,476,300				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	6,044,437			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 6,663,665				
<b>a</b> Applied to 2015, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				3,072,931
<b>e</b> Remaining amount distributed out of corpus	3,590,734			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	9,635,171			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2017.</b> Subtract lines 7 and 8 from line 6a . . . . .	9,635,171			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . . 449,319				
<b>b</b> Excess from 2013. . . . . 768,323				
<b>c</b> Excess from 2014. . . . . 1,350,495				
<b>d</b> Excess from 2015. . . . . 3,476,300				
<b>e</b> Excess from 2016. . . . . 3,590,734				

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

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

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

<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> 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) )	
<b>b</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	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> 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	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed DAVID WOOLF 2897 NORTH DRUID HILLS ROAD 163 ATLANTA, GA 30329 (404) 551-5004	
<b>b</b> The form in which applications should be submitted and information and materials they should include AN APPLICATION FORM CAN BE OBTAINED BY WRITTING DIRECTLY TO THE FOUNDATION THE APPLICATION REQUESTS BASIC INFORMATION OF THE GRANT SEEKER AND THE PURPOSE OF THE FUNDING REQUEST	
<b>c</b> Any submission deadlines NONE	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

**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</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	6,390,376
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	0

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	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<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 . . . . .					
<b>4</b> Dividends and interest from securities. . . .			14	3,494,310	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</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	-263,845	
<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 <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal Add columns (b), (d), and (e). .		0		3,230,465	0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		3,230,465

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

## Part XVII

- |       | Yes | No |
|-------|-----|----|
| 1a(1) |     | No |
| 1a(2) |     | No |
| 1b(1) |     | No |
| 1b(2) |     | No |
| 1b(3) |     | No |
| 1b(4) |     | No |
| 1b(5) |     | No |
| 1b(6) |     | No |
| 1c    |     | No |

[illegible]

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

- b** If "Yes," complete the following schedule

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

<b>Sign</b>	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**

\* \* \* \* \*

Title

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

**Paid  
Preparer  
Use Only**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	CHRISTOPHER B DAVIS CPA		2017-11-08		P00546438
	Firm's name ▶ HAW APRIO LLP				Firm's EIN ▶ 57-1157523
	Firm's address ▶ FIVE CONCOURSE PARKWAY SUITE 1000 ATLANTA, GA 30328				Phone no (404) 892-9651

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN RED CROSS OF METROPOLITAN ATLANTA 1955 MONROE DR NE ATLANTA, GA 30324		PC	PROGRAM SUPPORT	50,000
ATLANTA RONALD MCDONALD HOUSE CHARITIES 795 GATEWOOD RD NE ATLANTA, GA 30329		PC	PROGRAM SUPPORT, CAPITAL CAMPAIGN	25,000
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E LOWERY BLVD NW ATLANTA, GA 30318		PC	FOOD DISTRIBUTION OPERATIONS	100,000
ATLANTA MUSIC PROJECT 1280 PEACHTREE ST STE 4074 ATLANTA, GA 30309		PC	PROGRAM SUPPORT	50,000
CAMP TWIN LAKES 1100 SPRING ST STE 260 ATLANTA, GA 30309		PC	CAMPER SCHOLARSHIPS	100,000
<b>Total . . . . .</b> ► <b>3a</b>				6,390,376


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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CENTER FOR THE VISUALLY IMPAIRED 739 W PEACHTREE ST NW ATLANTA, GA 30308		PC	GENERAL OPERATING	25,000
CHILDREN'S HEALTHCARE OF ATLANTA 1577 NORTHEAST EXPRESSWAY STE A ATLANTA, GA 30329		PC	SICKLE CELL DISEASE HEALTH SERVICES AND OUTCOMES RESEARCH	485,473
CHILDREN'S HEALTHCARE OF ATLANTA 1577 NORTHEAST EXPRESSWAY STE A ATLANTA, GA 30329		PC	SICKLE CELL DISEASE RESEARCH	700,252
CLEVELAND CORD BLOOD CENTER 25001 EMERY RD STE 150 CLEVELAND, OH 44128		PC	GENERAL OPERATING	725,384
CLEVELAND CORD BLOOD CENTER 25001 EMERY RD STE 150 CLEVELAND, OH 44128		PC	RESEARCH & DEVELOPMENT	400,000
<b>Total . . . . . ▶</b> <b>3a</b>				6,390,376

