



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation CSX Foundation, Inc		A Employer identification number 26-2248439
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 904-359-3403
500 Water Street		
City or town, state or province, country, and ZIP or foreign postal code Jacksonville, FL 32202		
G Check all that apply:		
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 5,767,677		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
(Part I, column (d) must be on cash basis.)		
C If exemption application is pending, check here. <input type="checkbox"/>		
D 1. Foreign organizations, check here. <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>		

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)
1	Contributions, gifts, grants, etc., received (attach schedule)	662,270			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments.				
4	Dividends and interest from securities	165,436	165,436	165,436	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-895			
b	Gross sales price for all assets on line 6a 3,318,688				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain.				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	826,811	165,436	165,436	
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions).				
19	Depreciation (attach schedule) and depletion.				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	8,553	8,553	8,553	
24	Total operating and administrative expenses. Add lines 13 through 23.	8,553	8,553	8,553	
25	Contributions, gifts, grants paid	2,869,306			2,869,306
26	Total expenses and disbursements. Add lines 24 and 25	2,877,859	8,553	8,553	2,869,306
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-2,051,048			
b	Net investment income (if negative, enter -0-)		156,883		
c	Adjusted net income (if negative, enter -0-)			156,883	

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		128,131	367,362	367,362
	2	Savings and temporary cash investments		47,610	42,899	42,899
	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)		5,444,934	3,909,943	3,903,432
	c	Investments - corporate bonds (attach schedule)		2,255,859	1,505,282	1,453,984
	11	Investments - land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	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)		7,876,534	5,825,486	5,767,677
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		7,876,534	5,825,486	
	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)		7,876,534	5,825,486	
	31	Total liabilities and net assets/fund balances (see instructions)		7,876,534	5,825,486	

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	7,876,534
2	Enter amount from Part I, line 27a	2	-2,051,048
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,825,486
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,825,486

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a Common Stock and Corporate Bonds			P	Various	4/15/2016
b Common Stock and Corporate Bonds			P	Various	8/15/2016
c Common Stock and Corporate Bonds			P	Various	12/15/2016
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 450,000		468,669	-18,669
b 2,500,000		2,470,560	29,440
c 368,688		380,354	-11,666
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-18,669
b			29,440
c			-11,666
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 2 <div style="border-bottom: 1px solid black; width: 100px; text-align: right;">-895</div> </div> </div>
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	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div> <div style="margin-left: 10px;"> 3 <div style="border-bottom: 1px solid black; width: 100px; text-align: right;"></div> </div> </div>

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	396,730	6,351,566	0.0625
2014	231,522	409,927	0.5648
2013	212,923	250,737	0.8492
2012	175,832	371,367	0.4735
2011	220,876	154,862	1.4263

2 Total of line 1, column (d)	2	3.3763
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	0.6753
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	7,260,628
5 Multiply line 4 by line 3.	5	4,903,102
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,569
7 Add lines 5 and 6.	7	4,904,671
8 Enter qualifying distributions from Part XII, line 4. 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.	8	2,869,306

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 <input type="checkbox"/> and enter "N/A" on line 1. . . . Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	3,138
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		2	
3 Add lines 1 and 2.		3	3,138
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,138
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016. . . .	6a		
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		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		3,138
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
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	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.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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	Yes	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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

14 The books are in care of ► Tori Kaplan Telephone no. ► 904-359-1799
 Located at ► 500 Water Street (C-420) Jacksonville, FL ZIP+4 ► 32202

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**

<p>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?</p> <p>See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►</p>	<p>16</p>	<p>Yes</p>	<p>No</p>
			X

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

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 ☐

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?

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(f)(3) or 4942(f)(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.)

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.)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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?

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒

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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement				

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

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

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

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 ▶

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 Receive contributions for distribution to 501 (c) (3) organizations	
	2,877,859
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 ▶	

Form 990-PF (2016)

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	6,803,647
b	Average of monthly cash balances	1b	567,549
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	7,371,196
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,371,196
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	110,568
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,260,628
6	Minimum investment return. Enter 5% of line 5	6	363,031

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	363,031
2a	Tax on investment income for 2016 from Part VI, line 5 2a		3,138
b	Income tax for 2016. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	3,138
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	359,893
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	359,893
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	359,893

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	2,869,306
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	2,869,306
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,869,306

