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

Name of foundation THIRD FEDERAL FOUNDATION		A Employer identification number 20-8467212	
Number and street (or P O box number if mail is not delivered to street address) 7007 BROADWAY AVENUE		Room/suite	B Telephone number (see instructions) (216) 641-7270
City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 441051441			
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 ☒ 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) \$ 59,756,240		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	200			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	507	507		
	4 Dividends and interest from securities	1,394,198	1,394,198		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,599,066			
	b Gross sales price for all assets on line 6a	7,774,362			
	7 Capital gain net income (from Part IV, line 2)		2,599,066		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,993,971	3,993,771		
	13 Compensation of officers, directors, trustees, etc	346,498	0		346,498
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	29,882	0		29,882
	16a Legal fees (attach schedule)	364	0		364
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	42,725	42,725		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	164,838	7,336		12,502
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	23,062	0		23,062
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,250	1,188		2,062
	24 Total operating and administrative expenses. Add lines 13 through 23	610,619	51,249		414,370
	25 Contributions, gifts, grants paid	3,666,330			3,661,330
	26 Total expenses and disbursements. Add lines 24 and 25	4,276,949	51,249		4,075,700
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-282,978			
	b Net investment income (if negative, enter -0-)		3,942,522		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,566	1,785	1,785
	2 Savings and temporary cash investments	376,301	2,460,633	2,460,633
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	18,360,250	15,401,040	29,323,580
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	27,591,711	28,183,392	27,670,242
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	300,000	300,000	300,000	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	46,629,828	46,346,850	59,756,240	
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)	0	0	
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.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	46,629,828	46,346,850	
30 Total net assets or fund balances (see instructions)	46,629,828	46,346,850		
31 Total liabilities and net assets/fund balances (see instructions) .	46,629,828	46,346,850		

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	46,629,828
2 Enter amount from Part I, line 27a	2	-282,978
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	46,346,850
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	46,346,850

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a NATIONAL FINANCIAL SERVICES #656-193119	P		2016-12-31
b NATIONAL FINANCIAL SERVICES #656-193119	P		2016-12-31
c NATIONAL FINANCIAL SERVICES #676-020591	P		2016-12-31
d CAPITAL GAINS DIVIDENDS	P		
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 70,505		73,968	-3,463
b 2,097,062		2,142,118	-45,056
c 5,505,311		2,959,210	2,546,101
d 101,484			101,484
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) F M V as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (j) over col (k), if any	
a			-3,463
b			-45,056
c			2,546,101
d			101,484
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	2,599,066
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 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	3,871,685	57,737,834	0 067056
2014	2,934,048	53,397,848	0 054947
2013	2,257,000	46,550,367	0 048485
2012	2,337,555	41,328,537	0 056560
2011	2,946,927	46,179,987	0 063814

2 Total of line 1, column (d)	2	0 290862
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 058172
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	58,370,718
5 Multiply line 4 by line 3	5	3,395,541
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	39,425
7 Add lines 5 and 6	7	3,434,966
8 Enter qualifying distributions from Part XII, line 4	8	4,075,700

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	1	39,425
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	39,425
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	39,425
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	41,636
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	61,636
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	2
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	22,209
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 22,209 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.GUIDESTAR.COM	13	Yes	
14	The books are in care of KURT KARAKUL PRESIDENT Telephone no (216) 641-7270			

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

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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			
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			No
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐ 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016</i>). ☐ 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		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
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
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			No
	<i>If "Yes" to 6b, file Form 8870</i>				
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			

[illegible]

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 (see instructions). If none, enter "NONE".

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	58,596,428
b	Average of monthly cash balances.	1b	663,184
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	59,259,612
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	59,259,612
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	888,894
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	58,370,718
6	Minimum investment return. Enter 5% of line 5.	6	2,918,536

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	2,918,536
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	39,425
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	39,425
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,879,111
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,879,111
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	2,879,111

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	4,075,700
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	4,075,700
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	39,425
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,036,275

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				2,879,111
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			603,695	
b Total for prior years 20____, 20____, 20____		0		
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 ▶ \$ <u>4,075,700</u>				
a Applied to 2015, but not more than line 2a			603,695	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				2,879,111
e Remaining amount distributed out of corpus	592,894			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	592,894			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	592,894			
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.	592,894			

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 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					

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

Part XV

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))