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	ENDOWED CARDIOLOGY PROFESSORSHIP	250,000
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	PREVENTIVE CARDIOLOGY FELLOWSHIP	330,000
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	CARDIAC REHABILITATION EQUIPMENT AT EMORY ST JOSEPH'S	14,000
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	VIP LEUKEMIA IMMUNOTHERAPY RESEARCH	150,000
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	INSTITUTE FOR THE LIBERAL ARTS, IDEAS PROGRAM	132,500
<b>Total . . . . .</b> ► <b>3a</b>				6,390,376



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	RESEARCH, MDMA ASSISTED THERAPY FOR PTSD	200,000
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	WINSHIP CANCER INSTITUTE, GI SURGICAL ONCOLOGY FELLOWSHIP #5	160,000
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	WINSHIP CANCER INSTITUTE, PATIENT & FAMILY SERVICES PROGRAM	50,000
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	TREATMENT OF RETINAL DISEASE	187,170
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	OB/GYN RESEARCH, DECODING PREECLAMPSIA	250,000
<b>Total . . . . .</b> 				6,390,376
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322		PC	CORD BLOOD COLLECTION PROGRAM	372,097
FOUNDATION CENTER-ATLANTA 133 PEACHTREE ST NE LOBBY STE 350 ATLANTA, GA 30303		PC	GENERAL OPERATING, PROGRAMMING	20,000
HOFSTRA UNIVERSITY 128 HOFSTRA UNIVERSITY 100E PHILLIPS HALL STE HEMPSTEAD, NY 11549		PC	GENERAL PROGRAM SUPPORT	1,000
THE LUMINOUS ENDOWMENT FOR PHOTOGRAPHERS 9104 RIPON COURT INDIANAPOLIS, IN 46263		PC	CURRENT PROGRAM, ENDOWMENT CONTRIBUTION	55,000
THE MR HOLLAND'S OPUS FOUNDATION 4370 TUJUNGA AVE STE 330 STUDIO CITY, CA 91604		PC	MUSICAL INSTRUMENT DONATIONS	50,000
<b>Total</b> . . . . . 				6,390,376
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MUSIC & MEMORY INC 142 EMORY RD MINEOLA, NY 11501		PC	GENERAL OPERATING, CAPACITY BUILDING, DEVELOPMENT CONSULTANT	162,500
NATIONAL CENTER FOR CIVIL & HUMAN RIGHTS 250 WILLIAMS ST NE STE 2322 ATLANTA, GA 30303		PC	GENERAL OPERATING	50,000
PIEDMONT HEALTHCARE FOUNDATION 1968 PEACHTREE RD NW ATLANTA, GA 30309		PC	CORD BLOOD COLLECTION PROGRAM	350,000
ROBERT W WOODRUFF ARTS CENTER 1280 PEACHTREE ST ATLANTA, GA 30309		PC	CARNEGIE HALL TOUR 2016	820,000
SIGHT SAVERS AMERICA 337 BUSINESS CIR PELHAM, AL 35124		PC	PROGRAM SUPPORT	25,000
<b>Total</b> . . . . . 				6,390,376
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SOUTHEASTERN COUNCIL OF FOUNDATIONS 100 PEACHTREE ST STE 2080 ATLANTA, GA 30303		PC	GENERAL OPERATING	5,000
SPECIAL OLYMPICS GEORGIA 4000 DEKALB TECNOLOGY PKWY STE 400 BLDG 400 ATLANTA, GA 30340		PC	GEORGIA STATE GAMES	15,000
UJA FEDERATION OF NEW YORK 130 E 59TH ST NEW YORK, NY 100221302		PC	PROGRAM SUPPORT	5,000
VI AND MILTON WEINSTEIN HOSPICE 3150 HOWELL MILL RD NW ATLANTA, GA 30327		PC	STAFF SALARIES	75,000
<b>Total . . . . . ▶</b> <b>3a</b>				6,390,376

**TY 2016 Accounting Fees Schedule****Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION**EIN:** 11-6442077

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	21,337	10,669		10,668

**TY 2016 Investments Corporate Bonds Schedule****Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION**EIN:** 11-6442077