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				359,893
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016:				
a From 2011 213,133				
b From 2012 157,264				
c From 2013 200,386				
d From 2014 211,026				
e From 2015 82,052				
f Total of lines 3a through e	863,861			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 2,869,306				
a Applied to 2015, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				359,893
e Remaining amount distributed out of corpus. . .	2,509,413			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a).)				0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,373,274			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				
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)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	213,133			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	3,160,141			
10 Analysis of line 9:				
a Excess from 2012 . . . 157,264				
b Excess from 2013 . . . 200,386				
c Excess from 2014 . . . 211,026				
d Excess from 2015 . . . 82,052				
e Excess from 2016 . . . 2,509,413				

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

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

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:

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 See attached statement				2,869,306
Total			▶ 3a	2,869,306
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

Part XVFA Analysis of Income-Producing Activities					
Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments .					
4 Dividends and interest from securities			14	165,436	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property. .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-895	
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)				164,541	
13 Total. Add line 12, columns (b), (d), and (e)				13	164,541

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

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

		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.		

[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**

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

5-5-2017
Date

President, ^{Co} Foundation

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name

Firm's EIN ▶

Firm's address ►

Phone no.

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Name of the organization

Employer identification number

CSX Foundation, Inc

26-2248439

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization CSX Foundation, Inc	Employer identification number 26-2248439
--	---

Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CSX Transportation 500 Water Street C-115 Jacksonville FL 32202	\$ 662,270	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

CSX Foundation, Inc

26-2248439

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

CSX Foundation, Inc

26-2248439

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

CSX Foundation, Inc
Tax Year Ended 12/31/2016
Grants made in 2016

Organization Name	Sum of Amount
City of Charlestown	2,800
13-Jax, Inc. DBA Friends of Hemming Park	400
262 WITH DONNA THE NATIONAL MARATHON TO FINISH BREAST CANCER I	50
2nd Mile Ministries	1,000
ABBEVILLE BOY SCOUT TROOP 62	800
ABRAHAM BALDWIN AGRICULTURAL COLLEGE FOUNDATION INC	375
ACTION FOR HEALTHY KIDS INC	200
ALL SAINTS EARLY LEARNING AND COMMUNITY CARE CENTER INC	150
Allegany High	400
ALLEY CAT ALLIES INCORPORATED	50
ALPHA DELTA PI FOUNDATION INC	40
ALS CLINIC INC	25
ALTERNATIVE LIVING GROUP INC	100
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION INC	100
AMELIA ISLAND CONCOURS DELEGANCE FOUNDATION INC	290
AMERICAN CANCER SOCIETY INC	1,570
AMERICAN CANCER SOCIETY INC - Duval Unit	1,050
American Diabetes Association Inc	330
AMERICAN FRIENDS OF THE RAMBAM MEDICAL CENTER	1,000
American Heart Association	75
American Lung Association of the Southeast	3,360
American Red Cross Disaster Relief Fund	25
AMERICAN YOUTH FOOTBALL INC	400
AMERICAS VETDOGS THE VETERANS K9 CORPS INC	50
Anacostia Watershed Society	2,500
ANNUNCIATION CATHOLIC SCHOOL	900
Anthony Wayne Crew Foundation	2,400
AUBURN ALUMNI ASSOCIATION FUND	100
AYLAS ACRES NO KILL ANIMAL RESCUE INC	25
BACON ACADEMY	250
BALTIMORE ANIMAL RESCUE AND CARE SHELTER INC	220
BALTIMORE COMMUNITY FOUNDATION	100
BAPTIST ACADEMY	500
Baptist Health System Foundation Inc - Wolfson Children's Hospital	850
BARNABAS FOUNDATION INC	210
BARTRAM BEARS ATHLETIC BOOSTER CLUB	1,050
Battie Mixon Inc.	5,350
Beach United Methodist Church	1,000
Beaches Emergency Assistance Ministry (BEAM)	500
BEACHES FINE ARTS SERIES INC	400
BEACHES SEA TURTLE PATROL INC	50
BENS PLACE SERVICES INC	500

