EXTENDED TO NOVEMBER 15, 2017

Form **990-PF** **Return of Private Foundation** **2016**

or Section 4947(a)(1) Trust Treated as Private Foundation

Department of the Treasury Internal Revenue Service

▶ 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.*

Open to Public Inspection

EXTENSION ATTACHED

For calendar year 2016 or tax year beginning , and ending

Name of foundation: BROWNINGTON FOUNDATION, INC.

A Employer identification number: 23-7043230

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: C/O MORRIS & MCVEIGH LLP, 767 THIRD AV

B Telephone number: 212-418-0500

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10017

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ 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) ▶$ 9,516,010.

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

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

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))

	Line	(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	190,328.	192,964.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	296,962.			STATEMENT 1
	b Gross sales price for all assets on line 6a 1,250,921.				
	7 Capital gain net income (from Part IV, line 2)		296,959.		
	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		5,896.		
	12 **Total.** Add lines 1 through 11	487,290.	495,819.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	18,400.	9,200.		9,200.
	b Accounting fees STMT 4	7,000.	3,500.		3,500.
	c Other professional fees STMT 5	31,184.	15,592.		15,592.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	1,269.	733.		732.
	24 **Total operating and administrative expenses** Add lines 13 through 23	57,853.	29,025.		29,024.
	25 Contributions, gifts, grants paid	511,000.			511,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	568,853.	29,025.		540,024.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-81,563.			
	b **Net investment income** (if negative enter -0-)		466,794.		
	c **Adjusted net income** (if negative enter -0-)			N/A	

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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
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	103,051.	384,869.	384,869.
	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	155,031.		
	b	Investments - corporate stock STMT 8	5,636,053.	5,111,145.	9,131,141.
	c	Investments - corporate bonds			
	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 ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,894,135.	5,496,014.	9,516,010.
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.	
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 ▶ [X] 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	5,894,135.	5,496,014.	
	30	**Total net assets or fund balances**	5,894,135.	5,496,014.	
	31	**Total liabilities and net assets/fund balances**	5,894,135.	5,496,014.	

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	5,894,135.
2	Enter amount from Part I, line 27a	2	-81,563.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,812,572.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	316,558.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,496,014.

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 STATEMENTS			
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	1,250,921.		953,962.	296,959.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				296,959.

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	296,959.
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	608,452.	10,032,256.	.060650
2014	571,582.	10,819,722.	.052828
2013	580,635.	8,997,541.	.064533
2012	380,557.	8,036,198.	.047355
2011	543,059.	8,046,534.	.067490

2 **Total** of line 1, column (d)	2	.292856
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	.058571
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	9,111,554.
5 Multiply line 4 by line 3	5	533,673.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,668.
7 Add lines 5 and 6	7	538,341.
8 Enter qualifying distributions from Part XII, line 4	8	540,024.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	4,668.
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	4,668.
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	4,668.
6 Credits/Payments:				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	10,741.		
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	10,741.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	23.
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	6,050.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 6,050. **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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ MORRIS & MCVEIGH LLP Telephone no. ▶212-418-0500

Located at ▶767 THIRD AVENUE, NEW YORK, NY ZIP+4 ▶10017

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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)* 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))?	[ ] Yes [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	[ ] Yes [X] 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 [X] 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	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? 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 [X] 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 [X] 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
MARGOT T. EAGAN C/O MORRIS & MCVEIGH, 767 THRID AVE. NEW YORK, NY 10017	PRES. 1.00	0.	0.	0.
CLARE T. MCMORRIS C/O MORRIS & MCVEIGH, 767 THIRD AVE. NEW YORK, NY 10017	TREAS. 1.00	0.	0.	0.
MICHAEL D. SAVAGE C/O MORRIS & MCVEIGH, 767 THIRD AVE. NEW YORK, NY 10017	VICE PRES. & ASST. SEC'Y 1.00	0.	0.	0.
LEONARD B. BOEHNER C/O MORRIS & MCVEIGH, 767 THIRD AVE. NEW YORK, NY 10017	VICE PRES. 3.00	0.	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

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
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 N/A	
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	
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	8,780,880.
b	Average of monthly cash balances		1b	469,429.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	9,250,309.
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	9,250,309.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	138,755.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	9,111,554.
6	**Minimum investment return.** Enter 5% of line 5		6	455,578.

