Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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.

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

OMB No. 1545-0052

2016

Open to Public Inspection

POSTMARK DATE NOV 1 4 2017

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

Name of foundation: BOOTH FERRIS FOUNDATION XXXXX4008

A Employer identification number: 13-6170340

Number and street (or P O box number if mail is not delivered to street address): 10 S DEARBORN IL1-0117 | Room/suite:

B Telephone number (see instructions): 866-888-5157

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60603

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] 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) ▶ $ 214,322,540.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

0/64

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).)

	Line	Description	(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 ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	4,091,724.	4,089,730.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,412,300.			
	b	Gross sales price for all assets on line 6a 58,739,616.				
	7	Capital gain net income (from Part IV, line 2)		1,412,300.		
	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)	-42,985.	143,821.		STMT 2
	12	**Total.** Add lines 1 through 11	5,461,039.	5,645,851.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	1,249,119.	749,471.		499,647.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 3	252,070.	38,070.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 4	70,850.			70,850.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,572,039.	787,541.	NONE	570,497.
	25	Contributions, gifts, grants paid	9,306,000.			9,306,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	10,878,039.	787,541.	NONE	9,876,497.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-5,417,000.			
	b	**Net investment income** (if negative, enter -0-)		4,858,310.		
	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)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	8,758,961.	10,661,880.	10,661,880.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 5	79,969,537.	72,458,104.	90,710,770.
	c	Investments - corporate bonds (attach schedule) STMT 9	51,010,134.	58,420,012.	57,833,631.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 20		40,280,040.	55,116,259.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ STMT 22)	47,062,175.		
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	186,800,807.	181,820,036.	214,322,540.
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27	Capital stock, trust principal, or current funds	186,800,807.	181,820,036.	
	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)	186,800,807.	181,820,036.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	186,800,807.	181,820,036.	

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	186,800,807.
2	Enter amount from Part I, line 27a	2	-5,417,000.
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	436,229.
4	Add lines 1, 2, and 3	4	181,820,036.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	181,820,036.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	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	58,739,616.		57,327,316.	1,412,300.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				1,412,300.
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	1,412,300.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	12,305,745.	222,032,592.	0.055423
2014	9,929,861.	226,218,313.	0.043895
2013	9,346,306.	214,106,470.	0.043653
2012	9,438,622.	200,860,925.	0.046991
2011	9,075,000.	202,707,951.	0.044769

2	**Total** of line 1, column (d)	2	0.234731
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	0.046946
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	207,950,019.
5	Multiply line 4 by line 3	5	9,762,422.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	48,583.
7	Add lines 5 and 6	7	9,811,005.
8	Enter qualifying distributions from Part XII, line 4	8	9,876,497.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b	1	48,583.
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	48,583.
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	48,583.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . 6a 156,716.		
b	Exempt foreign organizations - tax withheld at source . . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c 10,000.		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments. Add lines 6a through 6d	7	166,716.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	118,133.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 48,584. **Refunded** ▶	11	69,549.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JP MORGAN CHASE BANK, N.A. Telephone no. ▶ (866)888-5157

Located at ▶ 10 S DEARBORN ST; MC; IL 1-0117, CHICAGO, IL ZIP+4 ▶ 60603-2003

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

		Line	Yes	No
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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ 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			
	(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			
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		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		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 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		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			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

			Yes	No
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)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JP MORGAN CHASE BANK, N.A. 10 S DEARBORN ST; MC; IL 1-0117, CHICAGO, IL 60603-2	TRUSTEE 50	1,249,119.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		-0-	-0-	-0-

Total number of other employees paid over $50,000 ▶ 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 N/A	
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 N/A	
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	202,442,660.
b	Average of monthly cash balances	1b	8,674,111.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	211,116,771.
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	211,116,771.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,166,752.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	207,950,019.
6	**Minimum investment return.** Enter 5% of line 5	6	10,397,501.

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	10,397,501.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	48,583.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	48,583.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	10,348,918.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	10,348,918.
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	10,348,918.

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	9,876,497.
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	9,876,497.
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	48,583.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	9,827,914.

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				10,348,918.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			615,630.	
b Total for prior years 20 14 ,20 ,20		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 ▶ $ 9,876,497.				
a Applied to 2015, but not more than line 2a			615,630.	
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				9,260,867.
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				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				1,088,051.
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 . . . . ▶

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			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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 23

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 Name and address (home or business)	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
a *Paid during the year*				
VARIOUS CHARITABLE RECIPIENTS SEE ATTACHED LI	NONE	PC	GENERAL	9,306,000.
Total ▶ 3a				9,306,000.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	4,091,724.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,412,300.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b DEFERRED INCOME			14	-42,985.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				5,461,039.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 5,461,039.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee	Date	Title
Arun Mehta	11/13/2017	Vice President

ARUN MEHTA

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KELLY NEUGEBAUER	Kelly Neugebauer	11/13/2017		P01285591

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 127 PUBLIC SQUARE CLEVELAND, OH 44114 — Phone no 312-486-9652

FERD WREGE MEMORIAL TRUST FOR THE VISUALLY 61-6102621

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	18.	18.
FOREIGN TAXES ON NONQUALIFIED	1.	1.
TOTALS	19.	19.