Berkshire Scenic Railway Museum, Inc.	150
BEST BUDDIES SUPPORTING CORPORATION INC	400
Big Brothers Big Sisters of Northeast Florida	2,500
BIKERS AGAINST ABUSED AND NEGLECTED CHILDREN	400
BIKES FOR KIDS INC	400
BOSTON COLLEGE TRUSTEES	200
BOWLING GREEN CHURCH OF THE NAZARENE	1,000
BOY SCOUTS OF AMERICA	1,200
Boy Scouts of America Nation Council - Troop 718	400
BOY SCOUTS OF AMERICA NORTH FLOIRDA COUNCIL	400
BOY SCOUTS OF AMERICA NORTH FLORIDA COUNCIL	855
BOYS & GIRLS CLUBS OF INDIANAPOLIS INC	50
BRIDEGROOM APOSTOLIC FAITH CHURCH INC	720
BRIGHT VOLUNTEER FIRE CO INC	400
BROOKWOOD ATHLETIC ASSOCIATION BASEBALL INC	400
BROTHERHOOD OF HOPE INC	1,000
BUFFALO YOUTH SPORTS	2,400
C MOS KIDS II INC	400
CAL RIPKEN SR FOUNDATION INC	2,500,000
CANINE COMPANIONS FOR INDEPENDENCE	1,150
Canine Companions for Independence Southeast Region	270
CASELS CHRISTIAN ACADEMY	1,240
CATHOLIC CHARITIES OF BUFFALO	1,000
CATHOLIC CHARITIES OF THE DIOCESE OF PITTSBURGH INC	500
catlettsburg little league	400
CATS HAVEN LTD	270
CELEBRATION CHURCH OF JACKSONVILLE INC	1,000
CHATTANEUTER	400
CHATTANOOGA AMATEUR RADIO CLUB INC	250
CHICAGO COALITION FOR THE HOMELESS	25
Children's Home Society of Florida	5,330
CHRIST IN ACTION MINISTRIES INC	280
CHRISTIAN ACRES	1,000
CHRISTIAN LIGHT MINISTRIES INC	500
CHURCH AT CHETS CREEK INC	2,375
CHURCH OF THE BRETHREN	1,150
CITY GOSPEL MISSION	300
City Rescue Mission	500
City Year Miami	1,000
CIVIL AIR PATROL	400
CLARA WHITE MISSION	450
CLAY COUNTY COMMUNITY BAND INC	800
COMMUNITIES IN SCHOOLS OF JACKSONVILLE	5,000
COMMUNITY CHRISTIAN CHURCH OF NAPERVILLE	625
Community Connections of Jacksonville Inc.	1,000
Community Hospice of Northeast Florida	85
CONNIECAPS INC	200

CONVOY OF HOPE	50
COPASSION INC	1,000
COUNTRYSIDE BAPTIST CHURCH	1,000
Creeks Athletic Association Inc	400
Creekside High School Band Boosters Association Inc.	400
Creekside PTSO	5,000
CROSS ELEM	25
CROSSWATER COMMUNITY CHURCH	160
CROWN POINT BAPTIST CHURCH	400
CSX EDRF	250
Cystic Fibrosis Foundation - Jacksonville Chapter	100
D-1 WORKING TOWARD THE NEXT LEVEL INC	1,000
DANIEL FOUNDATION INC	1,100
Davidson College	50
DEEP RUN HIGH	200
DEVILS FASTPITCH	400
DIGNITY-U-WEAR FOUNDATION INC	600
DIOCESE OF ST AUGUSTINE	1,125
DOCTORS WITHOUT BORDERS USA INC	75
DOUGLAS ANDERSON SCHOOL OF THE ARTS	100
DOWN SYNDROME ASSOCIATION OF JACKSONVILLE INC	150
DOWNTOWN VISION ALLIANCE INC	200
DREAMS COME TRUE OF JACKSONVILLE INC	5,050
DUCKS UNLIMITED	200
DUNCAN U FLETCHER HIGH SCHOOL BANDBOOSTERS ASSOCIATION INC	400
Duval County Public Schools	1,900
EASTERN SHORE RAILWAY MUSEUM	260
EASTSIDE COMMUNITY CHURCH INC	380
EDUCATE UGANDA	300
EDUCATIONAL FOUNDATION INC	600
EKAL VIDYALAYA FOUNDATION OF USA INC	2,941
EPILEPSY FOUNDATION OF FLORIDA	100
Episcopal Children's Services	5,000
EPISCOPAL SCHOOL OF JACKSONVILLE INC	650
EUGENE J. BUTLER MIDDLE SCHOOL	400
Family Farms of Northeast Florida	200
FAMILY FOUNDATIONS OF NORTHEAST FLORIDA INC	1,200
Feeding NE Florida	1,100
Feeding Northeast Florida	5,000
FIRST BAPTIST ACADEMY OF JACKSONVILLE INC	100
FIRST BAPTIST CHURCH OF MANDARIN	700
FIRST CHRISTIAN CHURCH - BSA Troop 250	400
FIRST COAST NO MORE HOMELESS PETS INC	6,150
FIRST COAST SKATING CLUB OF JACKSONVILLE INC	400
FIRST DESCENTS	25
FIRST UNITED METHODIST CHURCH	700
Fishin For A Cure Inc	1,200

