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EXTENDED TO NOVEMBER 15, 2017
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.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

THE PRENTICE FAMILY FOUNDATION

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

1805 OSCEOLA STREET

A Employer identification number

20-2557712

B Telephone number

716-250-7500

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test,
check here and attach computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ►

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

JACKSONVILLE, FL 32204

G Check all that apply:

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

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual
(from Part II, col. (c), line 16) Other (specify) _____

► \$ 15,644,635. (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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	2,500.		N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3	Dividends and interest from securities	287,561.	287,561.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	18,898.			
b	Gross sales price for all assets on line 6a	6,676,301.			
7	Capital gain net income (from Part IV, line 2)		18,898.		
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)				
11	Other income	51,726.	51,726.		STATEMENT 2
12	Total. Add lines 1 through 11	360,685.	358,185.		
13	Compensation of officers, directors, trustees, etc	147,000.	0.	RECEIVED 117,600.	
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	STMT 3	9,375.	0.	
b	Accounting fees	STMT 4	5,650.	0.	7,031.
c	Other professional fees	STMT 5	341.	0.	4,238.
17	Interest		654.	654.	256.
18	Taxes	STMT 6	24,186.	1,315.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 7	92,648.	91,307.	410.
24	Total operating and administrative expenses. Add lines 13 through 23		279,854.	93,276.	129,535.
25	Contributions, gifts, grants paid		855,109.		855,109.
26	Total expenses and disbursements. Add lines 24 and 25		1,134,963.	93,276.	984,644.
27	Subtract line 26 from line 12:		<774,278. >		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		264,909.		
c	Adjusted net income (if negative, enter -0-)			N/A	

SCANNED NOV 07 2017-Revenue
Operating and Administrative Expenses

9-25 8

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		632,944.	746,365.	746,365.
	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				
	7 Other notes and loans receivable ►				
	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				
	b Investments - corporate stock	STMT 10	8,961,715.	7,627,628.	10,420,735.
	c Investments - corporate bonds	STMT 11	4,081,618.	4,140,395.	4,141,160.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►	STATEMENT 12)	0.	336,375.	336,375.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		13,676,277.	12,850,763.	15,644,635.
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				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		11,038,451.	11,038,451.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		2,637,826.	1,812,312.	
	30 Total net assets or fund balances		13,676,277.	12,850,763.	
	31 Total liabilities and net assets/fund balances		13,676,277.	12,850,763.	

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 13,676,277.
2 Enter amount from Part I, line 27a	2 <774,278. >
3 Other increases not included in line 2 (itemize) ►	3 4,863.
4 Add lines 1, 2, and 3	4 12,906,862.
5 Decreases not included in line 2 (itemize) ►	5 56,099.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 12,850,763.

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					
b	SEE ATTACHED STATEMENT				
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e	6,676,301.		6,657,403.	18,898.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
	(i) 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		
a					
b					
c					
d					
e				18,898.	
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	18,898.
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). If (loss), enter -0- in Part I, line 8				3	N/A

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	628,987.	15,541,661.	.040471
2014	961,943.	14,342,075.	.067071
2013	724,805.	14,237,569.	.050908
2012	739,203.	12,707,513.	.058171
2011	627,433.	12,805,636.	.048997

2 Total of line 1, column (d)

2 .265618

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 .053124

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

4 15,504,592.

5 Multiply line 4 by line 3

5 823,666.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 2,649.

7 Add lines 5 and 6

7 826,315.

8 Enter qualifying distributions from Part XII, line 4

8 984,644.

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 ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2016 estimated tax payments and 2015 overpayment credited to 2016

6a **21,000.**

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 **21,000.**

8 Enter any **penalty** for underpayment of estimated tax. Check here if Form 2220 is attached

8 **35.**

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

9

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

10 **18,316.**

11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ► **18,316.** Refunded ► **0.**

11 **0.**

7 8 9 10 11

Part VII-A Statements Regarding Activities

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?

Yes **No**

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.

1c **X**

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ **0.** (2) On foundation managers. ► \$ **0.**

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ **0.**

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 **X**

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

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?

5 **X**

If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6 **X**

• 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?

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*

N/A

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

IL

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)

	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 ► <u>N/A</u>		
14 The books are in care of ► <u>BRYANT H PRENTICE III</u> Telephone no. ► <u>716-250-7500</u> Located at ► <u>1805 OSCEOLA STREET, JACKSONVILLE, FL</u> ZIP+4 ► <u>32204</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	<input type="checkbox"/> Yes	X 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.)	N/A 2b	
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?	<input type="checkbox"/> Yes	X 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)	N/A 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)

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (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
 Yes No
 Yes No
 Yes No
 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)?