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	455,578.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 4,668.		
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	4,668.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	450,910.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	450,910.
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	450,910.

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	540,024.
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	540,024.
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	4,668.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	535,356.

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					450,910.
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2016:					
a From 2011	152,958.				
b From 2012					
c From 2013	138,876.				
d From 2014	38,119.				
e From 2015	112,400.				
f Total of lines 3a through e		442,353.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $	540,024.				
a Applied to 2015, but not more than line 2a				0.	
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					450,910.
e Remaining amount distributed out of corpus		89,114.			
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		531,467.			
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 instr.				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		152,958.			
9 **Excess distributions carryover to 2017** Subtract lines 7 and 8 from line 6a		378,509.			
10 Analysis of line 9					
a Excess from 2012					
b Excess from 2013	138,876.				
c Excess from 2014	38,119.				
d Excess from 2015	112,400.				
e Excess from 2016	89,114.				

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

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 ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ACADEMY OF MOUNT SAINT JOHN 135 KIRTLAND STREET DEEP RIVER, CT 06417	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	4,000.
AMERICAN FOUNDATION FOR THE BLIND 2 PEEN PLAZA NEW YORK, NY 10121	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	50,000.
AUSTEN-RIGGS CENTER 25 MAIN STREET PO BOX 962 STOCKBRIDGE, MA 01262	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
BANK STREET SCHOOL FOR CHILDREN 610 WEST 112TH STREET NEW YORK, NY 10025	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	20,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	511,000.
b Approved for future payment				
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) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	190,328.	
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			15		
8 Gain or (loss) from sales of assets other than inventory			18	296,962.	
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.		487,290.	0.

13 **Total** Add line 12, columns (b), (d), and (e) 13 487,290.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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.

Signature of officer or trustee | Date: 11/7/17 | Title: ATTORNEY-IN-FACT FOR L BOEHNER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MASSIMO L. BALLATORI	Mass Ballatori	11-7-2017		P00637781
Firm's name ▶ MORRIS & MCVEIGH LLP			Firm's EIN ▶ 13-5519786	
Firm's address ▶ 767 THIRD AVENUE NEW YORK, NY 10017			Phone no. (212) 418-0500	

BROWINGTON FOUNDATION YEAR END BOOK AND MARKET VALUES 12/31/16

			COST BASIS		FAIR MARKET VALUE
	SAVINGS AND TEMPORARY CASH				
	CASH	$	2,369.00	$	2,369.00
382,500	STRIP 3 US TREAS & AGENCY		382,500.00		382,500.00
	TOTAL	$	384,869.00	$	384,869.00
	CORPORATE STOCKS				
3,000	ANHEUSER-BUSCH INBEV NV	$	166,946.00	$	316,320.00
10,000	BLACKSTONE GROUP LP		271,863.00		270,300.00
6,000	BROOKFIELD ASSET MANAGEMENT CL A		96,136.00		198,060.00
2,200	COSTCO		97,103.00		352,242.00
34,000	CRIMSON WINE GROUP LTD		301,785.00		318,580.00
3,000	DOVER CORP		75,307.00		224,790.00
4,000	DUKE ENERGY CORP		207,032.00		310,480.00
1,600	ENSTAR GROUP LTD		115,238.00		316,320.00
2,000	EXXON MOBIL CORP		111,526.00		180,520.00
280,000	GLOBALSTAR INC		271,187.00		442,400.00
401	ALPHABET INC. SER C		114,427.00		309,500.00
300	ALPHABET INC. SER A		85,842.00		237,735.00
13,000	HOMEFED CORP		334,370.00		585,000.00
10,000	LEVEL 3 COMM INC		206,988.00		563,600.00
4,000	LOWES COS INC		86,179.00		284,480.00
2,000	JOHNSON & JOHNSON CO		43,250.00		230,420.00
2,000	KIMBERLY CLARK CORP		121,584.00		228,240.00
12,000	LEUCADIA NATIONAL CORP		296,895.00		279,000.00
6,000	MICROSOFT CORP		212,029.00		372,840.00
3,000	NESTLE SA		118,812.00		215,220.00
16,000	POTASH CORP OF SASKATCHEWAN		296,974.00		289,440.00
1,600	PRAXAIR INC		81,408.00		187,504.00
3,000	PROCTER & GAMBLE CO		124,615.00		252,240.00
5,000	QUALCOMM INC		226,760.00		326,000.00
3,000	ROYAL DUTCH		137,958.00		163,140.00
8,000	SPECTRA ENERGY CORP		173,618.00		328,720.00
5,000	SYSCO CORP		143,177.00		276,850.00

