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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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
ARIZONA PAIN FOUNDATION

A Employer identification number
26-4721408

Number and street (or P O box number if mail is not delivered to street address) Room/suite
9787 N 91ST ST SUITE 101

B Telephone number (see instructions)
(480) 245-6134

City or town, state or province, country, and ZIP or foreign postal code
SCOTTSDALE, AZ 85250

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 580,006

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)	7,279			
	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	14,333	14,333		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-13,463			
	b	Gross sales price for all assets on line 6a 284,474				
	7	Capital gain net income (from Part IV, line 2)		2,440		
	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)	336			
	12	**Total.** Add lines 1 through 11	8,485	16,773		
Operating and Administrative Expenses	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)	2,765	553		2,212
	c	Other professional fees (attach schedule)	3,263	3,263		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	280	2		8
	19	Depreciation (attach schedule) and depletion	589	589		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	4,611	74		4,537
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,508	4,481		6,757
	25	Contributions, gifts, grants paid	112,887			112,887
	26	**Total expenses and disbursements.** Add lines 24 and 25	124,395	4,481		119,644
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-115,910			
	b	**Net investment income** (if negative, enter -0-)		12,292		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	197		
	2	Savings and temporary cash investments	13,463	30,328	30,328
	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)	441,174	370,999	367,474
	c	Investments—corporate bonds (attach schedule)	247,125	185,311	182,204
	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 ▶ 4,117 Less accumulated depreciation (attach schedule) ▶ 2,353	2,353	1,764	
	15	Other assets (describe ▶ ___)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	704,312	588,402	580,006
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ___)			
	23	**Total liabilities**(add lines 17 through 22)		0	
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	704,312	588,402	
	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)	704,312	588,402	
	31	**Total liabilities and net assets/fund balances** (see instructions)	704,312	588,402	

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	704,312
2	Enter amount from Part I, line 27a	2	-115,910
3	Other increases not included in line 2 (itemize) ▶ ___	3	
4	Add lines 1, 2, and 3	4	588,402
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	588,402

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b				
c				
d				
e				

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

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				
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	2,440
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	92,549	723,914	0 127845
2014	43,997	600,039	0 073324
2013			
2012			
2011			

2	**Total** of line 1, column (d)	2	0 201169
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 100585
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	623,954
5	Multiply line 4 by line 3	5	62,760
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	123
7	Add lines 5 and 6	7	62,883
8	Enter qualifying distributions from Part XII, line 4	8	119,644

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary–see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	123
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	123
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	123
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 ☐ 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	123
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** ▶ ____ **Refunded** ▶	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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?.	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
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*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶AZ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b		No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	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?	13	Yes	

Website address ▶WWW ARIZONAPAIN COM

14 The books are in care of ▶TORY MCJUNKIN Telephone no ▶(480) 245-6134

Located at ▶9787 N 91ST STREET SUITE 101 SCOTTSDALE AZ ZIP+4 ▶85258

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 |

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	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 ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c		
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? If "Yes," list the years ▶ 20___, 20___, 20___, 20___	☐ Yes ☑ No			
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

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 ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?.		**6b**		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**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	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	**(e)** Expense account, 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."

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** 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	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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	617,977
b	Average of monthly cash balances.	1b	13,715
c	Fair market value of all other assets (see instructions).	1c	1,764
d	**Total** (add lines 1a, b, and c).	1d	633,456
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	633,456
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	9,502
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	623,954
6	**Minimum investment return.** Enter 5% of line 5.	6	31,198

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	31,198
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	123		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	123
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	31,075
4	Recoveries of amounts treated as qualifying distributions.			4	336
5	Add lines 3 and 4.			5	31,411
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	31,411

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	119,644
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	119,644
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	123
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	119,521

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				31,411
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.				
b From 2012.				
c From 2013.				
d From 2014. 14,186				
e From 2015. 56,867				
f **Total** of lines 3a through e.	71,053			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 119,644				
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.				31,411
e Remaining amount distributed out of corpus	88,233			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	159,286			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	159,286			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014. 14,186				
d Excess from 2015. 56,867				
e Excess from 2016. 88,233				

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)

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

TORY MCJUNKIN
9787 N 91ST STREET
SCOTTSDALE, AZ 85258
(480) 245-6134
CHRISTINE@ARIZONAPAIN COM

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 Additional Data Table				
Total . . . . ▶ **3a**				103,437
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	14,333	
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	-13,463	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a RETURNED CHARITABLE EXPENSES			1	336	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				1,206	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,206

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2017-11-06	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
STACY A SCHNEIDER		2017-11-09		P00251594
Firm's name ▶ SCHNEIDER & ASSOCIATE CPAS PC				Firm's EIN ▶20-3741415
Firm's address ▶ 727 E BETHANY HOME RD STE D122 PHOENIX, AZ 85014				Phone no (602) 277-2117