N/A
►

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?

N/A

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?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		147,000.	0.	0.

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

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

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

► 0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JAMES J. TANOUS 41 NIAGARA PIER, ERIE, PA 16507-2314	EXECUTIVE DIRECTOR	72,000.

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

1	SEE STATEMENT 14	855,109.
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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		
3		
Total. Add lines 1 through 3 ► 0.		0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	14,824,036.
b	Average of monthly cash balances	1b	673,761.
c	Fair market value of all other assets	1c	242,906.
d	Total (add lines 1a, b, and c)	1d	15,740,703.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,740,703.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	236,111.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,504,592.
6	Minimum investment return. Enter 5% of line 5	6	775,230.

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	775,230.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,649.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,649.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	772,581.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	772,581.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	772,581.

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	984,644.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	984,644.
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	5	2,649.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	981,995.

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				772,581.
2 Undistributed income, if any, as of the end of 2016			314,122.	
a Enter amount for 2015 only		0.		
b Total for prior years:				
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 984,644.			314,122.	
a Applied to 2015, but not more than line 2a		0.		
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount				670,522.
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				102,059.
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

1 a 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

09/23/07

b Check box to indicate whether the foundation is a private operating foundation described in section

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).)

BRYANT H. PRENTICE, III

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.

NONE

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:

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

c Any submission deadlines:

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

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)				
<i>a Paid during the year</i>				
CANISIUS COLLEGE <u>BUFFALO, NY 14208</u>	NONE	PC	ADMINISTRATION OF THE SCHOLARSHIP PROGRAM AND SCHOLARSHIP AWARDS	266,109.
UNIVERSITY OF BUFFALO FOUNDATION <u>BUFFALO, NY 14260</u>	NONE	PC	ADMINISTRATION OF THE SCHOLARSHIP PROGRAM AND SCHOLARSHIP AWARDS	589,000.
Total				► 3a 855,109.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.	356,728.	1,457.
13 Total. Add line 12, columns (b), (d), and (e)				13	358,185.

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).
OTHER INVESTMENT INCOME IS USED TO FUND SCHOLARSHIP PROGRAM.	

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

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
- (2) Other assets

- b** Other transactions:
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d** If the answer to any of the above is "Yes," complete the following schedule

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**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.

May the IRS discuss this return with the preparer shown below (see instr.)?

Date _____

Check if self-employed

**Paid
Preparer
Use Only**

Print/Type preparer's name JEFFREY ARNOL	Preparer's signature 	Date 10/31/17	Check <input type="checkbox"/> if self-employed	PTIN P00082023
Firm's name ► KESSLER, ORLEAN, SILVER & CO. P.C.		Firm's EIN ► 36-3117333		
Firm's address ► 1101 LAKE COOK ROAD, SUITE C DEERFIELD, IL 60015		Phone no. (847) 580-4100		

THE PRENTICE FAMILY FOUNDATION

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.)
a ASSOC TRUST CO STCG		01/01/16	12/31/16
b ASSOC TRUST CO LTCG		01/01/99	12/31/16
c ASSOC TRUST CO LTCG		01/01/99	12/31/16
d ASSOC TRUST CO STCG		10/20/16	11/05/15
e MAGELLAN PTP BASIS ADJ		10/20/16	11/05/15
f MAGELLAN PTP TO ORD INC		10/20/16	11/05/15
g ENTERPRISE PTP BASIS ADJ		12/31/14	10/20/16
h ENTERPRISE PTP TO ORD INC		12/31/14	10/20/16
i PLAINS ALL AMER PTP BASIS ADJ		01/03/14	09/26/16
j PLAINS ALL AMER PTP TO ORD INC		01/03/14	09/26/16
k CAPITAL GAINS DIVIDENDS			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,770,967.		1,936,360.	<165,393.>
b 3,983,762.		3,834,146.	149,616.
c 824,133.		800,172.	23,961.
d 14,069.		13,714.	355.
e 606.			606.
f		1,457.	<1,457.>
g		6,502.	<6,502.>
h		4,431.	<4,431.>
i 28,596.			28,596.
j		60,621.	<60,621.>
k 54,168.			54,168.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<165,393.>
b			149,616.
c			23,961.
d			355.
e			606.
f			<1,457.>
g			<6,502.>
h			<4,431.>
i			28,596.
j			<60,621.>
k			54,168.
l			
m			
n			
o			

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	18,898.
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). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

Penalty Due (Sum of Column F).

