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

Name of foundation PAUL H PUSEY FOUNDATION		A Employer identification number 23-7043682	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 15061		Room/suite	B Telephone number (see instructions) (239) 248-4570
City or town, state or province, country, and ZIP or foreign postal code SARASOTA, FL 34277		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 3,358,135	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) (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)				
	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	80,155	80,155		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	9,690			
	b Gross sales price for all assets on line 6a 1,869,070				
	7 Capital gain net income (from Part IV, line 2)		9,690		
	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	89,845	89,845		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,565	2,674		0
	c Other professional fees (attach schedule)	40,206	35,206		0
	17 Interest	217	217		0
	18 Taxes (attach schedule) (see instructions)	980	980		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	253	55		0
	24 Total operating and administrative expenses. Add lines 13 through 23	45,221	39,132		0
	25 Contributions, gifts, grants paid	177,240			177,240
	26 Total expenses and disbursements. Add lines 24 and 25	222,461	39,132		177,240
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-132,616			
	b Net investment income (if negative, enter -0-)		50,713		
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			
	2 Savings and temporary cash investments	69,378	87,852	87,852
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,221,273	242,124	283,674
	c Investments—corporate bonds (attach schedule)	137,000	276,000	311,363
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,013,053	2,696,193	2,675,246
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,440,704	3,302,169	3,358,135	
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 ▶ _____)	-1,433	-926	
	23 Total liabilities (add lines 17 through 22)	-1,433	-926	
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	3,442,137	3,303,095	
	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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	3,442,137	3,303,095		
31 Total liabilities and net assets/fund balances (see instructions) .	3,440,704	3,302,169		

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	3,442,137
2 Enter amount from Part I, line 27a	2	-132,616
3 Other increases not included in line 2 (itemize) ▶ _____	3	8,789
4 Add lines 1, 2, and 3	4	3,318,310
5 Decreases not included in line 2 (itemize) ▶ _____	5	15,215
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,303,095

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 See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	9,690
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	162,800	3,570,780	0 045592
2014	166,280	3,709,927	0 044820
2013	155,460	3,386,121	0 045911
2012	160,864	3,121,575	0 051533
2011	152,200	3,224,004	0 047208
2 Total of line 1, column (d)			2 0 235064
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 047013
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 3,334,857
5 Multiply line 4 by line 3			5 156,782
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 507
7 Add lines 5 and 6			7 157,289
8 Enter qualifying distributions from Part XII, line 4			8 177,240

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	507
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	507
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	507
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,433
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	1,433
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	926
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 926 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) ▶ VA		
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 ► N/A	13	Yes	
14	The books are in care of ► MASON AYRES Telephone no ► (239) 248-4570			

Located at **►** 4587 CAMINO REAL SARASOTA FL ZIP+4 **►** 34231

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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		No
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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			

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

(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
See Additional Data Table				

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

[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	3,287,757
b	Average of monthly cash balances.	1b	97,885
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,385,642
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	3,385,642
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	50,785
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,334,857
6	Minimum investment return. Enter 5% of line 5.	6	166,743

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	166,743
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	507
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	507
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	166,236
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	166,236
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	166,236

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	177,240
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	177,240
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	507
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	176,733

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				166,236
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			177,236	
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 ▶ \$ 177,240				
a Applied to 2015, but not more than line 2a			177,236	
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.				4
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				166,232
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	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

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					

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

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 MRS NANCY P AYRES PO BOX 15061 SARASOTA, FL 34277 (239) 248-4570	
b The form in which applications should be submitted and information and materials they should include LETTERS ONLY, SUBMITTED WITH MATERIALS DESCRIBING PURPOSE OF ORGANIZATION	
c Any submission deadlines NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	177,240
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

Part XVII

- 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.

[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 |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

***** 2017-08-16 *****
 Signature of officer or trustee Date Title
 (see instr.)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00238084
	FABIOLA SANTANA				
	Firm's name ▶ KIMBLE				Firm's EIN ▶ 20-8426521
	Firm's address ▶ 6806 PARAGON PLACE SUITE 250 RICHMOND, VA 23230				Phone no (804) 612-4380