FOREIGN TAX CREDIT INFORMATION (LINE 14, CODE B)

(ENTER THE FOLLOWING ON FORM 1116 OR SCHEDULE A IF APPLICABLE)

COUNTRY	GROSS INCOME	TAXES	DATE PAID
OTHER COUNTRIES	1,292.	112.	12/31/2016

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		4,091,724.	4,089,730.
	TOTAL	4,091,724.	4,089,730.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DEFERRED INCOME		-42,985.	
PARTNERSHIP INCOME			143,821.
	TOTALS	-42,985.	143,821.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX		114,000.	
ESTIMATED TAX		100,000.	
FOREIGN TAX		38,070.	38,070.
	TOTALS	252,070.	38,070.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
NY AG	1,500.	1,500.
MEMBERSHIP DUES	69,350.	69,350.
TOTALS	70,850.	70,850.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE		
2824100 ABBOTT LABORATORIES	39,188.	34,915
15351109 ALEXION PHARMACEUTICA	58,719.	48,940.
23135106 AMAZON.COM INC	98,784.	182,218.
26874784 AMERICAN INTERNATIONA	76,201.	87,646.
32511107 ANADARKO PETROLEUM CO	34,578.	33,889.
32654105 ANALOG DEVICES INC	60,111.	68,335.
37833100 APPLE INC	30,958.	279,010.
60505104 BANK OF AMERICA CORP	44,888.	139,318.
64058100 BANK OF NEW YORK MELL	39,390.	42,595.
91936286 BLACKROCK FDS MIDCAP	7,337,725.	7,532,916.
101137107 BOSTON SCIENTIFIC CO	83,947.	83,211.
110122108 BRISTOL-MYERS SQUIBB	48,924.	74,219.
115233579 BROWN ADV JAPAN ALPH	4,925,000.	4,034,969.
125896100 CMS ENERGY CORP	41,758.	50,027.
143658300 CARNIVAL CORP	49,426.	49,405.
151020104 CELGENE CORP	33,325.	70,145.
172967424 CITIGROUP INC	47,583.	96,693.
254687106 WALT DISNEY CO/THE	139,524.	148,826.
254709108 DISCOVER FINANCIAL S	60,184.	79,371.
256206103 DODGE & COX INTL STO	8,559,495.	9,562,825.
260543103 DOW CHEMICAL CO/THE	63,759.	68,664.
277432100 EASTMAN CHEMICAL CO	51,751.	60,243.
302933502 FMI LARGE CAP FUND-I	3,955,254.	5,541,847.
369550108 GENERAL DYNAMICS COR	49,157.	55,769.
369604103 GENERAL ELECTRIC CO	129,216.	150,574.
375558103 GILEAD SCIENCES INC	50,380.	37,810.
416515104 HARTFORD FINANCIAL S	56,466.	71,904.
437076102 HOME DEPOT INC	40,480.	157,410.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
438516106 HONEYWELL INTERNATIO	61,144.	175,281.
444859102 HUMANA INC	13,718.	40,194.
452327109 ILLUMINA INC	38,247.	27,529.
493267108 KEYCORP	36,034.	59,816.
494368103 KIMBERLY-CLARK CORP	25,075.	22,710.
500754106 THE KRAFT HEINZ CO	55,571.	57,980.
512807108 LAM RESEARCH CORP	16,564.	42,292.
526107107 LENNOX INTERNATIONAL	42,745.	53,456.
532457108 ELI LILLY & CO	100,271.	92,158.
548661107 LOWE'S COS INC	27,329.	100,564.
571748102 MARSH & MCLENNAN COS	26,930.	41,973.
573284106 MARTIN MARIETTA MATE	50,528.	66,459.
574599106 MASCO CORP	23,165.	64,125.
577130834 MATTHEWS PACIFIC TIG	2,740,537.	4,063,279.
594918104 MICROSOFT CORP	128,640.	299,826.
609207105 MONDELEZ INTERNATION	78,900.	113,839.
617446448 MORGAN STANLEY	112,814.	184,675.
666807102 NORTHROP GRUMMAN COR	35,483.	39,073.
674599105 OCCIDENTAL PETROLEUM	102,053.	121,590.
693506107 PPG INDUSTRIES INC	46,065.	44,442.
713448108 PEPSICO INC	98,477.	106,409.
717081103 PFIZER INC	131,648.	124,626.
723787107 PIONEER NATURAL RESO	90,242.	113,804.
742718109 PROCTER & GAMBLE CO/	15,260.	63,228.
806857108 SCHLUMBERGER LTD	43,243.	50,202.
808513105 SCHWAB (CHARLES) COR	41,186.	57,310.
854502101 STANLEY BLACK & DECK	82,308.	96,569.
872540109 TJX COMPANIES INC	81,918.	92,936.
872590104 T-MOBILE US INC	26,946.	38,474.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
882508104 TEXAS INSTRUMENTS IN	69,322.	95,007.
887317303 TIME WARNER INC	6,389.	43,149.
907818108 UNION PACIFIC CORP	40,386.	45,723.
910047109 UNITED CONTINENTAL H	38,864.	71,568.
922908363 VANGUARD INDEX FDS S	4,783,253.	4,955,157.
949746101 WELLS FARGO & CO	40,030.	163,126.
988498101 YUM! BRANDS INC	32,950.	37,428.
00206R102 AT&T INC	72,800.	89,781.
00724F101 ADOBE SYSTEMS INC	24,396.	77,315.
00817Y108 AETNA INC	62,360.	75,026.
00846U101 AGILENT TECHNOLOGIES	31,595.	31,664.
02079K107 ALPHABET INC/CA-CL C	112,621.	216,881.
02079K305 ALPHABET INC/CA-CL A	69,527.	110,151.
04314H667 ARTISAN INTL VALUE F	5,408,435.	7,414,041.
09062X103 BIOGEN INC	23,732.	54,164.
09247X101 BLACKROCK INC	66,293.	74,586.
09253F879 BLACKROCK INTERNATL	4,000,000.	3,899,244.
16119P108 CHARTER COMMUNICATIO	76,383.	95,014.
20030N101 COMCAST CORP-CLASS A	16,566.	67,600.
20605P101 CONCHO RESOURCES INC	38,689.	42,697.
22160K105 COSTCO WHOLESALE COR	47,021.	58,600.