35.

* Date of estimated tax payment, withholding credit date or installment due date.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	200,258.	54,168.	146,090.	146,090.	
INTEREST	141,471.	0.	141,471.	141,471.	
TO PART I, LINE 4	341,729.	54,168.	287,561.	287,561.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PUBLICLY TRADED PARTNERSHIP INCOME	<14,783.>	<14,783.>	
MAGELLAN PTP K-1 ORD INC	1,457.	1,457.	
ENTERPRISE PTP K-1 ORD INC	4,431.	4,431.	
PLAINS ALL AMER PTP K-1 ORD INC	60,621.	60,621.	
TOTAL TO FORM 990-PF, PART I, LINE 11	51,726.	51,726.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	9,375.	0.		7,031.
TO FM 990-PF, PG 1, LN 16A	9,375.	0.		7,031.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,650.	0.		4,238.
TO FORM 990-PF, PG 1, LN 16B	5,650.	0.		4,238.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WEBSITE	341.	0.		256.
TO FORM 990-PF, PG 1, LN 16C	341.	0.		256.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	22,871.	0.		0.
FOREIGN TAX PAID	1,315.	1,315.		0.
TO FORM 990-PF, PG 1, LN 18	24,186.	1,315.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	73,949.	73,949.		0.
PENALTIES	448.	0.		0.
MISCELLANEOUS	346.	0.		0.
BOND PREMIUM AMORTIZATION	17,285.	17,285.		0.
BANK FEES	73.	73.		0.
OFFICE EXPENSE	547.	0.		410.
TO FORM 990-PF, PG 1, LN 23	92,648.	91,307.		410.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
BOOK/FMV DIFFERENCE	965.
NON-DIVIDEND DISTRIBUTIONS	3,898.
TOTAL TO FORM 990-PF, PART III, LINE 3	4,863.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES	21.
PTP ORDINARY LOSS	56,078.
TOTAL TO FORM 990-PF, PART III, LINE 5	56,099.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	7,627,628.	10,420,735.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,627,628.	10,420,735.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME INVESTMENTS	4,140,395.	4,141,160.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,140,395.	4,141,160.

FORM 990-PF

OTHER ASSETS

STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LOAN TO STC ARCHITECTURAL	0.	300,000.	300,000.
LOAN TO SUP ERIE ADVENTURE	0.	17,828.	17,828.
PREPAID FEDERAL INCOME TAX	0.	18,547.	18,547.
TO FORM 990-PF, PART II, LINE 15	0.	336,375.	336,375.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BRYANT H. PRENTICE, III 1805 OSCEOLA STREET JACKSONVILLE, FL 32204	PRESIDENT 5.00	0.	0.	0.
JOAN P. PRENTICE 1805 OSCEOLA STREET JACKSONVILLE, FL 32204	VICE PRES. 5.00	0.	0.	0.
COLETTE P. PIKE 1539 FOXHALL ROAD NW, WASHINGTON, DC 20007	SECRETARY 5.00	0.	0.	0.
MARC C. HUTCHINSON 1092 MCCUE COURT GREAT FALLS, VA 22066	TREASURER 5.00	50,000.	0.	0.
JAMES TANOUS 41 NIAGARA PIER ERIE, PA 16507	EXECUTIVE DIREC 40.00	72,000.	0.	0.
ROBERT ZAK 1088 DELAWARE AVENUE BUFFALO, NY 14209	DIRECTOR 5.00	25,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		147,000.	0.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 14

ACTIVITY ONE

SCHOLARSHIP PROGRAM FOR INDIVIDUALS WHO ARE OR PLAN TO PURSUE POST SECONDARY SCHOOL EDUCATION.

SCHOLARSHIPS MAY BE AWARDED FOR TWO YEAR JUNIOR COLLEGES, PUBLIC FOUR YEAR COLLEGES AND UNIVERSITIES AND PRIVATE FOUR YEAR COLLEGES AND UNIVERSITIES. THE GRANTING OF THE SCHOLARSHIP WILL DEPEND ON ELIGIBILITY, NEED, AND STUDENT MIX, AS WELL AS THE STUDENT'S ABILITY TO COMPLY WITH THE SCHOOL'S STANDARD OF PROGRESS TO MEET FEDERAL SCHOLARSHIP GUIDELINES.