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
2,022 245 SH ASG MANAGED FUTURES STRATEGY FUND	P	2016-07-18	2016-10-17
2,296 211 SH EQUINOX MUTUALHEDGE FUTURES STRATEGY I	P	2016-07-18	2016-10-17
225 SH ISHARES CORE US AGGREGATE BOND ETF	P	2015-08-11	2016-05-17
1,745 201 SH LOCORR MARKET TREND CLASS I	P	2016-07-18	2016-10-17
11,721 243 SH MAINGATE MLP FUND CL I	P	2015-08-12	2016-02-04
6,790 621 SH MAINSTAY CUSHING MLP PREMIER I	P	2015-08-12	2016-02-04
11,225 738 SH AQR MULTI STRGY ALTERNATIVE CL I	P	2014-10-21	2016-07-18
2,587 992 SH AQR MULTI STRGY ALTERNATIVE CL I	P	2014-10-21	2016-10-17
1,241 465 SH CALVERT SHORT DURATION INC FD I	P	2014-10-21	2016-05-17
37,000 SH GOLDMAN SACHS GROUP INC	P	2015-06-30	2016-08-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,000		21,982	-1,982
20,000		20,850	-850
24,972		24,627	345
20,000		21,309	-1,309
88,378		135,908	-47,530
74,357		123,861	-49,504
106,420		109,339	-2,919
25,000		25,207	-207
20,000		20,261	-261
39,224		37,000	2,224

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,982
			-850
			345
			-1,309
			-47,530
			-49,504
			-2,919
			-207
			-261
			2,224

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
3,034 SH ISHARES SELECT DIVIDEND ETF	P	2014-10-21	2016-07-18
2,652 52 SH JPMORGAN STRATEGIC INCOME OPPS SELECT	P	2014-10-21	2016-05-17
1,227 352 SH MATTHEW ASIAN GROWTHAND INCOME INST'L	P	2014-10-21	2016-07-11
2,683 515 SH MATTHEW ASIAN GROWTHAND INCOME INST'L	P	2014-10-21	2016-07-18
1,173 381 SH MATTHEWS ASIA SMALL COMPANIES FD INSTL	P	2014-10-21	2016-07-18
1,432 016 SH MATTHEWS PACIFIC TIGER FUND	P	2008-12-10	2016-07-18
5,467 197 SH STONE RIDGE HIGH YLDREINSRNC RSK PREM I	P	2014-11-20	2016-10-17
9,793 651 SH STONE RIDGE REINSRNC RSK PREM I	P	2014-11-20	2016-05-19
3,141 672 SH STONE RIDGE REINSRNC RSK PREM I	P	2014-11-20	2016-05-31
7,593 SH VANGUARD FTSE DECELOPED MARKET ETF, VEA	P	2014-10-21	2016-07-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
264,419		225,129	39,290
30,000		31,273	-1,273
21,000		23,577	-2,577
46,720		51,550	-4,830
23,010		25,275	-2,265
36,230		26,836	9,394
57,187		55,000	2,187
98,720		98,426	294
31,731		31,574	157
275,194		289,251	-14,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			39,290
			-1,273
			-2,577
			-4,830
			-2,265
			9,394
			2,187
			294
			157
			-14,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
370 SH VANGUARD INDEX FDS FORMERLY VANGUARD IND	P	2014-10-21	2016-07-18
2,457 SH VANGUARD INDEX FDS VANGUARD REIT ETF	P	2014-10-21	2016-07-18
2,202 SH VANGUARD RUSSELL 2000	P	2014-10-21	2016-07-18
212 SH VANGUARD RUSSELL 2000	P	2014-10-21	2016-03-03
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
73,475		65,273	8,202
221,648		182,076	39,572
212,124		195,020	17,104
18,085		18,776	-691
21,176			21,176

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			8,202
			39,572
			17,104
			-691
			21,176

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
NANCY P AYRES	VICE PRESIDENT 0 50	0	0	0
11253 BIG CANOE BIG CANOE, GA 30143				
PATRICIA P CLARK	PRESIDENT 0 25	0	0	0
5326 DU PONT DRIVE SANTA ROSA, CA 95409				
PATRICIA P PUSEY	SECRETARY 0 25	0	0	0
1500 WESTBROOK COURT APT 2147 RICHMOND, VA 23227				
PAUL W AYRES	DIRECTOR 0 25	0	0	0
5620 ROCKFIELD LOOP VALRICO, FL 33594				
ROBERT B AYRES	TREASURER 0 25	0	0	0
11253 BIG CANOE BIG CANOE, GA 30143				
WILLIAM A PUSEY JR	DIRECTOR 0 25	0	0	0
12450 WALNUT HILL DRIVE ROCKVILLE, VA 24146				
JOHN B REECE	DIRECTOR 0 25	0	0	0
6411 THREE CHOPT ROAD RICHMOND, VA 23226				