FLORIDA BALLET AT JACKSONVILLE INC	180
FLORIDA LYME DISEASE ASSOCIATION INC	100
FLORIDA STATE UNIVERSITY FOUNDATION INC	1,000
Florida Theatre Performing Arts Center, Inc.	1,365
FLORIDA TRAIL ASSOCIATION INC	400
FLORIDA UNITED METHODIST CHILDRENS HOME INC	125
FOCUS ON EXCELLENCE INC	680
FOOD FOR THE CHILDREN INC	25
FORT GAY MIDDLE SCHOOL	400
FORT HILL HIGH	800
FOUNDATION AGAINST COMPANION ANIMAL EUTHANASIA INC	270
FOUNDATION CHURCH	1,000
FREE METHODIST CHURCH OF GALION	620
Friends of Axson Montessori Elementary Inc F A M E	400
FRIENDS OF JACKSONVILLE ANIMALS INC	400
FRIENDS OF MIDDLEBURY HOCKEY INC	250
FRIENDS OF STOCKTON INC	900
FRIENDS OF TAMPA UNION STATION INC	400
GAINESVILLE RABBIT RESCUE INCORPORATED	800
GIRL SCOUTS IN THE HEART OF PENNSYLVANIA	100
GIRL SCOUTS OF GATEWAY COUNCIL INC	1,000
Girl Scouts Of Gateway Council Inc.	1,000
GIRLS ON THE RUN OF NORTHEAST FLORIDA	1,200
GO FOR THE GREENS FOUNDATION INC	400
GOING HOME GREYHOUNDS INC	800
GRANT COUNTY HELPING HANDS INC	25
Greater Chicago Food Depository	25
Greater Jacksonville Area USO Council, Inc	560
Greater Pittsburgh Community Food Bank	500
GREATER REFUGE TEMPLE	100
GREEN COVE SPRINGS JUNIOR HIGH SCHOOL	400
Guardian ad Litem Foundation of Florida's First Coast Inc.	1,400
GUYAN VALLEY MIDDLE SCHOOL	400
HABITAT FOR HUMANITY INTERNATIONAL INC	100
Habitat for Humanity of Jacksonville Inc	1,250
Habitat for Humanity of Wood County	2,500
HandsOn Jacksonville	8,378
HART FELT MINISTRIES INC	250
HELPING HANDS CENTER FOR SPECIAL NEEDS	400
HELPING UP MISSION OF BALTIMORE CITY INC	100
HENDERSON PEE WEE P C M ASSOC	400
Hendricks Avenue Elementary PTA	5,400
HENRY F. KITE ELEMENTARY SCHOOL	210
HERO KIDS BOOK PROJECT INC	5,000
HEROES ON THE WATER	400
HIGH FIVES FOR HOPE INC	1,000
HIGHPOINT COMMUNITY CHURCH OF ORANGE PARK INC	1,400