25470M109 DISH NETWORK CORP-A	47,854.	55,613.
26875P101 EOG RESOURCES INC	134,012.	163,378.
26884L109 EQT CORP	54,628.	49,704.
30303M102 FACEBOOK INC-A	98,981.	150,831.
31620M106 FIDELITY NATIONAL IN	63,435.	75,716.
37045V100 GENERAL MOTORS CO	61,671.	83,198.
38141G104 GOLDMAN SACHS GROUP	50,287.	79,976.
46636U876 JPM EQ INC FD - R6 F	4,000,000.	5,973,144.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
46637K513 JPM GLBL RES ENH IND	6,359,874.	6,613,012.
46640W108 JPM GRWTH ADVANTAGE	4,265,332.	7,109,423.
4812A1373 JPM SM CAP EQ FD - S	2,855,699.	4,787,381.
4812A2389 JPM US LARGE CAP COR	7,610,177.	10,783,830.
57636Q104 MASTERCARD INC-CLASS	35,808.	137,736.
58933Y105 MERCK & CO. INC.	75,699.	70,526.
59156R108 METLIFE INC	37,533.	80,619.
60871R209 MOLSON COORS BREWING	63,579.	79,405.
65339F101 NEXTERA ENERGY INC	39,572.	37,749.
65473P105 NISOURCE INC	33,948.	53,003.
67103H107 O'REILLY AUTOMOTIVE	41,539.	43,154.
78486Q101 SVB FINANCIAL GROUP	39,218.	53,386.
89353D107 TRANSCANADA CORP	67,230.	67,815.
90130A101 TWENTY-FIRST CENTURY	58,783.	52,575.
91324P102 UNITEDHEALTH GROUP I	76,399.	211,573.
92532F100 VERTEX PHARMACEUTICA	44,572.	45,749.
92826C839 VISA INC-CLASS A SHA	59,435.	60,387.
94106B101 WASTE CONNECTIONS IN	46,475.	48,254.
96208T104 WEX INC	39,153.	47,095.
98138H101 WORKDAY INC-CLASS A	27,809.	22,272.
G0176J109 ALLEGION PLC	51,876.	50,688.
G0177J108 ALLERGAN PLC	164,285.	133,146.
G1151C101 ACCENTURE PLC-CL A	62,488.	87,496.
G51502105 JOHNSON CONTROLS INT	52,740.	45,886.
H1467J104 CHUBB LTD	56,337.	133,441.
Y09827109 BROADCOM LTD	40,852.	207,174.
TOTALS	72,458,104.	90,710,770.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE		
411511553 HARBOR HIGH YIELD BO	8,037,118.	7,766,898.
543916688 LORD ABBETT INVT TR	6,000,000.	5,931,034.
00037BAB8 ABB FINANCE USA INC	119,033.	115,652.
001192AG8 AGL CAPITAL CORP 5 1	74,837.	79,872.
00206RCM2 AT&T INC 3.000% 06/3	76,961.	73,729.
00206RDA7 AT&T INC 5.000% 03/0	83,855.	80,621.
00440EAM9 ACE INA HOLDINGS 5.9	82,748.	81,925.
00507UAS0 ACTAVIS FUNDING SCS	75,794.	74,976.
00751YAC0 ADVANCE AUTO PARTS 4	29,950.	31,538.
008916AP3 AGRIUM INC 3.375% 03	28,906.	29,004.
01F0526A5 FNMA 5.5% 10/15/43		
01F0606A8 FNMA 6% 10/15/43		
023135AM8 AMAZON.COM INC 3.300	22,914.	23,799.
023551AM6 HESS CORP 7 1/8% MAR	39,941.	34,035.
025816AY5 AMERICAN EXPRESS SR	77,468.	68,975.
026874CY1 AMERICAN INTL GROUP	20,987.	21,713.
029912BD3 AMERICAN TOWER CORP	10,828.	10,256.
03062AAF3 AMERICREDIT AUTOMOBI	171,634.	172,003.
03064VAE8 AMERICREDIT AUTOMOBI	90,021.	90,637.
03065EAF2 AMERICREDIT AUTOMOBI	155,866.	156,021.
03065JAF1 AMERICREDIT AUTOMOBI	200,219.	202,274.
03065KAF8 AMERICREDIT AUTOMOBI	185,650.	186,462.
031162AZ3 AMGEN INC SR NOTES 5	83,530.	80,609.
032511BC0 ANADARKO PETROLEUM C	133,038.	113,535.
03523TAN8 ANHEUSER BUSCH INBEV	80,882.	81,346.
035242AM8 ANHEUSER-BUSCH INBEV	103,638.	105,080.
037411AX3 APACHE CORP 3.625% 0	43,129.	41,265.
037735CM7 APPALACHIAN POWER CO	101,398.	98,262.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
03879QAF1 VEREIT OPERATING PAR	20,366.	20,245.
042735AK6 ARROW ELECTRONICS IN	80,355	88,488.
049560AJ4 ATOMS ENERGY CORP 8	119,866.	102,445.
05348EAU3 AVALONBAY COMMUNITIE	57,758.	55,182.
055451AU2 BHP BILLITON FIN USA	34,719.	36,914.
05565QCD8 BP CAPITAL MARKETS P	84,580.	83,196.
059165EE6 BALTIMORE GAS & ELEC	77,245.	74,805.
06051GEU9 BANK OF AMERICA CORP	322,484.	325,705.
079857AH1 BELLSOUTH CAPITAL FU	138,745.	123,584.
084670BF4 BERKSHIRE HATHAWAY I	67,595.	67,649.
097023AM7 BOEING CO 7 1/4% JUN	133,444.	128,603.
10112RAW4 BOSTON PROPERTIES LP	37,168.	35,483.
120568AT7 BUNGE LIMITED FINANC	89,474.	86,148.
12189TAZ7 BURLINGTN NORTH SANT	58,141.	69,478.
12572QAF2 CME GROUP INC 5.300%	23,957.	27,916.
126117AP5 CNA FINANCIAL CORP 7	30,995.	28,357.
12618SAE7 CNH EQUIPMENT TRUST	249,893.	249,338.
12669FBN2 COUNTRYWIDE HOME LOA	53,895.	51,931.
13056JAC8 CALIFORNIA REPUBLIC	179,991.	180,529.
13056UAD1 CALIFORNIA REPUBLIC	175,048.	175,817.
136385AV3 CANADIAN NATL RESOUR	37,225.	40,213.
13645RAJ3 CANADIAN PACIFIC RR	90,419.	83,938.
13974HAD9 CAPITAL AUTO RECEIVA	397,299.	396,801.
13974LAB4 CAPITAL AUTO RECEIVA	59,432.	59,448.
13975FAF7 CAPITAL AUTO RECEIVA	141,356.	141,035.
13975FAG5 CAPITAL AUTO RECEIVA	132,788.	131,481.
13975GAD0 CAPITAL AUTO RECEIVA	100,891.	100,108.
13975NAC7 CAPITAL AUTO RECEIVA	104,762.	105,323.