Form 990PF Part XV Line 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>				
ADOPT A HORSE 10 MACON STREET MONTICELLO, GA 31064	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,100
ALZHEIMER'S ASSOCIATION 14010 ROOSEVELT BLVD CLEARWATER, FL 337623820	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,561
ARTIS NAPLES INC 5833 PELICAN BAY BOULEVARD NAPLES, FL 341082740	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,500
BAPTIST THEOLOGICAL SEMINARY AT RICHMOND 3400 BROOK RD RICHMOND, VA 23227	NONE	OTHER PUBLIC CHARITY	CHARITABLE	6,327
BARRON COLLIER HIGH SCHOOL BAND BOOSTERS PO BOX 111328 NAPLES, FL 34108	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
Total ▶ 3a				177,240

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>				
BEATS 1704 WINSTON CT WOODSTOCK, GA 30189	NONE	OTHER PUBLIC CHARITY	CHARITABLE	3,535
BELMONT ABBEY COLLEGE 100 BELMONT MT HOLLY ROAD BELMONT, NC 28012	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
CALIFORNIA PARENTING INSTITUTE 3650 STANDISH AVE SANTA ROSA, CA 95407	NONE	OTHER PUBLIC CHARITY	CHARITABLE	14,770
CARITAS PO BOX 25790 RICHMOND, VA 232605790	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
CENTERSTAGE FOUNDATION 600 E GRACE ST RICHMOND, VA 23219	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
Total ▶ 3a				177,240

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>				
CENTRAL VIRGINIA HORSE RESCUE 389 BOYDTON PLANK ROAD BRODNAX, VA 23920	NONE	OTHER PUBLIC CHARITY	CHARITABLE	500
CHARGERS SOCCER CLUB PO BOX 47026 TAMPA, FL 33646	NONE	OTHER PUBLIC CHARITY	CHARITABLE	4,000
CHARITY FOR CHANGE 194 RIDGE DRIVE NAPLES, FL 34108	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
CHESAPEAKE BAY FOUNDATION PO BOX 8 IRVINGTON, VA 22480	NONE	OTHER PUBLIC CHARITY	CHARITABLE	200
CHURCH HILL ACTIVITIES AND TUTORING 601 N 31ST ST RICHMOND, VA 23223	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,770
Total 				177,240
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>				
COMPASSION INTERNATIONAL 12290 VOYAGER PKWY COLORADO SPRINGS, CO 80921	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
CONSERVANCY OF SOUTHWEST FLORIDA 1495 SMITH PRESERVE WAY NAPLES, FL 34102	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,600
CROSS OVER HEALTH CARE MINISTRY 8600 QUIOCCASIN ROAD SUITE 101 RICHMOND, VA 23229	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
ELK HILL FARM INC PO BOX 99 GOOCHLAND, VA 23063	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
FIRST BAPTIST CHURCH 2709 MONUMENT AVE RICHMOND, VA 23220	NONE	OTHER PUBLIC CHARITY	CHARITABLE	7,275
Total ▶ 3a				177,240

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>				
FLORIDA CANCER SPECIALISTS FOUNDATION 4371 VERONICA S SHOEMAKER BLVD FORT MYERS, FL 33916	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
FLORIDA GULF COAST UNIVERSITY FOUNDATION 10501 FGCU BLVD SOUTH FORT MYERS, FL 339656565	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
FLORIDA STATE UNIVERSITY FOUNDATION PO BOX 3062739 TALLAHASSEE, FL 32306	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
FOCUS RICHMOND 1520 W MAIN STREET SUITE 101B RICHMOND, VA 23220	NONE	OTHER PUBLIC CHARITY	CHARITABLE	666
FORGOTTEN FELINES OF SONOMA COUNTY PO BOX 6672 SANTA ROSA, CA 95406	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
Total ► 3a				177,240