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
250000 SH 21 ST CENTURY FOX 7.75% DUE 2024	269,150	307,788
250000 SH ALLEGHENY LUDLUM CORP 6.95% 12/15/2025	247,191	225,000
250000 SH AMERICAN EXPRESS CO 6.15% 08/28/2017	247,816	257,460
250000 SH AMERICAN MUNICIPAL POWER 5.672% 02/15/21	250,765	280,793
250000 SH ARCHER DANIELS MIDLAND CO 8.375% 04/15/2017	251,992	254,848
250000 SH BANK OF AMERICA 5.42% 3/15/17	250,421	251,812
1000000 SH BANK OF AMERICA 5.30% 11/23/35BANK OF AMERICA 5.30% 11/23/351	1,000,000	1,062,230
500000 SH BARCLAYS BANK PLC 7.75%	503,142	525,700
250000 SH BESTFOODS MTN BE FR 6.625% 04/15/2028	266,748	327,948
500000 SH BRISTOL MYERS SQUIBB CO 7.15% 06/15/2023	538,391	623,635
250000 SH CHESAPEAKE ENERGY 6.875% 11/15/20	245,022	250,000
250000 SH CITIGROUP INC 5.875% 2033	263,756	279,253
250000 SH CLIFFS NATURAL RESOURCES INC. 4.875% 4/21/21	250,757	232,500
250000 SH CLIFFS NATURAL RESOURCES INC. 5.90% 2020	255,693	241,250
250000 SH CLIFFS NATURAL RESOURCES INC. 6.25% 2040	217,048	197,500
250000 SH COCA COLA ENTERPRISES INC 8.50% 02/01/2022	281,018	320,210
250000 SH CONAGRA FOODS INC 7.125% 10/01/2026	261,286	302,390
500000 SH CREDIT SUISSE N Y 6.00% 02/15/2018	500,618	520,050
250000 SH DAYTON HUDSON CORP 6.65% 08/01/2028	254,149	305,800
750000 SH DEVON FIN 7.875% DUE 2031	902,298	951,633

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
300000 SH DOLPHINN INC SR 7.2% DUE 7/15/21	317,333	306,000
250000 SH DONELLY RR 7.625% 6/15/20	255,650	260,000
250000 SH EATON CORP 7.65% 11/15/2029	280,542	326,088
250000 SH FORD 6.625	281,575	293,915
250000 SH FORD 8.125% 1/15/20	271,739	288,295
750000 SH GENERAL ELECTRIC CAPITAL CORP 5.625% 09/15/2017	743,403	773,063
250000 SH GENERAL MILLS INC 5.70% 02/15/2017	250,000	251,268
250000 SH GENWORTH FINANCIAL 6.51% 5/22/18	246,411	246,250
250000 SH GENWORTH FINANCIAL 7.2% 5/22/21	255,925	228,228
500000 SH GOLDMAN SACHS CAPITAL 12/29/49	444,979	408,045
350000 SH GOLDMAN SACHS GROUP INC 6.75% 2037	356,287	432,196
250000 SH HEINZ H J CO 6.375% 07/15/2028	249,503	293,935
250000 SH INTERNATIONAL PAPER CO 6.875% 11/01/2023	254,406	283,370
250000 SH JOHNSON & JOHNSON 6.73% 11/15/2023	271,509	315,065
500000 SH JP MORGAN 7,9% DUE 2049	531,775	517,750
500000 SH JPMORGAN CHASE & CO 6.30% 4/23/19	499,028	546,370
750000 SH JPMORGAN CHASE & CO PERPETUAL PFD 07.90% 12/31/2049	745,489	776,625
135000 SH KINDER MORGAN ENERGY PTR 7.40% 3/15/31	145,115	159,729
250000 SH KRAFT FOODS INC 6.125% 02/01/2018	250,000	261,515
750000 SH LEUCAIA NATIONAL CORP 5.50% 2023	759,122	794,235