BROWINGTON FOUNDATION YEAR END BOOK AND MARKET VALUES 12/31/16

			COST BASIS	FAIR MARKET VALUE
		CONTINUED		
4,000	VERIZON COMM.		124,390.00	213,520.00
4,000	WABTEC		92,519.00	332,080.00
4,000	WAL MART STORES INC		216,440.00	276,480.00
8,000	WILLIAMS COMPINES INC		158,787.00	249,120.00
	TOTAL		$ 5,111,145.00	$ 9,131,141.00
	TOTAL BOOK AND MARKET VALUES		$ 5,496,014.00	$ 9,516,010.00

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	3,000 SHS NATIONAL OILWELL VARCO INC.	P	03/06/13	01/26/16
b	200 SHS KIMBERLY CLARK CORP.	P	05/12/11	02/10/16
c	400 SHS KIMBERLY CLARK CORP.	P	01/06/10	02/10/16
d	1,000 SHS SYSCO CORP.	P	05/03/11	02/10/16
e	1,000 ANEUSHER-BUSCH INBEV NV SPN ADR	P	08/01/11	03/28/16
f	1,800 SHS POTASH CORP OF SASKATCHEWAN	P	01/11/10	03/28/16
g	400 SHS POTASH CORP OF SASKATCHEWAN	P	05/12/11	03/28/16
h	1,000 SHS POTASH CORP OF SASKATCHEWAN	P	01/09/12	03/28/16
i	400 SHS KIMBERLY CLARK CORP.	P	01/06/10	04/04/16
j	500 SHS LOWES CORP INC.	P	10/26/11	04/04/16
k	1,000 SHS VERIZON COMMUNICATIONS		01/06/10	04/04/16
l	1,500 SHS BROOKFIELD ASSET MANAGEMENT CL		11/17/10	05/10/16
m	1,500 SHS BROOKFIELD ASSET MANAGEMENT CL	P	01/06/10	05/10/16
n	100 SHS ALPHABET INC. CL A	P	07/03/12	07/25/16
o	600 SHS JOHNSON & JOHNSON CO	P	12/02/95	07/25/16

	(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	90,794.		182,991.	-92,197.
b	26,054.		12,158.	13,896.
c	52,107.		24,317.	27,790.
d	42,818.		28,635.	14,183.
e	121,812.		55,649.	66,163.
f	30,536.		73,296.	-42,760.
g	6,786.		20,468.	-13,682.
h	16,964.		41,437.	-24,473.
i	54,264.		24,317.	29,947.
j	38,305.		10,772.	27,533.
k	53,959.		31,098.	22,861.
l	51,265.		24,644.	26,621.
m	51,265.		24,644.	26,621.
n	75,444.		28,614.	46,830.
o	74,688.		12,975.	61,713.

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				-92,197.
b				13,896.
c				27,790.
d				14,183.
e				66,163.
f				-42,760.
g				-13,682.
h				-24,473.
i				29,947.
j				27,533.
k				22,861.
l				26,621.
m				26,621.
n				46,830.
o				61,713.