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>				
HEARTLINE MINISTRIES PO BOX 898 SUNNYSIDE, WA 98944	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
HOPE FOR HAITI 1021 5TH AVE NORTH NAPLES, FL 34102	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
HEART OF THE VALLEY ANIMAL SHELTER PO BOX 11390 BOZEMAN, MT 59719	NONE	OTHER PUBLIC CHARITY	CHARITABLE	500
K9 SEARCH & RESCUE SPECIALISTS INC PO BOX 571 VILLA RICA, GA 30180	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
NAPLES BOTANICAL GARDEN INC 4820 BAYSHORE DRIVE NAPLES, FL 34112	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
Total 				177,240
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>				
NEIGHBORHOOD HEALTH CLINIC 121 GOODLETTE ROAD NORTH NAPLES, FL 34102	NONE	OTHER PUBLIC CHARITY	CHARITABLE	3,555
NEVER ALONE PO BOX 1904 WOODSTOCK, GA 30188	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,650
OLD DOMINION UNIVERSITY 5115 HAMPTON BLVD NORFOLK, VA 23529	NONE	OTHER PUBLIC CHARITY	CHARITABLE	667
PICKENS FAMILY PARTNERS 1222-C EAST CHURCH ST JASPER, GA 30143	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,500
PREGNANCY RESOURCE CENTER OF METRO RICHMO 1510 WILLOW LAWN DRIVE SUITE 200 RICHMOND, VA 23230	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
Total ► 3a				177,240

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>				
RAINBOW THERAPEUTIC RIDING CENTER PO BOX 479 HAYMARKET, VA 20168	NONE	OTHER PUBLIC CHARITY	CHARITABLE	500
ROLLINS COLLEGE 1000 HOLT AVE WITNER PARK, FL 32789	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,100
RINCON VALLEY MIDDLE SCHOOL 4650 BADGER ROAD SANTA ROSA, CA 95409	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
SALVATION ARMY PO BOX 12400 2 W GRACE ST RICHMOND, VA 23241	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,456
SANTA ROSA ACCELERATED CHARTER SCHOOL 4650 BADGER RD SANTA ROSA, CA 95409	NONE	OTHER PUBLIC CHARITY	CHARITABLE	12,770
Total ► 3a				177,240

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>				
SEMINOLE SOCCER CLUB 1374 BIRCH CREST CT LAKE MARY, FL 32795	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
SON STUDIOS 3765 AIRPORT-PULLING RD N STE 203 NAPLES, FL 34105	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
ST CATHERINE SCHOOL FOUNDATION 6001 GROVE AVE RICHMOND, VA 232262600	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,456
ST CHRISTOPHER SCHOOL FOUNDATION 711 ST CHRISTOPHER RD RICHMOND, VA 232262750	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,456
ST CHRISTOPHER SCHOOL FOUNDATION (BP) 711 ST CHRISTOPHER RD RICHMOND, VA 232262750	NONE	OTHER PUBLIC CHARITY	CHARITABLE	667
Total 				177,240
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>				
ST CHRISTOPHER SCHOOL FOUNDATION (PC) 711 ST CHRISTOPHER RD RICHMOND, VA 232262750	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,500
ST MARY'S CHURCH 12291 RIVER ROAD RICHMOND, VA 23238	NONE	OTHER PUBLIC CHARITY	CHARITABLE	13,940
STEP RICHMOND 1900 CHAMBERLAYNE AVE RICHMOND, VA 23222	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
STEVENSON UNIVERSITY 1525 GREENSPRING VALLEY ROAD STEVENSON, MD 21153	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
SUNLIGHT HOME PO BOX 9194 NAPLES, FL 34101	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,385
Total ► 3a				177,240

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>				
TAMPA PREPATORY SCHOOL 727 W CASS STREET TAMPA, FL 33606	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,385
THE SALK INSTITUTE 10010 N TORREY PINES ROAD LA JOLLA, CA 92037	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
THE SHELTER FOR ABUSED WOMEN & CHILDREN PO BOX 10102 NAPLES, FL 34101	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
THE TRF AT JAMES RIVER PO BOX 112 CROZIER, VA 23039	NONE	OTHER PUBLIC CHARITY	CHARITABLE	250
TRF MONTPELIER PO BOX 518 MONTPELIER STATION, VA 22957	NONE	OTHER PUBLIC CHARITY	CHARITABLE	250
Total ► 3a				177,240

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>				
VOLUNTEER COLLIER 9015 STRADA STELL CT STE 204 NAPLES, FL 34109	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
UNIVERSITY OF VIRGINIA FOUNDATION PO BOX 400331 CHARLOTTESVILLE, VA 22904	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
VIRGINIA HISTORICAL SOCIETY PO BOX 7311 RICHMOND, VA 232210311	NONE	OTHER PUBLIC CHARITY	CHARITABLE	4,356
VIRGINIA HISTORICAL SOCIETY (BP) PO BOX 7311 RICHMOND, VA 232210311	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
VIRGINIA HOME FOR BOYS AND GIRLS 8716 WEST BROAD STREET RICHMOND, VA 23294	NONE	OTHER PUBLIC CHARITY	CHARITABLE	4,321
Total ► 3a				177,240