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

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

THIRD FEDERAL FOUNDATION CO KURT KA
7007 BROADWAY AVENUE
CLEVELAND, OH 441051441
(216) 641-7270

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

APPLICATIONS SHOULD BE SUBMITTED IN WRITTEN FORM AND INCLUDE INFORMATION CONCERNING THE NATURE OF THE REQUEST, THE CHARITABLE OR EDUCATIONAL PURPOSE FOR WHICH THE GRANT WILL BE UTILIZED, AND INFORMATION CONCERNING THE REQUESTING ORGANIZATION'S CHARITABLE AND/OR EDUCATIONAL PROGRAMS

c Any submission deadlines

THERE ARE NO SUBMISSION DEADLINES THE FOUNDATION WILL EVALUATE REQUESTS IN A TIMELY MANNER

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

GRANTS ARE RESTRICTED TO ORGANIZATIONS OPERATING CHARITABLE AND EDUCATIONAL PROGRAMS THAT QUALIFY AS SECTION 501(C)(3) ORGANIZATIONS THE FOUNDATION GENERALLY WILL PROVIDE GRANTS WITH RESPECT TO COMMUNITY DEVELOPMENT, AND THE FOUNDATION SUPPORTS VARIOUS PROGRAMS FOR THE REDEVELOPMENT OF ECONOMICALLY DEPRESSED AREAS AND NEIGHBORHOODS, INCLUDING THE AREA NEAR THE OFFICES OF THIRD FEDERAL THE SECOND SUCH AREA OF EMPHASIS IS EDUCATION WHERE THE FOUNDATION SUPPORTS VARIOUS INITIATIVES AT THE PRIMARY, SECONDARY AND POST SECONDARY LEVELS WHICH RAISE THE ASPIRATIONS OF STUDENTS IN THE COMMUNITY AND PROGRAMS THAT ENHANCE KNOWLEDGE IN SPECIFIC AREAS SUCH AS ECONOMICS, COMMUNICATIONS, BUSINESS, AND PUBLIC SPEAKING AS WELL AS INITIATIVES THAT ENHANCE THE DISSEMINATION OF INFORMATION NECESSARY TO SUPPORT EDUCATION

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	3,666,330
b <i>Approved for future payment</i>				
Total			▶ 3b	0

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			14	507	
4 Dividends and interest from securities. . . .			14	1,394,198	
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	2,599,066	
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		3,993,771	

13 Total. Add line 12, columns (b), (d), and (e). **13** 3,993,771
(See worksheet in line 13 instructions to verify calculations.)

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

Part XVII

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

[illegible]

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

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

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

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

Print/Type preparer's name DAVID P MILLER	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00421464
Firm's name ▶ HARTLAND				Firm's EIN ▶ 34-1597728
Firm's address ▶ 1100 SUPERIOR AVE E STE 700 CLEVELAND, OH 44114				Phone no (216) 621-1090