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	
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	

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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	1,000 SHS LOWES'S COS INC.	P	10/26/11	07/25/16
b	2,000 SH SPECTRA ENERGY CORP.	P	08/09/11	09/08/16
c	200 SHS ENSTAR GROUP LTD	P	11/18/10	09/13/16
d	100 SHS ENSTAR GROUP LTD	P	11/18/10	09/09/16
e	100 SHS ENSTAR GROUP LTD	P	11/18/10	09/20/16
f	120 SHS BROOKFIELD BUSINESS PARTNERS LP		06/20/16	11/09/16
g	1,000 SHS POTASH CORP OF SASKATCHEWAN	P	01/12/10	12/06/16
h	1,000 SHS POTASH CORP OF SASKATCHEWAN	P	05/02/14	12/06/16
i	800 SHS POTASH CORP OF SASKATCHEWAN	P	01/12/10	03/28/16
j	$150,000 US TREASURY NTS DTD 7/15/06 2.5% DUE 7/1	P	01/12/07	07/15/16
k				
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	80,958.		21,545.	59,413.
b	87,580.		43,404.	44,176.
c	32,051.		14,405.	17,646.
d	16,028.		7,202.	8,826.
e	16,003.		7,202.	8,801.
f	2,807.		2,977.	-170.
g	18,412.		39,133.	-20,721.
h	18,412.		36,300.	-17,888.
i	13,571.		30,748.	-17,177.
j	178,038.		155,031.	23,007.
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				59,413.
b				44,176.
c				17,646.
d				8,826.
e				8,801.
f				-170.
g				-20,721.
h				-17,888.
i				-17,177.
j				23,007.
k				
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	296,959.
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