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
150000 SH LLOYDS TSB BANK PLC 6.375% 01/21/21	154,048	171,309
250000 SH LOWES COS INC 6.50% 03/15/2029	249,753	322,935
250000 SH LOWES COS INC 6.875% 02/15/2028	257,054	326,755
250000 SH MARATHON OIL 6.00% 10/1/17	247,318	257,470
250000 SH MEADWESTVACO CORP 6.80% 11/15/32	235,287	268,333
655000 SH MELLON CAPITAL IV CAPSEC 2049	592,807	530,550
500000 SH MORGAN STANLEY SRNT 5.75% 2021	524,450	554,788
375000 SH NEWMONT MINING CORP 5.875% 2035	362,349	401,239
375000 SH NEWMONT MINING CORP 6.25% 2039	359,630	412,560
150000 SH PRUDENTIAL FINANCIAL INC 5.875% 2042	158,762	157,313
350000 SH PULTE HOMES 6.376% DUE 2033	349,410	349,125
464000 SH REGIONS FINANCIAL CORP 7.75% 2024	498,080	558,431
750000 SH ROYAL BANK SCOTLAND GROUP PLC 6.125%	771,156	797,498
250000 SH SLM 8.45% 6/15/2018	250,919	269,375
216000 SH SUNCOR ENERGY 6.10% 6/1/18	211,372	228,688
500000 SH SUNTRUST BANKS 5.625% DUE 2049	503,528	511,875
250000 SH SUNTRUST PRE CAPT 4.0% 12/29/49	202,928	201,875
250000 SH TARGET CORP 4.875% 05/15/2018	248,025	261,098
250000 SH TARGET CORP 5.375% 05/01/2017	248,431	253,425
250000 SH TIME WARNER ENTERTAINMENT CO LP 8.375% 07/15/2033	286,444	327,553



<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
250000 SH TIMEWARNER CABLE 6.75% 2039	242,128	290,645
500000 SH TIMEWARNER CABLE 6.75% 2039	478,372	581,291
250000 SH TORCHMARK CORP SRNT 9.25% 6/15/19	269,265	288,915
250000 SH TRANS OCEAN SEDCO 7.375% 4/18	248,749	253,750
250000 SH VALE SA 5.6255% 2042	266,490	221,250
300000 SH VALERO ENG SRNT 7.50% 4/15/32	360,030	368,408
500000 SH WAL MART STORES INC 5.80% 02/15/2018	503,850	524,385
250000 SH WAL MART STORES INC 5.875% 04/05/2027	248,661	309,403
500000 SH WELLS FARGO 5.95% DUE 2024	505,515	502,500
500000 SH WELLS FARGO 7.98% FIX/FLT CALL 2018	499,918	522,500
250000 SH ALCOA INC 5.95% 2/1/37	248,555	243,187
250000 SH ARCONIC INC 5.950% 02/01/2037	262,613	243,187
250000 SH WESTERN DIGITAL CORPORATION 10.50% 4/1/24	267,504	295,625

**TY 2016 Investments Corporate Stock Schedule**

**Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION  
**EIN:** 11-6442077

Name of Stock	End of Year Book Value	End of Year Fair Market Value
10000 SH AEGON NV PRE 3F FLTG RATE 8.0	276,000	260,500
10000 SH AEGON NV PRE 3F PERP FLTG RATE	207,305	225,272
25000 SH AFLAC INCORPORATED	515,687	605,000
10000 SH APPLE INC.	736,003	1,158,200
10000 SH ARGO GROUP INTL 6.5% DUE42	237,964	249,629
10000 SH ASTORIA FIN CORP PEF 6.50%	250,105	251,200
20000 SH ATT	559,878	850,600
10000 SH BANK OF AMERICA 6.625% PRF	256,505	253,200
120000 SH BP PLC	5,048,359	4,485,600
10000 SH BP PLC	406,918	373,800
10000 SH CITIGROUP CAP 7.875 PEF	276,000	258,200
10000 SH CITIGROUP CAP FIX TO FLT	259,058	258,200
80000 SH CLIFF NATURAL RESOURCES	1,588,014	672,800
10000 SH CONOCO PHILLIPS	611,087	501,400
20000 SH CULLEN FROST BANKERS INC. -PEF	467,794	493,200
15000 SH ENTERGY ARK INC	299,700	326,550
10000 SH FIRST REPUBLIC BANK 6.2% PEF	238,437	255,500
10000 SH FIRST REPUBLIC BANK PEF	249,500	229,900
165000 SH FORD	2,340,458	2,001,450
8500 SH FORD	77,346	103,105
15000 SH FRONTIER COMM	71,831	50,700
25000 SH GENERAL ELECTRIC PRFD 4.875% DUE 2052	506,821	614,750
10000 SH HANCOCK HOLDING CO	249,605	243,900
10000 SH HARTFORD PEF 7.875% FIX TO FLT	300,732	296,300
25000 SH IBM	3,596,819	4,149,750
40000 SH J P MORGAN PEF B 6.7%	1,006,482	1,074,800
20000 SH JPMORGAN PEF 5.45%	489,539	493,000
20000 SH JPMORGAN PEF 6.15%	508,005	511,800
5000 SH NATIONAL HEALTH	224,843	370,850
10000 SH NEW YORK COMMUNITY BACCORP.	160,705	159,100