HINDU SOCIETY OF NORTHEAST FLORIDA INC	2,625
HODGES BOULEVARD PRESBYTERIAN CHURCH INC	1,000
HOLDING HANDS FOR HALEY FOUNDATION	400
HOPE HAVEN ASSOCIATION INC	100
HOPE WORLDWIDE LTD	220
HORSE SENSE & SENSITIVITY INC	400
HOUSE OF RUTH MARYLAND INC	100
HUBBARD HOUSE INC	125
HUGH OBRIAN YOUTH LEADERSHIP MARYLAND LEADERSHIP SEMINAR FOUNDATION	700
Humane Ohio	250
HUNTINGTON HIGH SCHOOL	400
I M SULZBACHER CENTER FOR THE HOMELESS INC	3,000
ILLINOIS PATRIOT GUARD RIDERS	400
Immanuel Baptist Church - Kathy L Hutchins Infant Resource Center	250
IMPACT CHURCH OF JACKSONVILLE INC	1,000
INDIA DEVELOPMENT SERVICE	1,000
INNOCENCE PROJECT INC	25
Interfaith Hospitality Network of Jacksonville	400
ISKCON YOUTH MINISTRIES	500
IT TAKES A VILLAGE CANINE RESCUE	210
IT WORKS GIVES BACK FOUNDATION INC	200
JACKSONVILLE COUNTRY DAY SCHOOL	150
JACKSONVILLE DANCE THEATRE INC	500
JACKSONVILLE HUMANE SOCIETY	550
JACKSONVILLE SPEECH AND HEARING CENTER INC	500
JACKSONVILLE SPEECH AND HEARING CENTER INCE	2,500
JACKSONVILLE UNIVERSITY	3,990
JACKSONVILLE URBAN LEAGUE INC	1,000
JACKSONVILLE WOMENS LEADERSHIP FORUM INC	1,000
JDRF	800
Jennifer S. Fallick Cancer Support Center	50
JEWISH FAMILY & COMMUNITY SERVICES INC	50
JUDE 3 PROJECT INC	390
Junior Achievement of North Florida	1,000
JUNIOR LEAGUE OF JACKSONVILLE INC	230
JUSTICE COALITION INC	500
Juvenile Diabetes Research Foundation International - North Florida Chapter	4,325
K9S FOR WARRIORS	1,400
KENSINGTON VALLEY HOCKEY ASSOCIATION INC	1,400
KERSHAW COUNTY HUMANE SOCIETY	250
KEY LOCK AND LANTERN INC	350
KINGSTON COLLEGE OLD BOYS ASSOCIATION OF FLORIDA INC	500
Knots4Kids	2,500
LADYBUG SERVICE CLUB INC	400
LADYBUG SERVICE CLUB INC.	2,400
LAKE GIBSON SENIOR HIGH SCHOOL	400
Larche Harbor House Inc.	210

Leadership Jacksonville, Inc.	5,000
LEARN TO READ INC	1,000
LITTLE LEAGUE BASEBALL INC	400
LIVING ON THE EDGE WITH CHIP INGRAM	200
LOGANS RUN RESCUE	250
LOWELLVILLE LOCAL SCHOOLS	250
LUTHERAN SOCIAL SERVICES OF WISCONSIN AND UPPER MICHIGAN	300
MAKE-A-WISH FOUNDATION OF CENTRAL AND NORTHERN FLORIDA	5,000
MAKE-A-WISH FOUNDATION OF CENTRAL AND NORTHERN FLORIDA INC	1,000
MANDARIN METHODIST CHURCH	700
Mandarin Presbyterian Church	240
MARYKNOLL FATHERS AND BROTHERS	400
Mental Health America of Northeast Florida	2,500
MENTORING FAMILIES AND KIDS INC	250
MENTORS OF TOMORROW ATHLETIC ASSOCIATION	800
METHODIST CHILDRENS VILLAGE INC	200
MOMS FOR SIGHT INC	3,825
MSA OF JACKSONVILLE INC	400
MULTI-PURPOSE COMMUNITY ACTION AGENCY INC	400
NAPTOWN AND WHITE RIVER MRC INC	400
NATIONAL ASSOCIATION OF VETERANS & FAMILIES INC	5,000
NATIONAL FFA FOUNDATION INC	5,000
National MS Society	400
National MS Society, North Florida Chapter	1,840
NATIONAL MULTIPLE SCLEROSIS SOCIETY	11,980
National Park Foundation	75
National Safe Place	5,000
NATIONAL WILDLIFE FEDERATION	50
NEASE BAND BOOSTERS INC	800
NEFGIS	230
NEW LIFE CHRISTIAN FELLOWSHIP OF JACKSONVILLE INC	200
NORTH CAROLINA CENTRAL UNIVERSITY FOUNDATION INC	260
NORTH CAROLINA KEEP AMERICA BEAUTIFUL	50
NORTH DEARBORN PANTRY INCORPORATED	400
NORTH FLORIDA LAND TRUST INC	5,000
NORTH FLORIDA SCHOOL OF SPECIAL EDUCATION	320
Northeast Florida American Red Cross	500
NORTHWESTERN UNIVERSITY	100
NWO LADY IRISH FASTPITCH SOFTBALL INC	400
Oakleaf Sports Association	1,200
OHIO STATE UNIVERSITY FOUNDATION	1,000
Orange Park Athletic Association	400
PACE CENTER FOR GIRLS INC	50
PACE Center for Girls, Clay	50
PACE CENTER FOR GIRLS-JAX	2,263
PHI GAMMA DELTA EDUCATIONAL FOUNDATION	100
PINE CASTLE INC	1,650

