

For calendar year 2016 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation

**PAUL FAMILY FOUNDATION INC.**

Number and street (or P O box number if mail is not delivered to street address)

**365 W. 62ND ST****A Employer identification number****30-0105821**

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

**INDIANAPOLIS, IN 46260****B Telephone number****317-253-2492**

**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

**C If exemption application is pending, check here ►****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** **J Accounting method:**  Cash  Accrual  
(from Part II, col (c), line 16)  Other (specify) \_\_\_\_\_

**F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►****► \$ 329,723. (Part I, column (d) must be on cash basis.)**

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>	<b>(d) Disbursements for charitable purposes (cash basis only)</b>
1 Contributions, gifts, grants, etc., received					
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,375.	1,375.		<b>STATEMENT 1</b>
4 Dividends and interest from securities		2,930.	2,930.		<b>STATEMENT 2</b>
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<6,758.>			
b Gross sales price for all assets on line 6a	91,800.				
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<2,453.>	4,305.	0.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	3,500.	0.	0.	0.
c Other professional fees	STMT 4	2,416.	2,416.	0.	0.
17 Interest					
18 Taxes	STMT 5	402.	270.	0.	0.
19 Depreciation and depletion					
20 Occupancy	RECEIVED				
21 Travel, conferences, and meetings					
22 Printing and publications	JUL 31 2017				
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23	OPEN, UT	6,318.	2,686.	0.	0.
25 Contributions, gifts, grants paid		20,300.			20,300.
26 Total expenses and disbursements. Add lines 24 and 25		26,618.	2,686.	0.	20,300.
27 Subtract line 26 from line 12:		<29,071.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			1,619.		
c Adjusted net income (if negative, enter -0-)				0.	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing		8,639.	2,323.	2,323.
2	Savings and temporary cash investments				
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock	STMT 6	247,035.	234,754.	272,058.
c	Investments - corporate bonds	STMT 7	66,656.	55,838.	55,342.
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		322,330.	292,915.	329,723.
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ►)	STATEMENT 8	344.	0.	
23	<b>Total liabilities</b> (add lines 17 through 22)		344.	0.	
Liabilities	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				
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		321,986.	292,915.	
30	<b>Total net assets or fund balances</b>		321,986.	292,915.	
31	<b>Total liabilities and net assets/fund balances</b>		322,330.	292,915.	

## 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	321,986.
2	Enter amount from Part I, line 27a	2	<29,071.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	292,915.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	292,915.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	<b>SEE ATTACHED STATEMENT</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	91,800.		98,558.	<6,758. >	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69			
a					
b					
c					
d					
e				<6,758. >	
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	<6,758. >
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	18,220.	360,351.	.050562
2014	27,792.	386,577.	.071893
2013	21,749.	375,123.	.057978
2012	27,995.	372,632.	.075128
2011	22,046.	392,502.	.056168
2 Total of line 1, column (d)			2 .311729
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 .062346
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 333,437.
5 Multiply line 4 by line 3			5 20,788.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 16.
7 Add lines 5 and 6			7 20,804.
8 Enter qualifying distributions from Part XII, line 4			8 20,300.

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	32.	
Date of ruling or determination letter: _____					
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	0.		
3	Add lines 1 and 2				
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-				
6	Credits/Payments:	6a 6b 6c 6d	0.		
a	2016 estimated tax payments and 2015 overpayment credited to 2016				
b	Exempt foreign organizations - tax withheld at source				
c	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld				
7	Total credits and payments. Add lines 6a through 6d	7	0.		
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached				
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>			► 9	32.
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>				
11	Enter the amount of line 10 to be: <b>Credited to 2017 estimated tax</b> ► <b>Refunded</b> ► 11				

**Part VII-A Statements Regarding Activities**

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 1b 1c	Yes X X	
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?			
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>				
c	Did the foundation file Form 1120-POL for this year?	2	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
(1)	On the foundation. ► \$ <u>0.</u>			
(2)	On foundation managers. ► \$ <u>0.</u>			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>	3 4a 4b	X X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			
<i>If "Yes," attach a detailed description of the activities.</i>				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	5	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			
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?	6 7	X X	
<i>If "Yes," attach the statement required by General Instruction T.</i>				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
<ul style="list-style-type: none"> <li>• By language in the governing instrument, or</li> <li>• 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?</li> </ul>				
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	N/A	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>IN</u>			
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>			
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	8b 9 10	X X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>			

## 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Website address ► <u>N/A</u>			
14	The books are in care of ► <u>GERALD PAUL</u> Located at ► <u>365 W. 62ND ST., INDIANAPOLIS, IN</u>	Telephone no. ► <u>317-253-2492</u>	ZIP+4 ► <u>46260</u>
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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes	
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?	<input type="checkbox"/> Yes	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	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.)	<input type="checkbox"/> Yes	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	<input type="checkbox"/> Yes	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes	
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?	<input type="checkbox"/> Yes	

## 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)?

Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**

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?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

## Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GERALD PAUL 365 W. 62ND ST INDIANAPOLIS, IN 46260	PRESIDENT 0.00	0.	0.	0.
DORIT PAUL 365 W. 62ND ST INDIANAPOLIS, IN 46260	SECRETARY/TREASURER 0.00	0.	0.	0.