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
10000 SH NEXTERA ENERGY HLD PEF 5%	209,590	217,800
216 SH NORDIC AMERICAN TANKERS	3,510	594
15000 SH PENGROWTH ENERGY TRUST	147,827	21,300
20000 SH PNC FIN SERV PEF Q 5.375%	443,805	472,400
15000 SH PRUDENTIAL FINANCIAL INC 5.75 PEF	335,243	371,400
2800 SH PS BUSINESS PEF 6.45%	70,000	70,224
7900 SH REGIONS FINANCIAL PEF B FIX TO FLT	203,030	209,587
10000 SH ROYAL DUTCH	502,603	579,700
16000 SELECTIVE INSURANCE GROUP PEF 5.875%	375,136	382,400
10000 SH SELECTIVE INSURANCE GROUP PEF 5.875%	252,500	239,700
10000 SH SUNTRUST BANK 5.875% PEF	250,000	248,500
8800 SH US BANK CORP PEF	223,080	248,952
10000 SH VERIZON COMMUNICATION	467,603	533,800
26895 SH WELLS FARGO PEF A 6.625%	752,310	728,855
30000 SH WELLS FARGO PEF 8% SER J	896,365	792,900
1000 SH WELLS FARGO & CO NEW 7.50%	1,183,934	1,190,000

**TY 2016 Investments Government Obligations Schedule****Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION**EIN:** 11-6442077**US Government Securities - End  
of Year Book Value:**

0

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

0

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

5,126,912

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

5,492,407

**TY 2016 Legal Fees Schedule****Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION**EIN:** 11-6442077

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	10,166	0		10,166

**TY 2016 Other Expenses Schedule****Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION**EIN:** 11-6442077**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	6,010	0		6,010
OFFICE EXPENSE	11,880	0		11,880
MISCELLANEOUS EXPENSES	1,515	0		1,515

**TY 2016 Other Professional Fees Schedule****Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION**EIN:** 11-6442077

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONTRACT SERVICES	3,000	0		3,000
PAYROLL SERVICES	1,765	0		1,765
CONSULTING FEES	40,975	36,878		4,097
INVESTMENT FEES	2,400	2,400		0

**TY 2016 Taxes Schedule****Name:** ABRAHAM J AND PHYLLIS KATZ FOUNDATION**EIN:** 11-6442077

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	30,000	0		0
PAYROLL TAXES	14,382	0		14,382



<b>Schedule B</b> (Form 990, 990-EZ, or 990-PF)  Department of the Treasury Internal Revenue Service	<b>Schedule of Contributors</b>  ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>	OMB No 1545-0047  <b>2016</b>
	<b>Name of the organization</b> ABRAHAM J AND PHYLLIS KATZ FOUNDATION	<b>Employer identification number</b> 11-6442077

Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

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

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

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

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

<b>Name of organization</b> ABRAHAM J AND PHYLLIS KATZ FOUNDATION	<b>Employer identification number</b> 11-6442077
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<b>Part I</b> <b>Contributors</b> (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	KASON INDUSTRIES INC 57 AMLAJACK BLVD NEWNAN, GA 30265	\$ 13,758	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
2	ESTATE OF ABRAHAM KATZ 57 AMLAJACK BLVD NEWNAN, GA 30265	\$ 500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Employer identification number

11-6442077

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

<b>Name of organization</b> ABRAHAM J AND PHYLLIS KATZ FOUNDATION	<b>Employer identification number</b> 11-6442077
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<b>Part III</b>	<b>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____</b> Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	