14149YAY4 CARDINAL HEALTH INC	18,438.	20,134.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
151020AE4 CELGENE CORP 3.95% O	36,797.	36,489.
171232AE1 CHUBB CORPORATION 6.	77,731.	76,507.
172967EW7 CITIGROUP INC SR NOT	103,162.	103,363.
172967JN2 CITIGROUP INC 1.700%	74,858.	74,863.
205887BJ0 CONAGRA FOODS INC 3.	39,458.	39,978.
20825CAQ7 CONOCOPHILLIPS NOTES	73,920.	95,117.
21685WBT3 RABOBANK NEDERLAND N	80,771.	80,270.
22541HCC4 CREDIT SUISSE NEW YO	41,700.	41,574.
233835AQ0 DAIMLER CHRYSLER N A	112,455.	112,571.
25152CMN3 DEUTSCHE BANK AG LON	74,972.	65,794.
25156PAC7 DEUTSCHE TELEKOM INT	98,575.	110,996.
25389JAK2 DIGITAL REALTY TRUST	40,478.	39,865.
26884AAX1 ERP OPERATING LP 5 3	82,334.	76,494.
26884AAZ6 ERP OPERATING LP 4 5	1,992.	2,160.
278058DH2 EATON CORP 6.95% MAR	90,064.	82,664.
278642AE3 EBAY INC 2.6% JUL 15	46,509.	48,674.
29273RAS8 ENERGY TRANSFER PART	35,680.	35,247.
29364DAR1 ENTERGY ARKANSAS INC	32,077.	32,018.
29379VAM5 ENTERPRISE PRODUCTS	55,847.	57,015.
29379VBB8 ENTERPRISE PRODUCTS	4,991.	5,133.
30219GAK4 EXPRESS SCRIPTS HOLD	74,442.	74,092.
3128FHDC3 FHLMC GOLD D75499 7.	7,569.	8,075.
3128M4SQ7 FHLMC GOLD G02927 5.	48,820.	51,614
3128M6UR7 FHLMC GOLD G04792 6.	18,481.	18,720.
3128M8GL2 FHLMC GOLD G06203 5%	26,542.	27,447.
3128MJMC1 FHLMC GOLD G08354 5%	148,053.	155,970.
3128NH5J8 FHLMC POOL 1J1749 AR	144,244.	153,368.
31292GP83 FHLMC GOLD C00447 8%	1,201.	1,235.
312938K51 FHLMC GOLD A90316 4.	113,662.	122,958.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
31297LDH0 FHLMC GOLD A31004 6%	9,771.	10,678.
31298EX75 FHLMC GOLD C46102 5.	85,788.	87,515.
3132H3HK2 FHLMC GOLD U90234 3%	166,627.	156,424.
3132QDDX6 FHLMC GOLD 3.5% 02/0	259,753.	252,540.
3133984L0 FHLMC SER 2338 CL ZC	64,756.	66,130.
3133T2QN3 FHLMC SER 1611 CL Z	89,962.	88,170.
3133TAN73 FHLMC SER 1974 CL ZA	40,440.	39,871.
3133TJDF7 FHLMC 2122 CL ZE 6.0	97,266.	93,655.
3133TSQF3 FHLMC MAR2310 CL Z 6	84,939.	83,622.
313586RC5 FNMA ZERO CPN 10/09/	162,179.	166,644.
31358GXJ1 FANNIE MAE SER 1991-	86,428.	78,878.
3136A13U7 FNMA SER 2011-118 CL	7,685.	7,264.
3136A1MA0 FNMA SER 2011-99 CL	205,569.	196,869.
3136AEX69 FNMA-ACES 2013-M9 CL	200,000.	197,838.
3136AKQM8 FANNIEMAE-ACES 2014-	205,313.	203,406.
3136ALMX6 FNMA 2014-73 CL PJ 3	209,427.	213,858.
31371MEH6 FNMA 255836 6% 07/01	52,853.	53,205.
31371NEW1 FNMA 256749 6% 06/01	82,410.	91,951.
3137AA5D1 FHLB SER 3854 CL EW	215,000.	210,828.
3137ALYM5 FHLMC JAN4000 CL VH	153,703.	154,622.
3137AYCE9 FHLMC MULTIFAMILY ST	95,836.	101,185.
3137B2PC8 FHLMC POOL 4212 02/1	129,357.	126,305.
31381RZR8 FNMA 468852 4.1% 08/	197,538.	195,269.
31381SEB4 FNMA 469130 4.87% 10	203,397.	204,009.
31381UCU9 FNMA 470883 2.97% 04	158,126.	164,526.
31385XAZ0 FNMA 555424 5.5% 05/	239,559.	248,412.
3138A7PH5 FNMA AH5823 4.5% 02/	318,424.	343,913.
3138EJ3L0 FNMA AL2602 2.646% 1	192,344.	192,183.
3138EKJK2 FNMA AL2965 2.619% 1	100,753.	102,733.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
3138ELJW4 FNMA AL3876 2.764% 0	127,701.	134,071.
3138L3U37 FNMA AM3301 2.35% 05	130,699.	138,226.
3138L4H55 FNMA JUL25 3.020% 07	345,379.	345,998.
3138L96G2 FNMA POOL AM8970 2.8	205,898.	204,064.
3138L9T85 FNMA POOL AM8674 2.8	206,570.	198,098.
3138X56Q5 FNMA AU6278 5% 11/01	172,148.	169.077.
31392HMM2 FNMA SER 2003-11 CL	53,793.	52,859.
31393BFF7 FNMA SER 2003-33 CL-	133,247.	137,313.
31393BVP7 FNMA SER 2003-42 CL	28,496.	28,852.
31393DK42 FNMA SER 2003-80 CL	108,875.	110,116.
31393FPA8 FHLMC SER 2532 CL PH	26,469.	26,613.
31393FPW0 FHLMC SER 2544 CL KE	16,199.	16,216.
31393NK57 FHLMC SER 2590 CL OA	78,331.	79,130.
31393NVW6 FREDDIE MAC SER 2598	114,746.	113,371.
31393W6E4 FEDERAL HOME LN MTG	10,514.	10,137.
31394AWY8 FNMA SER 2004-60 CL	63,621.	63,081.
31394DA59 FNMA 2005-48 CL AU A	179,156.	170,234.
31394ED54 FNMA 2005-73 CL EZ 5	317,996.	322,693.
31394KR89 FHLMC SER 2696 CL DG	184,226.	181,946.
31395BBS1 FNMA SER 2006-9 CL D	139,427.	135,218.
31395R2Z0 FHLMC REMIC 2949 CL	240,000.	227,072.
31395UEH0 FREDDIE MAC SER 2980	38,077.	41,706.
31396AU69 FHLMC REMIC SER 3027	126,148.	126,045.
31396LLF5 FNMA SER 2006 102 CL	14,953.	14,975.
31396PW64 FANNIE MAE SER 2007-	23,701.	23,737.
31397NXK6 FNMA 2009-33 CL FB V	59,675.	59,361.
31397UDK2 FNMA SER 2011-52 CL	110,500.	111,886.
31397YWZ0 FHLMC SER 3508 CL PK	8,154.	8,339.
31398QK30 FHLMC 3684 CL CY 4.5	281,563.	270,138.