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MARC A STEFANSKI	CEO & DIRECTOR 5 00	0	0	0
7007 BROADWAY AVENUE CLEVELAND, OH 44105				
KURT KARAKUL	PRESIDENT 40 00	346,498	29,882	1,706
7007 BROADWAY AVENUE CLEVELAND, OH 44105				
NANCY COX	SECRETARY 5 00	0	0	0
7007 BROADWAY AVENUE CLEVELAND, OH 44105				
ROBERT A FIALA	DIRECTOR 5 00	0	0	0
7007 BROADWAY AVENUE CLEVELAND, OH 44105				
JOHN MARINO	DIRECTOR 5 00	0	0	0
7007 BROADWAY AVENUE CLEVELAND, OH 44105				
ANDREW RUBINO	TREASURER 5 00	0	0	0
7007 BROADWAY AVENUE CLEVELAND, OH 44105				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICA SCORES CLEVELAND 1422 EUCLID AVENUE STE 708 CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	85,600
AMERICAN CANCER SOCIETY-PAN OHIO HOPE RIDE 10501 EUCLID AVENUE CLEVELAND, OH 44106	NONE	501(C)(3)	CHARITABLE PURPOSE	500
ANOTHER CHANCE OF OHIO 2974 E 65TH ST CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	15,000
APPRISEN 4500 E BROAD ST COLUMBUS, OH 43213	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
BECK CENTER FOR THE ARTS 17801 DETROIT AVE LAKEWOOD, OH 44107	NONE	501(C)(3)	CHARITABLE PURPOSE	550
Total 				3,666,330
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BETHANY CHRISTIAN CHURCH 3940 MARTIN LUTHER KIND JR DR CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	500
BLUECOATS INC 23300 MERCANTILE RD BEACHWOOD, OH 44122	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
BOYS AND GIRLS CLUB OF CLEVELAND 6114 BROADWAY AVENUE CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	115,000
BOYS AND GIRLS CLUB OF PALM BEACH COUNTY 800 NORTHPOINT PARKWAY WEST PALM BEACH, FL 33407	NONE	501(C)(3)	CHARITABLE PURPOSE	15,000
BOYS HOPE GIRLS HOPE 9619 GARFIELD BLVD CLEVELAND, OH 44125	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
Total 				3,666,330
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BROADWAY SCHOOL OF MUSIC & THE ARTS 5415 BROADWAY AVE CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
BURTEN BELL CARR DEVELOPMENT INC 7201 KINSMAN RD 104 CLEVELAND, OH 44120	NONE	501(C)(3)	CHARITABLE PURPOSE	20,000
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVENUE CLEVELAND, OH 44106	NONE	501(C)(3)	CHARITABLE PURPOSE	915,000
CENTER FOR ARTS INSPIRED LEARNING 13110 SHAKER SQUARE STE C203 CLEVELAND, OH 44120	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
CHAMBERFEST CLEVELAND 20620 NORTH PARK BLVD STE 217 CLEVELAND, OH 44118	NONE	501(C)(3)	CHARITABLE PURPOSE	2,500
Total 				3,666,330
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY CLUB OF CLEVELAND 850 EUCLID AVE CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	1,600
CITY MUSIC CLEVELAND PO BOX 1930 CLEVELAND, OH 44106	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
CITY OF SHAKER HEIGHTS PO BOX 24551 CLEVELAND, OH 44124	NONE	501(C)(3)	CHARITABLE PURPOSE	500
CITY YEAR INC 526 SUPERIOR AVE E CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	75,000
CLEARWATER NEIGHBORHOOD HOUSING SVC 608 NORTH GARDEN AVE CLEARWATER, FL 33755	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
Total ▶ 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLEVELAND BOTANICAL GARDENS 11030 EAST BLVD CLEVELAND, OH 44106	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
CLEVELAND CENTRAL CATHOLIC HIGH SCHOOL 6550 BAXTER AVENUE CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	316,195
CLEVELAND CLINIC FLORIDA FOUNDATION 6801 BRECKSVILLE RD INDEPENDENCE, OH 44131	NONE	501(C)(3)	CHARITABLE PURPOSE	35,000
CLEVELAND CLINIC FOUNDATION 6801 BRECKSVILLE RD INDEPENDENCE, OH 44131	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
CLEVELAND FESTIVAL OF ART & TECH-INGENUITY FEST 1900 SUPERIOR AVE STE 104 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
Total ▶ 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLEVELAND HOUSING NETWORK 2999 PAYNE AVENUE STE 306 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	15,000
CLEVELAND INSTITUTE OF ART 11141 EAST BLVD CLEVELAND, OH 44106	NONE	501(C)(3)	CHARITABLE PURPOSE	2,500
CLEVELAND INTERNATIONAL HALL OF FAME INC 868 MONTFORD RD CLEVELAND HTS, OH 441214293	NONE	501(C)(3)	CHARITABLE PURPOSE	270
CLEVELAND INTERNATIONAL FILM FESTIVAL 2510 MARKET AVENUE CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
CLEVELAND LEADERSHIP CENTER ONE CLEVELAND CENTRE 1375 EAST NINTH ST CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
Total ▶ 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLEVELAND MUSUEM NATURAL HISTORY 1 WADE OVAL DR CLEVELAND, OH 44106	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
CLEVELAND NEIGHBORHOOD PROGRESS 11327 SHAKER BLVD 500W CLEVELAND, OH 44104	NONE	501(C)(3)	CHARITABLE PURPOSE	43,000
CLEVELAND PUBLIC THEATRE 6415 DETROIT AVENUE CLEVELAND, OH 44102	NONE	501(C)(3)	CHARITABLE PURPOSE	2,500
CLEVELAND ZOOLOGICAL SOCIETY 3900 WILDLIFE WAY CLEVELAND, OH 44109	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
COLLEGE NOW GREATER CLEVELAND 230 W HURON RD CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	30,000
Total ► 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY ASSESSMENT & TREATMENT SVCS 8411 BROADWAY AVENUE CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
COMMUNITY HOUSING SOL 12114 LARCHMERE BLVD CLEVELAND, OH 44120	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
CUYAHOGA COUNTY COMMUNITY IMPROVEMENT CORP 1240 HURON RD STE 300 CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	16,000
DOWNTOWN CLEVELAND ALLIANCE 1010 EUCLID AVENUE CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
ENTERPRISE COMMUNITY PARTNERS 1360 E NINTH ST STE 510 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
Total ► 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ESOP 183 W MARKET ST WARREN, OH 44481	NONE	501(C)(3)	CHARITABLE PURPOSE	125,000
ESPERANZA INC 3104 W 25TH ST 4TH FLOOR CLEVELAND, OH 44109	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
FAMILY CONNECTIONS 19824 SUSSEX RD SHAKER HTS, OH 44122	NONE	501(C)(3)	CHARITABLE PURPOSE	60,000
FAST TRACK CYCLING 5033 BROADWAY AVE CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
FATIMA FAMILY CENTER 6600 LEXINTON AVE CLEVELAND, OH 44103	NONE	501(C)(3)	CHARITABLE PURPOSE	500