PLANNED PARENTHOOD ASSOCIATION OF METROPOLITAN WASHINGTON D C INC	240
Playworks Education Energized	400
Ponte Vedra Beach YMCA	5,000
Ponte Vedra Palm Valley Athletic Association	400
Ponte Vedra-Palm Valley Athletic Association Inc	150
PRESIDENT & FRIENDS OF MIDDLEBURY COLLEGE	50
PROFECTUS LEARNING SYSTEMS INC	1,500
PROJECT HEALING WATERS FLY FISHING INC	400
PROVERBS 31 MINISTRY INC	340
PTA FLORIDA CONGRESS	2,500
Pumpkin Pedaler Foundation	150
RADFORD UNIVERSITY FOUNDATION INC	200
REGIONAL FOOD BANK OF NORTHEAST FLORIDA INC	1,000
Risemovement, Inc.	800
Rivercity Science Academy Innovation	2,000
RIVERSIDE MILITARY ACADEMY	1,000
RONALD MCDONALD HOUSE CHARITIES OF JACKSONVILLE INC	2,710
RUSK MIDDLE SCHOOL	180
SACRED DEEDS FOUNDATION INC	500
SAFE ANIMAL SHELTER OF ORANGE PARK INC	25
SAFE PET RESCUE INC	225
SAINT ANDREWS LIGHTHOUSE INC	5,000
SALEM CHURCH ATHLETIC ASSOCIATION INC	400
SAMARITANS PURSE	500
SAN JOSE EPISCOPAL DAY SCHOOL INC	100
SAN JUAN DEL RIO CATHOLIC SCHOOL	1,400
Second Harvest Food Bank of Middle Tennessee Inc	290
SELMA VOLUNTEER FIRE COMPANY INCORPORATED	400
SEMINOLE BOOSTERS INC	400
Seniors on a Mission, Inc.	400
SHARE HEALTH SOUTHEAST GEORGIA INC	1,000
SHARE OUR HOPE INC	800
SHINDLER DRIVE BAPTIST CHURCH	1,000
SISTERS OF ST FRANCIS CONVENT	200
SOCIETY FOR THE PREVENTION OF CRUEL TY TO ANIMALS TAMPA BAY FLORIDA IN	250
Somerset Fire Department	400
SOUTHERN SCHOLARSHIP FOUNDATION INC	5,000
SOUTHSIDE SADDLE CLUB INC	800
SPANDANA FOUNDATION	1,000
Special Olympics Florida Inc	50
SPRINGHILL BAPTIST CHURCH	1,000
SRI SHIRDI SAI SOCIETY OF NORTH EAST FLORIDA INC	5,200
ST ANDREWS EPISCOAL BUILDING & GROUNDS COMM	1,000
ST FRANCIS DESALES HIGH SCHOOL FOUNDATION INC	400
ST FRANCIS XAVIER SCHOOL	800
ST JOHNS CATHEDRAL SCHOOL & EARLY LEARNING CENTER INC	100
ST JOHNS COUNTRY DAY SCHOOL	500