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BERKSHIRE TACONIC FOUNDATION STOCKBRIDGE LAND TRUST 800 NORTH MAIN STREET P.O. BOX 400 SHEFFIELD, MA 01257	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
BREARLEY SCHOOL, THE 610 EAST 83RD STREET NEW YORK, NY 10028	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
CENTER FOR TRADITIONAL MUSIC AND DANCE 32 BROADWAY NEW YORK, NY 10004	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
CENTRAL PARK CONSERVANCEY 14 EAST 60TH STREET NEW YORK, NY 10022	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
CHINA INSTITUTE IN AMERICA 125 EAST 65TH STREET NEW YORK, NY 10065	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	6,500.
CITY SQUASH P.O. BOX FORDHAM STATION NEW YORK, NY 10458	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
COLUMBIA UNIVERSITY (CHARLES RUFF FUND) 435 WEST 116TH STREET NEW YORK, NY 10027	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
CONSERVATIONAL INTERNATIONAL 2011 CRYSTAL DRIVE ARLINGTON VIRGINA, VA 22202	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
DEERFILED ACADEMY P.O. BOX 306 DEERFIELD, MA 01342	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE NEW YORK, NY 10001	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
Total from continuation sheets				427,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
EMMA WILLARD SCHOOL 285 PAWLING AVENUE TROY, NY 12180	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,500.
EPISCOPAL RELIEF & DEVELOPMENT P.O. BOX 7058 MERRIFIELD, VA 22116	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	7,500.
FEEDING AMERICA P.O. BOX 96749 WASHINGTON, DC 20090	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE ROCKVILLE, MD 20850	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
FRENCH AMERICAN FOUNDATION, THE 28 WEST 44TH STREET NEW YORK, NY 10036	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
GILLEN BREWER SCHOOL, THE 410 EAST 92TH STREET NEW YORK, NY 10128	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	8,000.
GOULD FARM P.O. BOX 157 MONTEREY, MA 01245	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
GREEN BELT MOVEMENT 165 COURT STREET BROOKLYN, NY 11201	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
GROTON OPEN SPACE ASSOCIATION P.O. BOX 9187 GROTON, CT 06340	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
GROTON PUBLIC LIBRARY 52 NEWTOWN ROAD GROTON, CT 06340	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON, MA 02780	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
HUMAN RIGHTS CAMPAIGN FOUNDATION 1640 RHODE ISLAND AVENUE NW WASHINGTON, DC 20036	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
INNOCENCE PROJECT 40 WORTH STREET NEW YORK, NY 10013	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
INTERPEACE INT'L PEACEBUILDING ALLIANCE 7001 BRUSH HOLLOW ROAD WESTBURY, NY 11590	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
JAMES MERRILL HOUSE 107 WATER STREET STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
KAUFMAN MUSIC CENTER 129 WEST 67TH STREET NEW YORK, NY 10023	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
LOOMIS SCHOOL THE 4 BATCHELDER ROAD WINDSOR, CT 06095	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
LYMAN ALLYN ART MUSEUM 625 WILLIAMS STREET NEW LONDON, CT 06320	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
MASSACHUSETTS AUDUBON SOCIETY 208 SOUTH GREAT ROAD LINCOLN, MA 01773	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
MAURICE C. LA GRUA FOUNDATION, INC. P.O. BOX 342 STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MIDDLEBURY COLLEGE 5 COURT STREET MIDDLEBURY, VA 05753	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	11,000.
MYSTIC AREA SHELTER & HOSPITALITY, INC 119 HIGH STREET MYSTIC, CT 06355	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
MYSTIC GARDEN CLUB P.O. BOX 326 WEST MYSTIC, CT 06388	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN STREET LANDER, WY 82520	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
NEW ENGLAND SCIENCE & SAILING FOUNDATION P.O. BOX 733, 70 WATER STREET STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	50,000.
NEW YORK PRESBYTERIAN HOSPITAL CORNELL 525 EAST 68TH STREET NEW YORK, NY 10021	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
NEW YORK PRESBYTERIAN HOSPITAL FUND FOR MEDICINE 525 EAST 68TH STREET NEW YORK, NY 10065	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
OVARIAN CANCER RESEARCH FUND 14 PENNSYLVANIA PLAZA NEW YORK, NY 10122	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,750.
PLANNED PARENTHOOD P.O. BOX 96735 WASHINGTON, DC 20077-7525	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