Total ▶ 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOOD FOR THOUGHT-IDEASTREAM P-16 316 ADAMS ST FL 2 TOLEDO, OH 43604	NONE	501(C)(3)	CHARITABLE PURPOSE	2,640
FULLERTON SCHOOL 5920 FULLERTON AVE CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
FUND FOR OUR ECONOMIC FUTURE 1360 EAST NINTH STREET STE 210 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	50,000
GILMOUR ACADEMY 43001 CEDAR RD GATES MILLS, OH 44040	NONE	501(C)(3)	CHARITABLE PURPOSE	30,000
GLORIA POINTER TEEN MOVEMENT FOUNDATION PO BOX 603456 CLEVELAND, OH 44103	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
Total ► 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GREATER CLEVELAND OF VOLUNTEERS FORMERLY RSVP 4614 PROSPECT AVENUE STE 205 CLEVELAND, OH 44103	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
HELP 26900 EUCLID AVE EUCLID, OH 44132	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
HEIDELBERG UNIVERSITY 310 E MARKET ST TIFFIN, OH 44883	NONE	501(C)(3)	CHARITABLE PURPOSE	200,000
HISPANIC UNITY OF FLA 5840 JOHNSON ST HOLLYWOOD, FL 33021	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
HOLY NAME PARISH 8328 BROADWAY AVE CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
Total ► 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOME OWNERSHIP RESOURCE CENTER OF LEE COUNTY 2915 COLONIAL BLVD STE 200 FORT MYERS, FL 33966	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
HOME REPAIR RESOURCE CENTER 2520 NOBLE RD CLEVELAND HTS, OH 441214293	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
HOUSING SERVICE ALLIANCE PO BOX 608 WEST LIBERTY, OH 43357	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
HUNTINGTON DISEASE SOCIETY OF AMERICA PO BOX 14668 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	20,000
IMMACULATE HEART OF MARY 6700 LANSING AVE CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
Total ► 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL COMMUNITY-WIN 1163 EAST 40TH STREET SUITE 201 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
JENNINGS CENTER OF OLDER ADULTS 10204 GRANGER ROAD GARFIELD HEIGHTS, OH 44125	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
JONES ROAD DEVELOPMENT CORP 8000 JONES ROAD CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
KENYON COLLEGE WIGGINS ST GAMBIER, OH 43022	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
KEVIN WILLIAMS MEMORIAL FOUNDATION PO BOX 1118 SHOREHAM, NY 11786	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
Total ► 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIWANIS CLUB OF SOUTHEAST CLEVELAND 910 W SCHAAF RD CLEVELAND, OH 44109	NONE	501(C)(3)	CHARITABLE PURPOSE	400
LARCHMERE PORCHFEST 12800 LARCHMERE CLEVELAND, OH 44120	NONE	501(C)(3)	CHARITABLE PURPOSE	2,000
LEGAL AID SOCIETY OF CLEVELAND 1223 WEST SIXTH AVENUE CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
MARC A AND RHONDA L STEFANSKI FOUNDATION 7007 BROADWAY AVE CLEVELAND, OH 44105	NONE	509(A)	CHARITABLE PURPOSE	5,000
METRO CATHOLIC SCHOOL 3555 W 54TH STREET CLEVELAND, OH 44102	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
Total ► 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
METROHEALTH FOUNDATION 2500 METROHEALTH DR CLEVELAND, OH 44109	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
MILES PARK SCHOOL 4090 E 93RD ST CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
MLK HOLIDAY SCHOLARSHIP COMMITTEE PO BOX 201970 CLEVELAND, OH 44120	NONE	501(C)(3)	CHARITABLE PURPOSE	7,500
MOUND SCHOOL 5935 ACKLEY RD CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
MOUNT VERNON ESTATE MUSUEM & GARDENS 3200 MOUNT VERNON HWY MY VERNON, VA 22121	NONE	501(C)(3)	CHARITABLE PURPOSE	15,000
Total ► 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATURE CENTER AT SHAKER LAKES 2600 S PARK BLVD CLEVELAND, OH 44120	NONE	501(C)(3)	CHARITABLE PURPOSE	7,500
NEAR WEST THEATRE 3606 BRIDGE AVE CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
NEIGHBORHOOD HOUSING OF SOUTH FLORIDA 300 NW 12TH AVE MIAMI, FL 33128	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
NEIGHBORHOOD HOUSING SERVICE OF CLEVELAND 5700 BROADWAY AVE CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	3,000
NEIGHBORHOOD SOLUTIONS PO BOX 6031053 CLEVELAND, OH 44103	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
Total ► 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW AVENUES TO INDEPENDENCE 17608 EUCLID AVE CLEVELAND, OH 44112	NONE	501(C)(3)	CHARITABLE PURPOSE	1,200
NEW DIRECTIONS INC 30800 CHAGRIN BLVD PEPPER PIKE, OH 44124	NONE	501(C)(3)	CHARITABLE PURPOSE	15,000
NOTRE DAME COLLEGE 4545 COLLEGE ROAD SOUTH EUCLID, OH 441214293	NONE	501(C)(3)	CHARITABLE PURPOSE	100,000
OHIO FOUNDATION OF INDEPENDENT COLLEGES 250 E BROAD ST 1700 COLUMBUS, OH 43215	NONE	501(C)(3)	CHARITABLE PURPOSE	30,000
OPEN DOOR ACADEMY 3311 PERKINS AVE 200 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	76,000
Total 				3,666,330
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OPEN M FOUNDATION 941 PRINCETON STREET AKRON, OH 44311	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
PHILANTHROPY OHIO 37 W BROAD STREET SUITE 800 COLUMBUS, OH 43215	NONE	501(C)(3)	CHARITABLE PURPOSE	5,661
POLISH AMERICAN CULTURAL CENTER 6501 LANSING AVE CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	10,850
PROGRESSIVE ARTS ALLIANCE 3311 PERKINS AVE SUITE 300 CLEVELAND, OH 44114	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
RE LANE TEAM CONCEPTS EDUC SOL LLC 165 COURT DR FAIRLAWN, OH 44333	NONE	501(C)(3)	CHARITABLE PURPOSE	1,830
Total ▶ 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEEDS OF LITERACY 3104 W 25TH STREET 3RD FLOOR CLEVELAND, OH 44109	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
SLAVIC VILLAGE DEVELOPMENT 5620 BROADWAY AVE SUITE 200 CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	197,880
ST MARTIN DEPORRES 611 LAUSCHE AVE CLEVELAND, OH 44103	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
STELLA MARIS 1320 WASHINGTON AVE CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
SUMMER ON THE CUYAHOGA PO BOX 110662 CLEVELAND, OH 44111	NONE	501(C)(3)	CHARITABLE PURPOSE	2,000
Total ▶ 3a				3,666,330