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>				
VIRGINIA MUSEUM FINE ARTS FOUNDATION 200 NORTH BOULEVARD RICHMOND, VA 232204007	NONE	OTHER PUBLIC CHARITY	CHARITABLE	4,339
VIRGINIA MUSEUM OF FINE ARTS (BP) 200 NORTH BOULEVARD RICHMOND, VA 232204007	NONE	OTHER PUBLIC CHARITY	CHARITABLE	6,150
VIRGINIA UNION UNIVERSITY 1500 NORTH LOMBARDY STREET RICHMOND, VA 232204007	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,165
WCVE-COMMONWEALTH PUBLIC BROADCASTING COR 23 SESAME ST RICHMOND, VA 23235	NONE	OTHER PUBLIC CHARITY	CHARITABLE	7,686
WCVE (BP) 23 SESAME ST RICHMOND, VA 23235	NONE	OTHER PUBLIC CHARITY	CHARITABLE	15,020
Total ► 3a				177,240

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>				
BENEDICTINE EDUCATION FOUNDATION 12829 RIVER RD RICHMOND, VA 23238	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,000
YWCA OF RICHMOND 6 NORTH 5TH STREET RICHMOND, VA 232192230	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,912
Total 				177,240
3a				

TY 2016 Accounting Fees Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,565	2,674		0

TY 2016 Investments Corporate Bonds Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Name of Bond	End of Year Book Value	End of Year Fair Market Value
18,000 SHARES DEUTSCHE BK AG GLBL BK EN MTN	18,000	20,664
19,000 SHARES DEUTSCH BK AG MTN	19,000	18,278
21,000 SHARES DEUTSCHE BK AG MTN CPN	21,000	22,155
21,000 SHARES GS FIN CORP MTN ZERO CPN	21,000	21,430
47,000 SHARES MORGAN STANLEY MTN ZERO	47,000	63,011
50,000 SHARES BARCLAYS BANK PLC MTN ZERO	50,000	57,170
11,000 SHARES BNP PARIBAS MTN ZERO CPN	11,000	11,587
18,000 SHARES BNP PARIBAS MTN ZERO CPN	18,000	20,020
35,000 SHARES CREDIT SUISSE LONDON ZERO CPN	35,000	40,789
36,000 SHARES BARCLAYS BANK PLC MTN	36,000	36,259
37,000 SHARES GOLDMAN SACHS GROUP INC	0	0

TY 2016 Investments Corporate Stock Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Name of Stock	End of Year Book Value	End of Year Fair Market Value
189 SHARES VANGUARD INDEX FDS VANGUARD REIT ETF	14,091	15,598
3,034 SHARES ISHARES SELECT DIVIDEND ETF	0	0
1,017 SHARES VANGUARD INDEX FDS FORMERLY VANGUARD	179,411	208,800
549 SHARES VANGUARD SCOTTSDALE FDS VANGUARD RUSSELL	48,622	59,276
7,593 SHARES VANGUARD FTSE DEVELOPED MARKET ETF	0	0