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FORM 990PF, PART II - CORPORATE BONDS
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
31398RM85 FANNIE MAE SER 2010-	146,078.	150,216.
31398VWE2 FHLMC SER 3653 CL B	232,431.	227,622.
31398WKY9 FHLMC SER 3631 CL PA	91,604.	93,412.
31404RNE3 FNMA 776289 5% 05/01	134,059.	134,421.
31405E5Q4 FNMA 787555 6.5% 02/	17,108.	18,475.
31405E5Y7 FNMA 787563 6.5% 03/	50,855.	54,937.
31405E5Z4 FNMA 787564 7% 03/01	8,300.	8,687.
31405E6A8 FNMA 787565 7.5% 03/	5,687.	5,584.
31406CQS0 FNMA 806065 6% 12/01	20,592.	22,679.
3140EUDE6 FNMA BC0100 3.5% 12/	173,222.	167,997.
3140EX3A9 FNMA BC3492 3.5% 02/	258,086.	251,695.
3140F0NR1 FNMA BC4899 3.5% 04/	291,961.	283,154.
31410G3E1 FNMA 889197 4.5% 11/	95,936.	93,721.
31416H4V4 FNMA AA0835 5% 01/01	29,362.	31,451.
31416W3B6 FNMA AB1693 4% 11/01	452,593.	485,020.
31417ACQ0 FNMA AB3678 3.5% 10/	172,103.	174,850.
31418AK31 FNMA MA1213 3.5% 10/	69,178.	70,986.
31418AWG9 FNMA MA1546 3.5% 08/	136,669.	141,234.
31418BT30 FNMA MA2369 4% 08/01	202,262.	196,973.
31418NAL4 FNMA AD0910 4.632% 0	190,102.	172,586.
31428XBA3 FEDEX CORP 3.900% 02	5,038.	4,762.
341099CH0 FLORIDA POWER CORP 6	74,901.	96,176.
345397VP5 FORD MOTOR CREDIT CO	116,105.	103,065.
36202FGE0 GNMA II 5% MAY 01 2	118,119.	120,276.
3620AQYT4 GNMA 737022 4.5% 02/	254,914.	272,476.
36213C5L0 GNMA 550851 7% 09/15	33,244.	36,573.
36213CZP8 GNMA 550750 5.5% 12/	77,602.	80,498.
36294SFW2 GNMA 658181 5.5% 11/	49,625.	50,926.
36296US35 GNMA 701738 5% 03/15	64,298.	68,706.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
36962GXZ2 GENERAL ELECTRIC CAP	242,686.	265,458.
375558AW3 GILEAD SCIENCES INC	35,852.	35,988.
38141EA66 GOLDMAN SACHS GROUP	74,071.	77,699.
38141EC23 GOLDMAN SACHS GROUP	39,990.	38,797.
38141GGM0 GOLDMAN SACHS GROUP	59,774.	73,123.
38141GGQ1 GOLDMAN SACHS GROUP	58,155.	56,989.
38148LAC0 GOLDMAN SACHS GROUP	25,989.	25,604.
38373S3V7 GNMA 2003-26 CL MB 5	181,020.	186,672.
38373SYG6 GNMA SR 2003-19 CL G	41,961.	40,835.
38373SZB6 GNMA SER 2003-19 CL	157,548.	156,409.
38373VHD5 GOVERNMENT NATL MTG	171,644.	171,940.
38373YAB0 GNMA 2002-79 CL KL 5	184,590.	174,427.
38374BDZ3 GNMA 2003-62 CL HE 5	112,625.	108,714.
38374CBC4 GNMA II SER 2003-75	145,935.	146,912.
38374CYU9 GNMA II SER 2003-84	268,808.	268,929.
38374FTH7 GNMA 2004-19 CL KE 5	134,889.	133,217.
38374GSQ6 GNMA 2004-37 CL PE 5	190,388.	185,553.
38374HGS3 GNMA SER 2004-53 CL	6,049.	5,701.
38374JYA8 GNMA 2004-86 CL C 5.	174,188.	171,080.
38374KP23 GNMA SER 2005-26 CL	113,660.	111,141.
38374KTZ6 GNMA 2005-13 CL AH 5	79,969.	84,395.
38374XD93 GNMA 2009-84 CL C 4.	262,398.	255,837.
38375YET5 GNMA 2008-83 CL ND R	100,114.	94,035.
38376WCN3 GNMAPOOL 2010-14 CL	264,344.	258,529.
38377QRF6 GNMA 2011-22 CL PL 5	230,125.	226,494.
38377RPC3 GNMA 2010-162 CL QK	92,182.	92,582.
38377YX39 GNMA 2011-137 CL WA	171,916.	163,109.
3837H27G8 GNMA 2008-63 CL PE 5	139,375.	139,393.
40414LAJ8 HCP INC 4.250% 11/15	28,867.	29,757.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
404280AL3 HSBC HOLDINGS PLC 4.	93,353.	91,535.
44107TAU0 HOST HOTELS & RESORT	19,648.	19,611.
458140AS9 INTEL CORP 3.700% 07	23,964.	25,148.
45866FAB0 INTERCONTINENTALEXCH	3,996.	4,057.
46132FAA8 INVESCO FINANCE PLC	39,591.	40,268.
466247BL6 JP MORGAN MORTGAGE T	78,165.	78,648.
4812C0803 JPM HIGH YIELD FD -	3,288,698.	3,027,406.