ST JOHNS MIDDLE SCHOOL ATHLETIC ASSOC	400
ST JOHNS RIVERKEEPER INC	900
ST JUDE CHILDRENS RESEARCH HOSPITAL INC	1,800
ST JUSTIN THE MARTYR MISSION	1,000
ST MARY SCHOOL	400
ST PAUL ELEMENTARY SCHOOL	1,000
ST STEPHENS EPISCOPAL SCHOOL	50
SUSAN G KOMEN BREAST CANCER FOUNDATION	400
SWEETWATER ATHLETIC ASSOCIATION	2,000
TERRY PARKER HIGH SCHOOL	400
THE BOGGY CREEK GANG INC	2,100
The Broken Need A Healing	250
The Everglades Foundation Inc	100
The Frank Shircliffe Memorial Basketball League	1,200
The League of Champions	200
THE SALVATION ARMY	200
THE SHRINERS HOSPITAL FOR CHILDREN	250
THE UNIVERSITY OF NORTH FLORIDA FOUNDATION INC - Coggin College of Business	100
THE UNIVERSITY OF TENNESSEE FOUNDAT ION INC	250
THORNWELL HOME FOR CHILDREN	400
Together We Rise	2,500
Tom Coughlin Jay Fund Foundation	500
TRINITY CHRISTIAN ACADEMY	400
TUCKAHOE VOLUNTEER RESCUE SQUAD INC	200
United Negro College Fund Inc	25
UNITED STATES TREASURY	2,900
UNITED WAY CHATTANOOGA	400
United Way in Wood County	2,500
UNIVERSITY OF FLORIDA FOUNDATION INC	50
University of North Florida Foundation	5,150
UNIVERSITY OF SOUTH DAKOTA FOUNDATION	1,000
UNIVERSITY OF TOLEDO FOUNDATION	25
UNIVERSITY OF VIRGINIA ENGINEERING FOUNDATION INC	500
VILLA BAPTIST CHURCH	500
VINEYARD CHRISTIAN FELLOWSHIP OF JACKSONVILLE BEACH INC	1,400
Virginia Fire Chiefs Foundation	1,000
VIRGINIA MUSEUM OF TRANSPORTATION INC	600
VOICES FOR CHILDREN OF TAMPA BAY INC	400
WASHINGTON COUNTY EXTENSION ADVISORY COUNCIL INC	400
WEST NASSAU COUNTY HIGH SCHOOL	400
Western Maryland Food Bank Inc	400
Western Maryland Scenic Railroad	1,000
WESTERN MARYLAND SCENIC RR	1,000
WESTERN RESERVE ACADEMY	100
Westshore Council of Governments - Westshore Regional CERT	260
WILDWOOD PROGRAMS INC	100
WILLIAMS COLLEGE	500

Williams Family YMCA	250
WILLIAMS SYNDROME ASSOCIATION INC	400
WJCT, Inc.	860
WOMENS CENTER OF JACKSONVILLE INC	1,250
Women's Center of Jacksonville, Inc.	400
WORLD VISION INTERNATIONAL	100
WOUNDED WARRIOR PROJECT INC	100
WREN HOLLOW P T O	400
WWP Inc.	150
YMCA	100
Yoga 4 Change Incorporated	180
YOU HAVE A CHOICE MINISTRIES INC	500
YOUNG ACHIEVERS SPRINT CLUB INC	830
YOUNG MENS CHRISTIAN ASSOCIATION OF EAU CLAIRE ENDOWMENT TRUST	250
YOUNG MENS CHRISTIAN ASSOCIATION OF METROPOLITAN ATLANTA INC	100
Youth Crisis Center	400
YOUTH CRISIS CENTER INC	1,950
ZETA TAU ALPHA FOUNDATION INC	160
ZION VIEW ATHLETIC ASSOCIATION	400
Grand Total	2,869,306

Form 990-PF Part VIII, Line 1 - Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

(a)		(b)		(c)	(d)	(e)	
Name	Address	Title	Title Role	Average hours per week devoted	Compensation	Contributions to employee benefit plans	Expense account/other allowances
Anderson, Thomas	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Austin, Mark D.	500 Water Street, Jacksonville FL 32202	Corporate Secretary	Officer	1	0	0	0
Fitzsimmons, Ellen M.	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Holman, Anne	500 Water Street, Jacksonville FL 32202	Assistant Corporate Secretary	Officer	1	0	0	0
Kaplan, Tod	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Kaplan, Tod	500 Water Street, Jacksonville FL 32202	Executive Committee	Executive Committee	1	0	0	0
Kaplan, Tod	500 Water Street, Jacksonville FL 32202	President	Officer	1	0	0	0
Kitchens, John L.	500 Water Street, Jacksonville FL 32202	Vice President and Director	Director	1	0	0	0
Marka, Jim	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Palm, Erik G.	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Pangborn, Joel W	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Pangborn, Joel W	500 Water Street, Jacksonville FL 32202	Executive Committee	Executive Committee	1	0	0	0
Pangborn, Joel W	500 Water Street, Jacksonville FL 32202	Vice President	Officer	1	0	0	0
Phibus, Debby C.	500 Water Street, Jacksonville FL 32202	Assistant Treasurer	Officer	1	0	0	0
Ross, Michelle	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Smith, Derrick W.	500 Water Street, Jacksonville FL 32202	Director	Director	1	0	0	0
Williams, Angela C	500 Water Street, Jacksonville FL 32202	Vice President and Treasurer	Director	1	0	0	0