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TASK FORCE ON VIOLENT CRIME CHARITABLE FUND 614 W SUPERIOR AVE CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	25,000
TEACH FOR AMERICA 3500 LORAIN AVE SUITE 400 CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
THE CLEVELAND FOUNDATION 1422 EUCLID AVENUE STE 1300 CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
THE LITERACY COOPERATIVE OF GREATER CLEVELAND 1331 EUCLID AVE CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	37,500
THE SHRINE OF ST STANISLAUS 1911 W 30TH STREET CLEVELAND, OH 44113	NONE	501(C)(3)	CHARITABLE PURPOSE	25,650
Total 				3,666,330
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY - COLLIER COUNTY 9015 STRADA STELL COURT NAPLES, FL 34109	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
UNITED WAY - LEE COUNTY 7273 CONCOURSE DRIVE FORT MYERS, FL 33908	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
UNITED WAY - PALM BEACH 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
UNITED WAY - SUNCOAST 1800 2ND ST STE 102 SARASOTA, FL 34236	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
UNITED WAY OF GREATER CLEVELAND 1331 EUCLID AVE CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	62,500
Total ► 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY CIRCLE INC 10831 MAGNOLIA DRIVE CLEVELAND, OH 44106	NONE	501(C)(3)	CHARITABLE PURPOSE	6,000
UNIVERSITY HOSPITAL HEALTH SYSTEM 3605 WARRENSVILLE CENTER RD SHAKER HTS, OH 44122	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
UNIVERSITY SETTLEMENT 4800 BROADWAY AVE CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	170,504
URBAN COMMUNITY SCHOOL-PM FOUNDATION 4909 LORAIN AVE CLEVELAND, OH 44102	NONE	501(C)(3)	CHARITABLE PURPOSE	10,000
URBAN LEAGUE OF CLEVELAND 2930 PROSPECT AVE E CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	5,000
Total ► 3a				3,666,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
URBAN LEAGUE OF PALM BEACH 1700 N AUSTRALIAN AVE WEST PALM BEACH, FL 33407	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
URSULINE COLLEGE 2550 LANDER RD PEPPER PIKE, OH 44124	NONE	501(C)(3)	CHARITABLE PURPOSE	2,500
VISITING NURSE ASSOCIATION OF OHIO FOUNDATION 2500 E 22ND ST CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	2,500
WARNER GIRLS' LEADERSHIP ACADEMY 8315 JEFFRIES AVE CLEVELAND, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
WASHINGTON PARK SCHOOL 3875 WASHINGTON PARK BLVD NEWBURGH HEIGHTS, OH 44105	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
Total ►				3,666,330
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WESTERN RESERVE LAND CONSERVANCY 3850 CHAGRIN RIVER RD MORELAND HILLS, OH 44022	NONE	501(C)(3)	CHARITABLE PURPOSE	21,000
WILLOW SCHOOL 5004 GLAZIER AVE CLEVELAND, OH 44127	NONE	501(C)(3)	CHARITABLE PURPOSE	1,000
YOUTH OPPORTUNITIES UNLIMITED 1361 EUCLID AVE CLEVELAND, OH 44115	NONE	501(C)(3)	CHARITABLE PURPOSE	70,000
Total ▶ 3a				3,666,330