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

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

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

► 0

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**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total** number of others receiving over \$50,000 for professional services ►

0

**Part IX-A** **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	N/A	Expenses
2		
3		
4		

**Part IX-B** **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3		0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a <b>329,534.</b>
b	Average of monthly cash balances	1b <b>8,981.</b>
c	Fair market value of all other assets	1c <b></b>
d	<b>Total</b> (add lines 1a, b, and c)	1d <b>338,515.</b>
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e <b>0.</b>
2	Acquisition indebtedness applicable to line 1 assets	2 <b>0.</b>
3	Subtract line 2 from line 1d	3 <b>338,515.</b>
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 <b>5,078.</b>
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5 <b>333,437.</b>
6	<b>Minimum investment return.</b> Enter 5% of line 5	6 <b>16,672.</b>

**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 <b>16,672.</b>
2a	Tax on investment income for 2016 from Part VI, line 5	2a <b>32.</b>
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b <b></b>
c	Add lines 2a and 2b	2c <b></b>
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 <b>16,640.</b>
4	Recoveries of amounts treated as qualifying distributions	4 <b>0.</b>
5	Add lines 3 and 4	5 <b>16,640.</b>
6	Deduction from distributable amount (see instructions)	6 <b>0.</b>
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 <b>16,640.</b>

**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 <b>20,300.</b>
b	Program-related investments - total from Part IX-B	1b <b>0.</b>
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2 <b></b>
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a <b></b>
b	Cash distribution test (attach the required schedule)	3b <b></b>
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 <b>20,300.</b>
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 <b>0.</b>
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 <b>20,300.</b>

**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				16,640.
2 Undistributed income, if any, as of the end of 2016			0.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	15.			
b From 2012	9,653.			
c From 2013	3,355.			
d From 2014	9,151.			
e From 2015	334.			
f Total of lines 3a through e		22,508.		
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 20,300.			0.	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				16,640.
e Remaining amount distributed out of corpus		3,660.		
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:		26,168.		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017			0.	0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.		
8 Excess distributions carryover from 2011 not applied on line 5 or line 7		15.		
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a		26,153.		
10 Analysis of line 9:				
a Excess from 2012	9,653.			
b Excess from 2013	3,355.			
c Excess from 2014	9,151.			
d Excess from 2015	334.			
e Excess from 2016	3,660.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ►

b Check box to indicate whether the foundation is a private operating foundation described in section

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

## 1 Information Regarding Foundation Managers:

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

## **NONE**

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

**NONE**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a. The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 9

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

- #### **6 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	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
<b>a Paid during the year</b>				
SEE ATTACHED LIST 365 W 62ND ST INDIANAPOLIS, IN 46260	NONE		OPERATION	20,300.
<b>Total</b>				► 3a 20,300.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,375.	
4 Dividends and interest from securities			14	2,930.	
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	<6,758. >	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)	0.		<2,453. >	0.	
13 Total. Add line 12, columns (b), (d), and (e)	13		<2,453. >		
(See worksheet in line 13 instructions to verify calculations.)					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

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

- 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
  - (2) Other assets

**b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization
  - (2) Purchases of assets from a noncharitable exempt organization
  - (3) Rental of facilities, equipment, or other assets
  - (4) Reimbursement arrangements
  - (5) Loans or loan guarantees
  - (6) Performance of services or membership or fundraising solicitation

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

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.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

17-24-17

Date \_\_\_\_\_

► **PRESIDENT**

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of filer or trustee		Date	File No.		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<b>DAVID B. CHARLES</b>		<b>DAVID B. CHARLES</b>	<b>06/14/17</b>	<b>P00530185</b>
	Firm's name ► <b>KSM BUSINESS SERVICES, INC.</b>			Firm's EIN ► <b>35-2123203</b>	
Firm's address ► <b>P.O. BOX 40857 INDIANAPOLIS, IN 46240-0857</b>			Phone no. <b>(317) 580-2000</b>		