PREP FOR PREP 328 WEST 71ST STREET NEW YORK, NY 10023	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,750.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRICETON UNIVERSITY P.O. BOX 46 PRINCETON, NJ 08543	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
PRINCETON CHILD DEVELOPMENT INSTITUTE 300 COLD SOIL ROAD PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
PRINCETON DAY SCHOOL 650 GREAT ROAD PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
PRINCETON HOSPICE PROGRAM 3626 US ROUTE ONE PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
QUEBEC LABRADOR FOUNDATION 55 SOUTH MAIN STREET IPSWICH, MA 01938	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	35,000.
RECORDING FOR THE BLIND & DYSLEXIC 20 ROSZEL ROAD PRINCETON, NJ 08450	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
RIVER FRONT CHILDRENS CENTER 476 THAMES STREET GROTON, CT 06340	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	29,000.
ROBERT COLLEGE OF ISTANBUL 520 EIGHT AVENUE NORTH TOWER NEW YORK, NY 10018	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SAVE THE CHILDREN 501 KINGS HIGHWAY EAST FAIRFIELD, CA 06825	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SEA TURTLE RESTORATION PROJECT P.O. BOX 370 FOREST KNOLLS, CA 94933	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
SHAKESPEARE & COMPANY 70 KEMBLE STREET LENOX, MA 01240	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
SIERRA CLUB 1350 BROADWAY NEW YORK, NY 10018	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SLOAN-KETTERING CANCER CENTER 633 THIRD AVENUE NEW YORK, NY 10017	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SOUTHEAST MISSOURI UNIVERSITY FOUNDATION ACADEMIC HALL ONE UNIVERSITY PLAZA CAPE GIRARDEAU, MO 63701	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SPECIAL OLYMPICS CONNECTICUT P.O. BOX 302 STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SQUASH SMARTS 3890 NORTH 10TH. STREET PHILADELPHIA, PA 19140	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
ST BERNARD'S SCHOOL 4 EAST 98TH STREET NEW YORK, NY 10029	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
STOWE PERFORMING ARTS P.O. BOX 302 STOWE, VT 05672	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
STOWE RESCUE SQUAD P.O. BOX 291 STOWE, VT 05672	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
TAFT SCHOOL ANNUAL FUND, THE 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
TAFT SCHOOL, THE 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	4,000.
TEACH FOR AMERICA 519 EIGHT AVENUE NEW YORK, NY 10018	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
BREARLEY SCHOOL, THE 610 EAST 83RD STREET NEW YORK, NY 10028	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
CONNECTICUT COLALITION TO END HOMELESSNESS, THE 257 LAWRENCE STREET HARTFORD, CT 06106	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
GILLEN BREWER SCHOOL, THE 410 EAST 92TH STREET NEW YORK, NY 10128	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	8,000.
TRAINING INSTITUTE FOR MENTAL HEALTH 115 WEST 27TH STREET NEW YORK, NY 10001	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
TRICKEL UP PROGRAM INC 104 WEST 27TH STREET NEW YORK, NY 10001	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
UNIVERSITY OF MASSACHUSETS SCHOOL OF ENGINEERING 134 HICKS WAY AMHERST, MA 01003	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
URBAN JUSTICE 123 WILLIAM STREET NEW YORK, NY 10038	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
VERMONT SKI MUSEUM P.O. 1511 STOWE, VT 05672	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
WELLESLEY COLLEGE 106 BATCHELDER ROAD WINDSOR, CT 06095	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
WESTMISTER CHOIR COLLEGE 101 WALNUT LANE PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
WILLIAM ALANSON WHITE INSTITUTE 20 WEST 74TH STREET NEW YORK, NY 10023	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	8,000.
WNYC RADIO 160 VARICK STREET NEW YORK, NY 10013	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
WORLD LEARNING INC 1 KIPLING ROAD, P.O. BOX 676 BRATTLEBORO, VT 05302	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
YALE ALUMNI FUND 265 CHURCH STREET NEW HAVEN, CT 06521	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
YALE LAW SCHOOL P.O. BOX 208341 NEW HAVEN, CT 06520	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
YALE UNIVERSITY STERLING LIBRARY P.O. BOX 2038 NEW HAVEN, CT 06521	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	20,000.
YALE UNIVERSITY YALE COMMUNITY ROWING P.O. BOX 2038 NEW HAVEN, CT 06521	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
Total from continuation sheets				