485134BL3 KANSAS CITY POWER &	44,935.	38,958.
49326EED1 KEYCORP MTN 5.1% MAR	79,334.	75,407.
501044CN9 KROGER CO/THE 5.4% J	64,427.	71,436.
524901AT2 LEGG MASON INC 3.950	50,486.	50,292.
534187AY5 LINCOLN NATIONAL COR	76,868.	71,622.
534187BD0 LINCOLN NATIONAL COR	5,190.	5,202.
539830BG3 LOCKHEED MARTIN CORP	72,090.	70,622.
544646ZR6 LOS ANGELES CALIFORN	90,000.	120,579.
548661CV7 LOWE'S COMPANIES INC	45,448.	47,596.
55273E640 MFS EMERGING MKTS DE	3,500,000.	3,364,214.
553794AC2 MUFG AMERICAS HLDGS	39,788.	38,378.
56501RAB2 MANULIFE FINANCIAL C	39,144.	37,395.
565849AB2 MARATHON OIL CORP NO	83,449.	82,743.
577778BH5 MACYS RETAIL HLDGS I	75,852.	71,720.
5899293T3 MERRILL LYNCH MORTGA	90,406.	87,546.
59156RAM0 METLIFE INC NOTES 5.	76,577.	76,695.
6174466Q7 MORGAN STANLEY 6 5/8	100,000.	105,562.
61747YCG8 MORGAN STANLEY 7.3%	99,987.	111,511.
61747YDY8 MORGAN STANLEY 4.300	4,963.	4,960.
61945CAC7 MOSAIC CO 4.250% 11/	34,879.	35,238.
63946BAE0 NBCUNIVERSAL MEDIA L	84,217.	80,921.
65339KAG5 NEXTERA ENERGY CAPIT	38,012.	40,723.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
65504LAH0 NOBLE HOLDING INTL L	6,996.	6,948.
655844BC1 NORFOLK SOUTHERN COR	99,750.	109,233.
656531AD2 NORSK HYDRO A S 7.15	70,558.	63,686.
670346AM7 NUCOR CORP 4.000% 08	36,581.	36,671.
674599BY0 OCCIDENTAL PETROLEUM	36,231.	37,049.
68389XAE5 ORACLE CORP 6 1/2%	74,871.	97,607.
693475AP0 PNC FINANCIAL SERVIC	78,226.	76,825.
69362BAY8 PSEG POWER LLC 4.15%	72,075.	72,742.
694308GQ4 PACIFIC GAS & ELECTR	98,333.	94,389.
709629AM1 PENTAIR FINANCE SA 2	36,137.	36,377.
713448BP2 PEPSICO INC NOTES 5	89,034.	108,667.
71654QAW2 PETROLEOS MEXICANOS	72,800.	68,762.
71654QBB7 PETROLEOS MEXICANOS	52,098.	50,546.
73755LAH0 POTASH CORP-SASKATCH	32,139.	31,920.
73755LAL1 POTASH CORP-SASKATCH	44,600.	44,505.
74251VAH5 PRINCIPAL FINANCIAL	1,997.	1,969.
74251VAM4 PRINCIPAL FINANCIAL	32,952.	31,559.
74432QBT1 PRUDENTIAL FINANCIAL	81,587.	80,987.
74834LAP5 QUEST DIAGNOSTIC INC	42,170.	42,556.
754730AB5 RAYMOND JAMES FINANC	38,139.	34,595.
760759AP5 REPUBLIC SERVICES IN	36,898.	38,384.
760761AB2 REPUBLIC SERVICES IN	41,843.	38,087.
767201AH9 RIO TINTO FIN USA LT	35,691.	30,061.
775109AY7 ROGERS COMMUNICATION	77,326.	78,441.
796253T93 SAN ANTONIO TEXAS EL	95,000.	121,911.
80283YAF2 SANTANDER DRIVE AUTO	151,664.	151,280.
80284AAF3 SANTANDER DRIVE AUTO	180,914.	181,433.
80284CAF9 SANTANDER AUTO RECEI	275,215.	277,252.
80284QAE1 SANTANDER DRIVE AUTO	109,871.	110,421.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
806854AH8 SCHLUMBERGER INVESTM	35,865.	36,451.
808513AG0 CHARLES SCHWAB CORP	83,072.	81,097.
622582AD4 SHELL INTERNATIONAL	74,602.	95,842.
82481LAC3 SHIRE ACQ INV IRELAN	40,296.	37,934.
842434CG5 SOUTHERN CALIF GAS C	96,069.	90,704.
84755TAE7 SPECTRA ENERGY CAPIT	47,112.	48,091.
857477AL7 STATE STREET CORP 3.	23,961.	23,944.
857477AM5 STATE STREET CORP 3.	20,361.	20,852.
85771PAQ5 STATOIL ASA 4.800% 1	9,950.	10,825.
867229AE6 SUNCOR ENERGY INC 6	41,836.	44,399.
86765BAQ2 SUNOCO LOGISTICS PAR	19,866.	18,912.
87236YAA6 TD AMERITRADE HOLDIN	41,724.	38,513.
880591CS9 TVA 5.880% 04/01/203	92,867.	97,733.
88059ENT7 TENN VAL AUTH CPN ST	220,247.	216,710.
88165FAG7 TEVA PHARMACEUT FIN	14,956.	15,380.
887315BN8 TIME WARNER INC 6 5/	30,259.	30,370.
893526BY8 TRANSCANADA PIPELINE	113,771.	94,022.
89417EAF6 TRAVELLERS COS INC S	82,551.	81,993.
90131HAN5 21ST CENTY FOX AMER	75,291.	68,138.