## PAUL FAMILY FOUNDATION INC.

## 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	CROWN CASTLE INTL	P	10/23/14	04/18/16
b	DANONE SPONSORED ADR	P	07/15/14	11/07/16
c	DANONE SPONSORED ADR	P	VARIOUS	11/09/16
d	DEERE & COMPANY	P	09/30/14	03/28/16
e	IVA WWDE	P	04/29/09	11/30/16
f	UNION PACIFIC CORP	P	01/30/15	04/18/16
g	VODAFONE GRP	P	10/20/09	11/09/16
h	YADKIN FINANCIAL CORP	P	VARIOUS	07/25/16
i	AMERN EXPRESS	P	03/02/15	10/06/16
j	CF INDS HLDGS	P	08/11/15	08/11/16
k	BMW BANK	P	10/21/13	10/25/16
l	GS BK USA	P	VARIOUS	12/12/16
m	CAPITAL GAINS DIVIDENDS			
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,807.		4,647.	160.
b 3,139.		3,518.	<379.>
c 2,642.		3,017.	<375.>
d 5,983.		6,163.	<180.>
e 1,500.		1,134.	366.
f 4,039.		5,966.	<1,927.>
g 3,329.		4,920.	<1,591.>
h 3,810.		3,207.	603.
i 4,641.		6,160.	<1,519.>
j 1,752.		4,740.	<2,988.>
k 22,000.		22,000.	0.
l 32,221.		33,086.	<865.>
m 1,937.			1,937.
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			160.
b			<379.>
c			<375.>
d			<180.>
e			366.
f			<1,927.>
g			<1,591.>
h			603.
i			<1,519.>
j			<2,988.>
k			0.
l			<865.>
m			1,937.
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<6,758.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
LESS PURCHASED INTEREST	<34.>	<34.>	<34.>
STIFEL, NICOLAUS	4.	4.	4.
STIFEL, NICOLAUS	1,405.	1,405.	1,405.
TOTAL TO PART I, LINE 3	1,375.	1,375.	1,375.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
STIFEL	4,867.	1,937.	2,930.	2,930.	2,930.
TO PART I, LINE 4	4,867.	1,937.	2,930.	2,930.	2,930.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KSM	3,500.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	3,500.	0.	0.	0.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	2,416.	2,416.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	2,416.	2,416.	0.	0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	270.	270.	0.	0.
FEDERAL TAX	132.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	402.	270.	0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	234,754.	272,058.
TOTAL TO FORM 990-PF, PART II, LINE 10B	234,754.	272,058.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS	55,838.	55,342.
TOTAL TO FORM 990-PF, PART II, LINE 10C	55,838.	55,342.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	8
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
REIMBURSE PRIOR YEAR TAXES	344.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	344.	0.

PAUL FAMILY FOUNDATION  
2016

<u>STOCKS</u>	End of Year	End of Year
	Cost	FMV
Apple, Inc	6,348.22	9,728.88
Abbvie	5,527.65	5,635.80
Alphabet, Inc	5,444.76	7,924.50
Amgen, Inc	5,544.25	5,117.35
Bristol Myers Squibb	5,494.24	5,259.60
Intel Corp	5,810.72	9,974.25
Keycorp New	717.00	913.50
Microsoft Corp	4,896.48	10,874.50
Nestle S A SPNSD ADR	6,275.00	8,967.50
PROCTOR GAMBLE	6,173.94	8,408.00
Regions Financial	5,659.50	7,539.00
TJX Companies	4,896.65	4,658.06
Unilever PLC	6,729.83	6,105.00
Viacom Inc	10,149.34	7,020.00
Johnson Controls	5,500.39	5,148.75
	85,167.97	103,274.69

<u>MUTUAL FUNDS</u>		
IVA FIDUCIARY TR	149,586.22	168,782.83

total stocks & mutual fds	234,754.19	272,057.52
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<u>BONDS</u>		
Discover Bank	22,267.42	22,281.60
BMW BANK		
GE CAP FINL INC	11,308.33	11,001.43
GE CAP Retail Bank	22,261.96	22,058.52
	55,837.71	55,341.55

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT

9

## NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

GERALD PAUL  
365 W 62ND STREET  
INDIANAPOLIS, IN 46260

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
317-471-3568	NONE

## FORM AND CONTENT OF APPLICATIONS

SEND LETTER STATING THE TYPE OF ORGANIZATION & MISSION STATEMENT, AMOUNT OF DONATION, ADDRESS OF ORGANIZATION, NAME AND TELEPHONE NUMBER OF CONTACT PERSON.

## ANY SUBMISSION DEADLINES

NOT APPLICABLE

## RESTRICTIONS AND LIMITATIONS ON AWARDS

ASSISTANCE WILL ONLY BE PROVIDED TO ORGANIZATIONS THAT PROVIDE THE FOLLOWING SERVICES: RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, EDUCATIONAL, OR TESTING FOR PUBLIC SAFETY.