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
PAUL LYNCH 9787 N 91ST STREET SUITE 101 SCOTTSDALE, AZ 85258	PRESIDENT 000 00	0	0	0
TORY MCJUNKIN 9787 N 91ST STREET SUITE 101 SCOTTSDALE, AZ 85258	CHAIRMAN 000 00	0	0	0
ED RYLANDER 9787 N 91ST STREET SUITE 101 SCOTTSDALE, AZ 85258	TREASURER 000 00	0	0	0
ANDY LE 9787 N 91ST STREET SUITE 101 SCOTTSDALE, AZ 85258	SECRETARY 000 00	0	0	0
MATT VANDERWENDE 9787 N 91ST STREET SUITE 101 SCOTTSDALE, AZ 85258	DIRECTOR 000 00	0	0	0

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 *Paid during the year*				
ARIZONA MEDICAL FOUNDATION 1847 W HEATHERBRAE DR PHOENIX, AZ 85015	NONE	EXEMPT	SEX TRAFFICKING AWARENESS	100
ASSEMBLIES OF GOD 1445 N BOONVILLE AVE SPRINGFIELD, MO 65802	NONE	EXEMPT	SOUTHERN AFRICA MISSION GRANT	7,800
AWAKENING FIRES MINISTRY 404 CHURCH STREET MACON, GA 31217	NONE	EXEMPT	MINISTRY SUPPORT	5,000
CHI ALPHA CAMPUS MINISTRY 198 N PECAN CT GILBERT, AZ 85234	NONE	EXEMPT	SUPPORT CAMPUS EVENTS	700
CHILDREN'S ORGAN TRANSPLANT ASSOC 2501 WEST COTA DRIVE BLOOMINGTON, IN 47403	NONE	EXEMPT	BENEVOLENCE	500
Total . . . . ▶ 3a				103,437

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 *Paid during the year*				
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 809213668	NONE	EXEMPT	UNRESTRICTED SUPPORT	5,500
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CITY, MO 64129	NONE	EXEMPT	UNRESTRICTED SUPPORT	250
HEALING HANDS ABROAD FOUNDATION 2372 VICTORY BOULEVARD STATEN ISLAND, NY 10314	NONE	EXEMPT	UNRESTRICTED SUPPORT	500
IN HIS IMGAGE PO BOX 1191 TULSA, OK 74101	NONE	EXEMPT	UNRESTRICTED SUPPORT	8,200
INTERNATIONAL OUTREACH MINISTRIES PO BOX 2140 MCCOMB, MS 39649	NONE	EXEMPT	UNRESTRICTED SUPPORT	1,200
Total . . . . ▶ 3a				103,437

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 *Paid during the year*				
IT'S A CHILD'S LIFE FOUNDATION 13897 COUNTY ROAD 1564 ADA, OK 74820	NONE	EXEMPT	ORPHAN MUD RUN	1,000
JUST GIVE PO BOX 702443 TULSA, OK 741702443	NONE	EXEMPT	AFRICAN CHILDRENS HOSPITAL SUPPORT	1,155
LEUKEMIA AND LYMPHOMA SOCIETY 3 INTERNATIONAL DRIVE SUITE 200 RYE BROOK, NY 10573	NONE	EXEMPT	UNRESTRICTED SUPPORT	500
MAMUSH INTERNATIONAL 18 EHRLICH ROAD AUSTIN, TX 78746	NONE	EXEMPT	MISSIONARY SUPPORT	1,442
SERGE AKA WORLD HARVEST MISSION 101 WEST AVE STE 305 JENKINTOWN, PA 19046	NONE	EXEMPT	MISSIONARY SUPPORT	1,100
Total . . . . ▶ 3a				103,437

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 *Paid during the year*				
SIM USA 2948 COLORADO AVE SANTA MONICA, CA 90404	NONE	EXEMPT	MALAWI MISSION GRANT	3,300
UNCONDITIONAL LOVE MINISTRIES 8745 GARY BURNS DRIVE SUITE 160-354 FRISCO, TX 75034	NONE	EXEMPT	UNRESTRICTED SUPPORT	2,500
WORLD PIX 5050 N 40TH ST STE 200 PHOENIX, AZ 85018	SHARED OFFICER	APPLIED FOR	NONPROFIT STARTUP GRANT	61,490
YOUNG LIFE 1130 E MISSOURI AVE STE 4 PHOENIX, AZ 85014	NONE	EXEMPT	UNRESTRICTED SUPPORT	1,200
Total . . . . ▶ **3a**				103,437

TY 2016 Accounting Fees Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	2,765	553		2,212