90131HAS4 21ST CENTY FOX AMER	64,257.	59,789.
90265EAL4 UDR INC MTN 2.950% 0	34,766.	32,610.
911596AL8 U S BANCORP 7 1/2% J	65,965.	64,120.
912810EP9 US TREAS 7.125% 02/1	469,540.	469,711.
912810EW4 US TREAS 6% 02/15/26	1,084,563.	1,033,128.
912810FP8 US TREAS 5.375% 02/1	994,203.	997,380.
912810QK7 US TREAS 3.875% 08/1	570,189	670,375.
912810QN1 US TREAS 4.75% 02/15	502,655.	631,106.
912828D56 US TREAS 2.375% 08/1	736,586.	702,786.
912828PA2 US TREAS 1.875% 09/3	264,355.	251,895.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
912828PX2 US TREAS 3.625% 02/1	1,217,584.	1,255,469.
912828PY0 US TREAS 2.75% 02/28	1,281,467.	1,315,955.
912828RP7 US TREAS 1.75% 10/31	1,235,973.	1,212,660.
912828VK3 US TREAS 1.375% 06/3	277,495.	281,302.
9128334V9 U S A TREAS INT PMT	386,482.	333,531.
9128334X5 02/15/2034 PRIN PMT	413,756.	371,299.
912833XX3 U S A TREAS STRIP IN	199,379.	172,358.
91324PBM3 UNITEDHEALTH GROUP I	76,448.	73,653.
91324PBT8 UNITEDHEALTH GROUP I	26,161.	25,936.
92276MBB0 VENTAS REALTY LP/CAP	40,531.	40,149.
92343VBR4 VERIZON COMMUNICATIO	85,787.	88,431.
92344GAX4 VERIZON GLOBAL FUNDI	26,807.	30,980.
92553PAX0 VIACOM INC 3.875% 04	39,677.	38,593.
927804FR0 VIRGINIA ELEC & POWE	21,827.	23,057.
92857WAV2 VODAFONE GROUP PLC 4	79,430.	84,741.
931142CH4 WAL-MART STORES INC	82,151.	91,768.
941063AQ2 WASTE MANAGEMENT INC	44,080.	43,022.
942683AE3 WATSON PHARMCEUTICAL	6,994.	6,557.
94974BFJ4 WELLS FARGO & COMPAN	161,129.	159,123.
94974BFY1 WELLS FARGO & COMPAN	25,973.	26,304.
94983CAE7 WELLS FARGO MORTGAGE	95,511.	93,025.
98389BAM2 XCEL ENERGY INC 4.7%	99,676.	106,408.
98978VAG8 ZOETIS INC 1.875% 02	40,126.	40,006.
TOTALS	58,420,012.	57,833,631.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
92599968 BLACKSTONE GSO PRIVAT	C		573,160.
92911965 BLACKSTONE PARTNERS O	C	8,275,000.	11,109,633.
92916980 BLACKSTONE COMMERCIAL	C	101,449.	102,029.
139954929 APOLLO EPF II PRIVAT	C	1,331,113.	1,732,134.
149913923 ATLAS GLOBAL INVESTM	C	3,500,000.	5,143,686.
345162929 AP VIII (APAX) PRIVA	C	916,551.	1,114,369.
387995913 GOLDENTREE OFFSHORE	C	3,165,230.	6,279,064.
425955911 RIVERSTONE GLOBAL EN	C	1,102,155.	1,182,124.
468213962 DFJ GROWTH 2013 PRIV	C	867,000.	978,001.
482493996 KKR ASIAN FUND II PR	C	513,913.	821,829.
482924925 KKR NORTH AMERICA XI	C	1,094,911.	1,875,224.
484981964 GSO PRIVATE INVESTOR	C	603,146.	698,561.
576814925 CCMP III PRIVATE INV	C	536,714.	657,912.
656143914 JANA OFFSHORE PARTNE	C	3,000,000.	2,907,188.
743837924 PROVIDENCE TMT DEBT	C		731,708.
743839961 PROVIDENCE VII PRIVA	C	1,061,158.	1,331,516.
811711969 STARWOOD SOF IX PRIV	C	209,566.	719,502.
827994922 SILVER LAKE PARTNERS	C	527,830.	773,000.
855711974 STARWOOD SOF VIII PR	C		673,990.
976491910 WINTON FUTURES FUND,	C	2,152,000.	2,433,644.
01290C944 BLACKSTONE REAL ESTA	C	1,750,000.	2,913,048.
09290F940 BLACKSTONE REAL ESTA	C	68,860.	106,351.
74764S927 QUANTUM OFFSHORE V,	C	1,702,379.	2,130,054.
8V1304918 STARWOOD SOF XI PRIV	C		
G82981997 GOLDENTREE OFFSHORE	C	278,099.	1,430,058.
G82982953 GOLDENTREE OFFSHORE	C	73,167.	17,517.
HFMKPACF6 MKP CREDIT OFFSHORE,	C	2,300,000.	1,974,712.
HFWNTBBQ0 WINTON FUTURES FUND	C	2,500,000.	2,435,880.
Y03147934 BLOOM TREE OFFSHORE	C	2,300,000.	2,270,365.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
855711974STARWOOD SOF VIII PRI	C	349,799.	
TOTALS		40,280,040.	55,116,259.