TO FORM 990-PF, PART IX-A, LINE 1

EXPENSES

855,109.

2016 Tax Information Statement

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Recipient's Name and Address: Ref: 4AG
 PRENTICE FAMILY FOUNDATION
 BRYANT PRENTICE III AUTHORIZED REP
 1805 OSCEOLA STREET
 JACKSONVILLE, FL 32204-4607

Payer's Name and Address:
 ASSOCIATED TRUST COMPANY, NA
 PO BOX 12800
 GREEN BAY, WI 54307-2800

Account Number: 61G114004
 Recipient's Tax ID Number: XX-XX7712
 Payer's Federal ID Number: 30-0219031
 Payer's State ID Number:
 State: NY
 Questions? Corrected FATCA
 2nd TIN notice

Reported to the IRS is proceeds less commissions and option premiums.
 For noncovered securities (Box 5 is checked) shown on this statement, cost basis information is not being reported to the IRS.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property (Box 1a)	Cusip Number (Box 1c)	Date Acquired (Box 1b)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 1h)	Ordinary (Box 1i)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 4)	Withheld (Box 16)
1000.0 ENTERPRISE PRODUCTS LTD PARTNERSHIP	293792107	10/20/2016	12/04/2013	26,991.81	19,786.72	U	...	...	7,205.09	...	0.00
306.3 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	01/15/2016	Various	306.30	306.30	...	...	...	0.00	...	0.00
487.78 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	02/16/2016	Various	487.78	405.55	...	...	...	82.23	...	0.00
335.24 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	03/15/2016	Various	335.24	384.18	...	...	...	-48.94	...	0.00
586.58 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	04/15/2016	Various	586.58	586.58	...	...	...	0.00	...	0.00
468.06 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	05/16/2016	02/11/2011	468.06	468.06	...	...	...	0.00	...	0.00
573.42 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	06/15/2016	02/11/2011	573.42	573.42	...	...	...	0.00	...	0.00
346.37 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	07/15/2016	02/11/2011	346.37	346.37	...	...	...	0.00	...	0.00
425.04 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023	3137A6KT8	08/15/2016	02/11/2011	425.04	425.04	...	...	...	0.00	...	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2016 Tax Information Statement

Page 20 of 48

Recipient's Name and Address: Ref: 4AG

PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number: NY
State: (920)433-3231
Questions? Corrected FATCA 2nd TIN notice

Reported to the IRS is proceeds less commissions and option premiums.

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Description of property (Box 1a)	Cusip Number	Date Sold or Disposed Acquired (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Market Discount (Box 1f)	Wash Loss Disallowed (Box 1g)	Net Gain or Loss (Box 1h)	Federal Income Tax Withheld (Box 2)	State Tax Withheld (Box 4)	Ordinary (Box 16)
3137A6KT8 09/15/2016 02/11/2011		360.89		360.89			0.00			0.00
388.15 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023		10/17/2016 02/11/2011	388.15	388.15			0.00			0.00
3137A6KT8 11/15/2016 02/11/2011		643.89		643.89			0.00			0.00
643.89 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023		11/15/2016 02/11/2011	643.89	643.89			0.00			0.00
304.19 FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023		12/15/2016 02/11/2011	304.19	304.19			0.00			0.00
3137A6KT8 12/22/2016 10/27/2009		71,451.31		22,506.26			48,945.05			0.00
1325.0 FORTIVE CORP COM										0.00
34959J108 12/22/2016 10/27/2009										0.00
786.45 GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027										0.00
36178LL35 01/31/2016 10/08/2013		786.45		786.45			0.00			0.00
978.44 GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027										0.00
36178LL35 03/15/2016 10/08/2013		978.44		978.44			0.00			0.00
2693.33 GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027										0.00
36178LL35 04/15/2016 10/08/2013		2,693.33		2,693.33			0.00			0.00
1234.77 GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027										0.00
36178LL35 05/16/2016 10/08/2013		1,234.77		1,234.77			0.00			0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.