Name	Address	City	State	Zip	Amount
Alliance Family Foundation - Indianapolis Museum of Art American Society for Yad V'shem	4000 Michigan Road 500 Fifth Avenue, 42nd Floor	Indianapolis New York	IN	46208 10110-4299	1,250 00 150 00 public charity public charity
Amnesty International USA	5 Penn Plaza, 16th Floor	New York	NY	10001	200 00 public charity
Amnesty International USA	5 Penn Plaza, 16th Floor	New York	NY	10001	200 00 public charity
Amnesty International USA	5 Penn Plaza, 16th Floor	New York	NY	10001	200 00 public charity
Birthright Israel	33 East 33rd Street 7th Fl	New York	NY	10016	200 00 Private Foundation
Christel House	10 W Market Street, Suite 1990 P O Box 1706	Indianapolis	IN	46204 46206-1706	250 00 2,500 00 public charity public charity
Classical Music IND	500 W Washington Street	Indianapolis	IN	46206-1706	500 00 public charity
Classical Music IND	4603 Clarendon Road, Room 32	Indianapolis	IN	46208	1,000 00 public charity
Dance Kaleidoscope	4603 Clarendon Road, Room 32	Indianapolis	IN	46208	1,500 00 public charity
Dayspring	P O Box 44105 PO Box 5030	Indianapolis	IN	46244 21741-5030	200 00 300 00 public charity public charity
Doctors Without Borders	148 Broadway	Hagerstown	MD	46204	1,000 00 public charity
Eitejjang	429 E Vermont Street	Indianapolis	IN	46204	1,500 00 public charity
Eitejjang	820 E 67th St	Indianapolis	IN	46208	250 00 public charity
Girls, Inc	3935 N Meridian St	Indianapolis	IN	10001-5004	150 00 public charity
HIAS	333 Seventh Avenue, 16th Floor	New York	NY	94804	350 00 public charity
House Rabbit Society of Indiana	148 Broadway	Richmond	CA	46202	250 00 Private Foundation
Indiana Ads Fund	429 E Vermont Street	Indianapolis	IN	46220	250 00 public charity
Indianapolis Art Center	820 E 67th St	Indianapolis	IN	46240	500 00 public charity
Indianapolis Early Music	3646 Bay Road, S Drive	Indianapolis	IN	46202	1,000 00 public charity
Indiana Historical Society	450 West Ohio Drive	Indianapolis	IN	10013	100 00 public charity
Innocence project	40 Worth Street Suite 701	New York	NY	46206	250 00 public charity
Indianapolis Marion County Public Library	2450 N Meridian St	Indianapolis	IN	46260	400 00 public charity
JCC	6701 Hoover Rd	Tarrytown	NY	10591	250 00 public charity
JCC on the Hudson	371 S Broadway	Bloomington	IN	47402	1,000 00 public charity
Jewish Studies Indiana University Foundation	P O Box 500	Indianapolis	IN	46202	150 00 public charity
Julian Center	2011 North Meridian Street	Indianapolis	IN	46219	150 00 public charity
Lutheran Child and Family Services	1525 N Ritter Ave	Washington	DC	20005	250 00 public charity
Naral - Pro Choice America	1156-15th Street WN 700	Indianapolis	IN	46208	150 00 public charity
NCIW	1100 W 42nd Street	Washington	DC	20037	100 00 public charity
New Israel Fund	2100 M Street NW No 619	Indianapolis	IN	46202	350 00 public charity
Phoenix Theatre	749 N Park Avenue	Indianapolis	IN	46225	300 00 public charity
Planned Parenthood	200 S Meridian St, Ste 400	Indianapolis	IN	46204-3509	250 00 public charity
Riley's Childrens Foundation	30 S Meridian St, Suite 200	Indianapolis	IN	46204-3509	250 00 public charity
Second Helpings	1121 Southwestern Avenue	Indianapolis	IN	46202	200 00 public charity
Southern Poverty Law Center	403 Washington Avenue	Montgomery	AL	36104	300 00 public charity
Union of Concerned Scientists	Two Brattle Square	Cambridge	MA	02138	250 00 public charity
Union of Concerned Scientists	Two Brattle Square	Cambridge	MA	02138	500 00 public charity
Herron School of Art and Design	735 W New York	Indianapolis	IN	46202	1,000 00 public charity
Yad Sara	450 Park Avenue, 7th floor	New York	NY	10022	150 00 public charity
The Culver School	232 West End Avenue	New York	NY	10024	250 00 public charity