BOOTH FERRIS FOUNDATION XXXXX4008 13-6170340

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION
HARD ASSETS - SEE STATEMENT
ATLAS GLOBAL LTD
BLACKSTONE REAL ESTATE CMBS
BLACKSTONE PARTNERS OFFSHORE
CHILTON GLOBAL NATURAL RESOURC
GOLDENTREE OFFSHORE FUND LTD
QUANTUM OFFSHORE V LP
CENTAURUS GLOBAL CATALYST FUND
HALCYON PARTNERS OFFSHORE FUND
MAVERICK FUND LTD CLASS C
PERELLA WEINBERG PARTNERS
BLACKSTONE GSO PRIVATE INVEST
STARWOOD SOF VIII PRIVATE
BLACKSTONE R/E CMBS COMM TO BC
PROVIDENCE TMT DEBT OPPORTUNIT
BLUEBAY EMERGING MARKET

TOTALS

RECIPIENT NAME:
BOOTH FERRIS FOUNDATION, JPMORGAN CHASE BANK, N
ADDRESS:
270 PARK AVENUE
NEW YORK, NY 10017
RECIPIENT'S PHONE NUMBER: 212-464-2487
FORM, INFORMATION AND MATERIALS:
ONE COPY OF THE PROPOSAL SHOULD BE ACCOMPANIED BY AN ANNUAL REPORT. FINANCIAL DATA, INCLUDING THE ORGANIZATION'S CURRENT BUDGET AND ITS LATEST AUDITED FINANCIAL STATEMENTS SHOULD BE SUBMITTED AS WELL.
SUBMISSION DEADLINES:
N/A
THE FOUNDATION'S PRIMARY INTERESTS ARE IN THE FIELD OF EDUCATION,
RESTRICTIONS OR LIMITATIONS ON AWARDS:
ESPECIALLY THEOLOGICAL, SMALLER COLLEGES AND INDEPENDENT SECONDARY SCHOOLS. A LIMITED NUMBER OF GRANTS ARE MADE IN THE AREAS OF SOCIAL SERVICES AND CULTURAL ACTIVITIES IN NEW YORK CITY. GRANTS ARE NOT MADE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
INDIVIDUALS, FEDERATED ORGANIZATIONS, OR TO WORK WITH SPECIFIC DISEASE OR DISABILITIES. PROPOSALS FROM EDUCATIONAL INSTITUTIONS FOR SCHOLAR-SHIPS AND FELLOWSHIPS AND FOR RESTRICTED ENDOWMENT ARE DISCOURAGED, AS
RESTRICTIONS OR LIMITATIONS ON AWARDS:
AS ARE PROPOSALS FOR INDIVIDUAL RESEARCH EFFORTS AT SUCH INSTITUTIONS. PROPOSALS FROM SOCIAL SERVICE AND CULTURAL INSTITUTIONS OUTSIDE METRO-POLITAN NEW YORK WILL NOT BE CONSIDERED.