TY 2016 Investments - Other Schedule

Name: PAUL H PUSEY FOUNDATION
EIN: 23-7043682

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
11,380.368 SHARES AQR INTERNATIONAL MULTI STYLE FUND I	AT COST	111,300	112,324
2,167.334 SHARES BLACKROCK EQUITY DIVIDEND FD-INSTL	AT COST	48,700	48,873
2,607.229 SHARES GOLDMAN SACS SMALL/MID CAP GROWTH	AT COST	54,100	51,258
3,911.518 SHARES ASG MANGED FUTURES STRATEGY FUND CL Y	AT COST	42,518	38,450
5,862.816 SHARES AQR LARGE CAP MULTI STYLE FD CL I	AT COST	81,200	85,187
1,253.223 SHARES POLEN GROWTH FUND	AT COST	24,300	24,413
1,631.06 SHARES SALIENT SELECT INCOME	AT COST	39,700	38,852
1,692.211 SHARES ABERDEEN US SMALL CAP EQUITY INSTL CL	AT COST	54,100	58,686
2,480.906 SHARES MFS INTERNATIONAL VALUE FD CL I	AT COST	94,200	90,652
2,563.158 SHARES EAGLE GROWTH AND INCOME FUND	AT COST	48,700	46,649
2,858.171 SHARES COHEN & STEERS PREF SECURITIES	AT COST	39,700	38,414
3,169.651 SHARES PIONEER ILS INTERVAL FUND COMMON DISCRETION	AT COST	33,630	32,521
3,537.354 SHARES LOCORR MARKET TREND CLASS I	AT COST	43,191	37,779
3,599.601 SHARES VAUGHAN NELSON VALUE OPPORTUNITY FUND	AT COST	72,100	74,764
3,926.636 SHARES FIRST EAGLE OVERSEAS CLASS I	AT COST	94,200	89,724
4,537.367 SHARES LITMAN GREGORY MSTRS ALT STRATEGIES INSTL	AT COST	51,000	51,953
4,807.313 SHARES EQUINOX MUTUALHEDGE FUTURES STRATEGY	AT COST	43,650	40,910
439 SHARES ISHARES TIPS BOND ETF DISCRETION	AT COST	51,090	49,682
637.126 SHARES MORGAN STANLEY GROWTH PORTFOLIO	AT COST	24,300	22,420
7,544.402 SHARES CALAMOS MARKET NEUTRAL INCOME CL I	AT COST	97,700	97,096
5,136.708 SHARES PIMCO INCOME FUND INSTITUTIONAL FUND	AT COST	61,300	61,949
9,438.152 SHARES BLACKROCK STRATEGIC INCOME OPPRTSI INSTIL	AT COST	92,150	92,777
447.484 SHARES MATTHEWS PACIFIC TIGER FUND	AT COST	9,095	10,256
568.019 SHARES MATTHEWS ASIA SMALL COMPANIES FD INSTL	AT COST	12,235	10,809
17,060.633 SHARES DOUBLELINE TOTAL RETURN BOND FD	AT COST	185,600	181,184
1,903.312 SHARES VERSUS CAPITAL MULIT MNGR REAL EST INC	AT COST	49,444	52,303
5,467.197 SHARES STONE RIDGE HIGH YLD REINSRNC RISK PREM I	AT COST	0	0
3,844.827 SHARES CALVERTT SHORT DURATION INC FD	AT COST	62,673	61,825
9,400 SHARES STONERIDGE ALL ASSET CAR RISK PREM	AT COST	94,000	98,512
1,294.755 SHARES MATTHEW ASIAN GROUTH AND INCOME INST'L	AT COST	24,872	19,318

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
4,461.874 SHARES VANGAURD REIT INVEX INVESTOR	AT COST	101,581	122,211
8,189.55 SHARES JPMORGAN STRATEGIC INCOME OPPS-SELECT	AT COST	96,049	94,917
1,113 SHARES ISHARES CORE U.S. AGREGATE BOND ETF	AT COST	122,520	120,271
6,790.621 SHARES MAINSTAY CUSHING MLP PERMIER	AT COST	0	0
12,935.323 SHARES STONE RIDGE REINSRNCE RSK PREM I	AT COST	0	0
11,721.243 SHARES MAINGATE MLP FUND CL I	AT COST	0	0
17,699.115 SHARES STONERIDGE REINSURAC RISK PREM INTERVAL	AT COST	180,000	179,469
5,180.11 SHARES AQR MULTI STRGY ALTERNATIVE CL I	AT COST	50,454	49,211
RIC BLUE ARC MULTI STRAT	AT COST	404,841	389,627

TY 2016 Other Decreases Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Description	Amount
EXCISE TAX	507
INVESTMENT BASIS ADJUSTMENT FROM PRIOR YEARS	13,787
MISCELLANEOUS DIFFERENCE IN DIVIDENDS	921

TY 2016 Other Expenses Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES	52	0		0
TELEPHONE AND COMMUNICATIONS	55	55		0
POSTAGE, SHIPPING AND DELIVERY	48	0		0
MAILING SERVICES	98	0		0

TY 2016 Other Increases Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Description	Amount
NONDIVIDEND DISTRIBUTIONS	8,785
ROUNDING	4

TY 2016 Other Liabilities Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	-1,433	-926

TY 2016 Other Professional Fees Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	20,206	20,206		0
ADMINISTRATION FEES	20,000	15,000		0

TY 2016 Taxes Schedule**Name:** PAUL H PUSEY FOUNDATION**EIN:** 23-7043682

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	980	980		0