623631
04-01-16

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
YALE UNIVERSITY- YALE CHILD STUDY CENTER P.O. BOX 207900 NEW HAVEN, CT 06520	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN STREET BOZEMAN, MT 59715	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET NEW YORK, NY 10004	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	6,000.
Total from continuation sheets				

623631
04-01-16

FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

Name(s)	Identifying Number
BROWNINGTON FOUNDATION, INC.	23-7043230

(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/16	1,167.	1,167.			
05/15/16	-2,741.	-1,574.			
06/15/16	1,167.	-407.			
09/15/16	1,167.	760.	91	.000109290	8.
12/15/16	1,167.	1,927.	16	.000109290	3.
12/31/16	0.	1,927.	58	.000109589	12.
02/27/17	-8,000.	-6,073.			

Penalty Due (Sum of Column F). 23.

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

612511
04-01-16

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,000 SHS NATIONAL OILWELL VARCO INC.	PURCHASED	03/06/13	01/26/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
90,794.	182,991.	0.	0.	-92,197.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS KIMBERLY CLARK CORP.	PURCHASED	05/12/11	02/10/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
26,054.	12,158.	0.	0.	13,896.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
400 SHS KIMBERLY CLARK CORP.	PURCHASED	01/06/10	02/10/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
52,107.	24,317.	0.	0.	27,790.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS SYSCO CORP.	PURCHASED	05/03/11	02/10/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
42,818.	28,635.	0.	0.	14,183.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 ANEUSHER-BUSCH INBEV NV SPN ADR	PURCHASED	08/01/11	03/28/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
121,812.	55,649.	0.	0.	66,163.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,800 SHS POTASH CORP OF SASKATCHEWAN	PURCHASED	01/11/10	03/28/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,536.	73,296.	0.	0.	-42,760.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
400 SHS POTASH CORP OF SASKATCHEWAN	PURCHASED	05/12/11	03/28/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,786.	20,468.	0.	0.	-13,682.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS POTASH CORP OF SASKATCHEWAN	PURCHASED	01/09/12	03/28/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,964.	41,437.	0.	0.	-24,473.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
400 SHS KIMBERLY CLARK CORP.	PURCHASED	01/06/10	04/04/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
54,264.	24,317.	0.	0.	29,947.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
500 SHS LOWES CORP INC.	PURCHASED	10/26/11	04/04/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,305.	10,772.	0.	0.	27,533.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS VERIZON COMMUNICATIONS		01/06/10	04/04/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
53,959.	31,098.	0.	0.	22,861.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,500 SHS BROOKFIELD ASSET MANAGEMENT CL		11/17/10	05/10/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
51,265.	24,644.	0.	0.	26,621.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,500 SHS BROOKFIELD ASSET MANAGEMENT CL	PURCHASED	01/06/10	05/10/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
51,265.	24,644.	0.	0.	26,621.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100 SHS ALPHABET INC. CL A	PURCHASED	07/03/12	07/25/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75,444.	28,614.	0.	0.	46,830.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
600 SHS JOHNSON & JOHNSON CO	PURCHASED	12/02/95	07/25/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
74,688.	12,975.	0.	0.	61,713.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS LOWES'S COS INC.	PURCHASED	10/26/11	07/25/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
80,958.	21,545.	0.	0.	59,413.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,000 SH SPECTRA ENERGY CORP.	PURCHASED	08/09/11	09/08/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
87,580.	43,404.	0.	0.	44,176.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS ENSTAR GROUP LTD	PURCHASED	11/18/10	09/13/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32,051.	14,405.	0.	0.	17,646.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100 SHS ENSTAR GROUP LTD	PURCHASED	11/18/10	09/09/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,028.	7,202.	0.	0.	8,826.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100 SHS ENSTAR GROUP LTD	PURCHASED	11/18/10	09/20/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,003.	7,202.	0.	0.	8,801.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
120 SHS BROOKFIELD BUSINESS PARTNERS LP		06/20/16	11/09/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,807.	2,974.	0.	0.	-167.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS POTASH CORP OF SASKATCHEWAN	PURCHASED	01/12/10	12/06/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,412.	39,133.	0.	0.	-20,721.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS POTASH CORP OF SASKATCHEWAN	PURCHASED	05/02/14	12/06/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,412.	36,300.	0.	0.	-17,888.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
800 SHS POTASH CORP OF SASKATCHEWAN	PURCHASED	01/12/10	03/28/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,571.	30,748.	0.	0.	-17,177.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
$150,000 US TREASURY NTS DTD 7/15/06 2.5% DUE 7/15/16	PURCHASED	01/12/07	07/15/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
178,038.	155,031.	0.	0.	23,007.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	296,962.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
THRU FIDUCIARY TRUST - DIVIDENDS	185,785.	0.	185,785.	185,785.	
THRU FIDUCIARY TRUST - INTEREST	4,543.	0.	4,543.	4,543.	
TO PART I, LINE 4	190,328.	0.	190,328.	190,328.	

FORM 990-PF — LEGAL FEES — STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MORRIS & MCVEIGH LLP,LEGAL FEE	18,400.	9,200.		9,200.
TO FM 990-PF, PG 1, LN 16A	18,400.	9,200.		9,200.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MORRIS & MCVEIGH LLP,TAX PREP.	7,000.	3,500.		3,500.
TO FORM 990-PF, PG 1, LN 16B	7,000.	3,500.		3,500.

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
ADVISORY FEES	31,184.	15,592.		15,592.
TO FORM 990-PF, PG 1, LN 16C	31,184.	15,592.		15,592.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT OF LAW - FILING FEE	250.	125.		125.
DELAWARE ANNUAL FEE	377.	189.		188.
BROOKFIELD BUSINESS PARTNERS, L.P.	642.	327.		327.

THE BLACKSTONE GROUP L.P.	0.	92.		92.
TO FORM 990-PF, PG 1, LN 23	1,269.	733.		732.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
FRIENDS OF INSCH HOSPITAL - 2015 GRANT CLEARING IN 2016	7,000.
BBH PRIVATE EQUITY PARTNERS, III, L.P.- INVENTORY ADJUSTMENT	309,558.
TOTAL TO FORM 990-PF, PART III, LINE 5	316,558.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK -SEE SCHEDULE	5,111,145.	9,131,141.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,111,145.	9,131,141.