2016 Tax Information Statement

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Recipient's Name and Address: Ref: 4AG
 PRENTICE FAMILY FOUNDATION
 BRYANT PRENTICE III AUTHORIZED REP
 1805 OSCEOLA STREET
 JACKSONVILLE, FL 32204-4607

Payer's Name and Address:
 ASSOCIATED TRUST COMPANY, NA
 PO BOX 12800
 GREEN BAY, WI 54307-2800

Account Number: 61G114004
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 Payer's Federal ID Number: 30-0219031
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 State: NY
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CUSIP Number	Description of property (Box 1a)	Date Sold or Disposed	Date Acquired	Proceeds (Box 1b)	Cost or Other Basis (Box 1c)	Market Discount (Box 1d)	Wash Loss Disallowed (Box 1e)	Net Gain or Loss (Box 1f)	Ordinary Tax Withheld (Box 2)	State Tax Withheld (Box 4)	Federal Income Tax Withheld (Box 16)
36178LL35	06/15/2016 10/08/2013	698.17	698.17	698.17	698.17	698.17	0.00	0.00	0.00	0.00	0.00
945.27	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027						0.00	0.00	0.00	0.00	0.00
36178LL35	07/15/2016 10/08/2013	945.27	945.27	945.27	945.27	945.27	0.00	0.00	0.00	0.00	0.00
1015.87	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027						0.00	0.00	0.00	0.00	0.00
36178LL35	08/15/2016 10/08/2013	1,015.87	1,015.87	1,015.87	1,015.87	1,015.87	0.00	0.00	0.00	0.00	0.00
1287.15	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027						0.00	0.00	0.00	0.00	0.00
36178LL35	09/15/2016 10/08/2013	1,287.15	1,287.15	1,287.15	1,287.15	1,287.15	0.00	0.00	0.00	0.00	0.00
653.85	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027						0.00	0.00	0.00	0.00	0.00
36178LL35	10/17/2016 10/08/2013	653.85	653.85	653.85	653.85	653.85	0.00	0.00	0.00	0.00	0.00
748.53	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027						0.00	0.00	0.00	0.00	0.00
36178LL35	11/15/2016 10/08/2013	748.53	748.53	748.53	748.53	748.53	0.00	0.00	0.00	0.00	0.00
645.85	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027						0.00	0.00	0.00	0.00	0.00
36178LL35	12/15/2016 10/08/2013	645.85	645.85	645.85	645.85	645.85	0.00	0.00	0.00	0.00	0.00
644.56	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027						0.00	0.00	0.00	0.00	0.00
36178LL35	12/31/2016 10/08/2013	644.56	644.56	644.56	644.56	644.56	0.00	0.00	0.00	0.00	0.00
75000.0	LAKE ZURICH IL REF TAXABLE SER B 4.10 12/15/2016						0.00	0.00	0.00	0.00	0.00
511444L02	12/15/2016 04/17/2009	75,000.00	75,000.00	75,000.00	75,000.00	75,000.00	0.00	0.00	0.00	0.00	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2016 Tax Information Statement

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Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number: NY
State: NY
Questions? Corrected FATCA 2nd TIN notice

Reported to the IRS is proceeds less commissions and option premiums.

For noncovered securities (Box 5 is checked) shown on this statement, cost basis information is not being reported to the IRS.

Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property (Box 1a)	Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds (Box 1b)	Cost or Other Basis (Box 1c)	Market Discount (Box 1d)	Wash Loss Disallowed (Box 1e)	Net Gain or Loss (Box 1f)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 2)	Ordinary (Box 19)
5850.0 PLAINS ALL AMERICAN PIPELINE LP	726503105	09/26/2016	01/03/2014	175,937.83	233,045.77	U		-57,107.94	0.00	0.00	
325.0 SCHLUMBERGER LTD COM	806857108	09/22/2016	05/18/2010	25,032.57	20,713.52			4,319.05	0.00	0.00	
300.0 SCHLUMBERGER LTD COM	806857108	09/27/2016	05/18/2010	22,333.51	19,120.17			3,213.34	0.00	0.00	
150.0 SCHLUMBERGER LTD COM	806857108	10/20/2016	05/18/2010	12,404.01	9,560.08			2,843.93	0.00	0.00	
70000.0 STATE STREET CORP 2.875 03/07/2016	857477AH6	03/07/2016	01/11/2012	70,000.00	71,270.23			-1,270.23	0.00	0.00	
804.968 WASATCH SMALL CAP GROWTH FUND - INST	936793678	10/04/2016	07/21/2009	35,000.00	20,582.63			14,417.37	0.00	0.00	
Total Long Term Sales Reported on 1099-B				824,133.19	800,171.76		0.00	23,961.43	0.00	0.00	

Report on Form 8949, Part II, with Box E checked

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