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TY 2016 Depreciation Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
EQUIPMENT	2013-01-01	4,117	1,764	S/L	7 0000	589	589		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ISHARES IBOXX INVESTMETN GRADE CORP	2015-05	PURCHASE	2016-02		7,924	8,288			-364	
ALTEGRIS FIXED INC LONG SHORT	2014-10	PURCHASE	2016-02		18,006	22,519			-4,513	
CAUSEWAY INTERNATIONAL VALUE	2014-10	PURCHASE	2016-11		13,682	15,019			-1,337	
CAUSEWAY INTERNATIONAL VALUE	2015-05	PURCHASE	2016-11		8,473	10,019			-1,546	
EATON VANCE BOND FUND	2014-10	PURCHASE	2016-02		16,667	22,504			-5,837	
GOLDMAN SACHS MLP ENERGY	2014-10	PURCHASE	2016-11		10,340	15,004			-4,664	
GOLDMAN SACHS MLP ENERGY	2015-08	PURCHASE	2016-11		4,389	5,004			-615	
HARDING LOEVNER FRNT EMERG MRKTS	2014-10	PURCHASE	2016-11		3,764	5,019			-1,255	
HENDERSON EUROPEAN FOCUS	2014-10	PURCHASE	2016-11		4,981	5,789			-808	
INVESCO DIVIDEND SUSTAINABILITY UIT	2014-10	PURCHASE	2016-08		42,133	36,072			6,061	
ISHARES IBOXX INVESTMETN GRADE CORP	2015-06	PURCHASE	2016-11		18,813	18,944			-131	
JOHN HANCOCK CORE HIGH YEILD	2014-10	PURCHASE	2016-12		17,732	20,004			-2,272	
JOHN HANCOCK CORE HIGH YEILD	2015-06	PURCHASE	2016-12		10,954	12,004			-1,050	
JPMORGAN UNDISCOVERD MNG BEHAVIOR	2014-10	PURCHASE	2016-11		3,981	3,666			315	
JPMORGAN UNDISCOVERD MNG BEHAVIOR	2014-10	PURCHASE	2016-11		4,981	4,209			772	
OPPENHEIMER INTL GROWTH	2014-10	PURCHASE	2016-11		3,981	4,077			-96	
VANGUARD EQUITY INCOME	2014-10	PURCHASE	2016-05		11,966	11,570			396	
VANGUARD EQUITY INCOME	2014-10	PURCHASE	2016-08		14,478	13,449			1,029	
VANGUARD GNMA INVESTOR	2014-10	PURCHASE	2016-02		49,827	50,019			-192	
RS SMALL CAP GROWTH	2014-10	PURCHASE	2016-11		4,981	4,714			267	
VOYA GNMA INCOME	2015-05	PURCHASE	2016-11		9,981	10,044			-63	

TY 2016 Investments Corporate Bonds Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FXDIX: ALTGRIS INC LONG SHORT		
EVBIX: EATON VANCE BOND FUND		
EIFAX: EATON VANCE FLOATING RATE FD	30,004	30,364
JYIIX: JOHN HANCOCK CORE HIGH YEILD		
MBDIX: MFS BOND FUND	42,835	41,827
MEDIX: MFS EMERGING MARKETS DEBT	22,504	21,584
VFIIX: VANGUARD GNMA INVESTOR		
IGMWX: VOYA GNMA INCOME FUND	59,964	58,519
VCFIX: VOYA SECURITIZED CREDIT FUND	30,004	29,910
LQD: ISHARES IBOXX INVESTMENT GRADE		

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TY 2016 Investments Corporate Stock Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESCO DIVIDEND SUSTAINABILITY UIT	42,310	40,390
CIVIX: CAUSEWAY INTERNATIONAL VALUE		
CCRIX: COLUMBIA ACORN INTERNATIONAL	17,508	15,035
GMLPX: GOLDMAN SACHS ENERGY MLP		
HLFMX: HARDING LOEVNER FMT EMG MKTS		
HFEIX: HENDERSON EUROPEAN FOCUS	19,249	17,047
JVMIX: JHANCOCK DISCIPLINED MID CAP	13,004	13,949
HLGEX: JPMORGAN MID CAP GROWTH	33,008	32,002
UBVSX: JPMORGAN UNDISC MGR BEHAVIOR	19,133	22,717
MFEIX: MFS GROWTH PORTFOLIO	50,008	53,739
MEIIX: MFS VALUE FUND	25,004	26,813
ODVYX: OPPENHEIMER DEV MARKETS	30,008	26,145
OIGYX: OPPENHEIMER INTL GROWTH	20,931	20,326
PURZX: PRUDENTIAL GLOBAL REAL ESTATE	37,504	33,973
TSWIX: TRANSAMERICA INTL EQUITY	22,019	21,827
RSYEX: RS SMALL CAP GROWTH	21,294	22,511
VEIPX: VANGUARD EQUITY INCOME		
VASVX: VANGUARD SELECTED VALUE	20,019	21,000

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TY 2016 Land, Etc. Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT	4,117	2,353	1,764	

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TY 2016 Other Expenses Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	225	45		180
CHILDREN AROUND THE WORLD EVE	4,189			4,189
MISCELLANEOUS EXPENSES	197	29		168

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TY 2016 Other Income Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RETURNED CHARITABLE EXPENSES	336		

TY 2016 Other Professional Fees Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	3,263	3,263		

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TY 2016 Taxes Schedule

Name: ARIZONA PAIN FOUNDATION

EIN: 26-4721408

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL CORPORATION REPORT	10	2		8
FEDERAL INCOME TAX (PRIOR YEAR)	270			