TY 2016 Investments Corporate Stock Schedule

Name: THIRD FEDERAL FOUNDATION

EIN: 20-8467212

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THIRD FEDERAL STOCK	15,401,040	29,323,580

TY 2016 Investments - Other Schedule**Name:** THIRD FEDERAL FOUNDATION**EIN:** 20-8467212

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NATIONAL FINANCIAL SERVICES #656-193119	AT COST	28,183,392	27,670,242

TY 2016 Legal Fees Schedule**Name:** THIRD FEDERAL FOUNDATION**EIN:** 20-8467212

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	364	0		364

TY 2016 Other Assets Schedule

Name: THIRD FEDERAL FOUNDATION

EIN: 20-8467212

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RZEPAK LLC - PROGRAM RELATED INVESTMENT LOAN	300,000	300,000	300,000

TY 2016 Other Expenses Schedule**Name:** THIRD FEDERAL FOUNDATION**EIN:** 20-8467212**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	1,188	1,188		0
PROFESSIONAL JOURNALS & DUES	2,062	0		2,062

TY 2016 Other Professional Fees Schedule**Name:** THIRD FEDERAL FOUNDATION**EIN:** 20-8467212

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISOR FEES	42,725	42,725		0

TY 2016 Taxes Schedule**Name:** THIRD FEDERAL FOUNDATION**EIN:** 20-8467212

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	12,302	0		12,302
OHIO FILING	200	0		200
FOREIGN TAXES PAID	7,336	7,336		0
FEDERAL TAXES PAID	145,000	0		0