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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

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▶ 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 TSF		A Employer identification number 43-6855044
Number and street (or P.O. box number if mail is not delivered to street address) 2071 N. BECHTLE AVE. #203		B Telephone number (see instructions) 866-752-2127
City or town, state or province, country, and ZIP or foreign postal code SPRINGFIELD, OH 45504-1503		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) ▶ \$ 49,067,927.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

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)				
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	962,431.	959,095.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-3,291.			
b	Gross sales price for all assets on line 6a 26,878,111.				
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)	79.			STMT 2
12	Total. Add lines 1 through 11	959,219.	959,095.		
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) STMT 3	8,655.	1,793.	NONE	6,862.
c	Other professional fees (attach schedule) STMT 4	204,801.	200,380.	NONE	4,421.
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 5	1,494.			1,494.
24	Total operating and administrative expenses. Add lines 13 through 23.	214,950.	202,173.	NONE	12,777.
25	Contributions, gifts, grants paid	2,333,689.			2,323,689.
26	Total expenses and disbursements. Add lines 24 and 25	2,548,639.	202,173.	NONE	2,336,466.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-1,589,420.			
b	Net investment income (if negative, enter -0-)		756,922.		
c	Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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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	206,971.	116,219.	116,219.
	2	Savings and temporary cash investments	188,973.	320,755.	320,755.
	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 ▶	NONE		
	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)	36,024,137.	34,359,293.	48,630,953.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	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)	36,420,081.	34,796,267.	49,067,927.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	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)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here 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	36,420,081.	34,796,267.	
30	Total net assets or fund balances (see instructions)	36,420,081.	34,796,267.		
31	Total liabilities and net assets/fund balances (see instructions)	36,420,081.	34,796,267.		

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	36,420,081.
2	Enter amount from Part I, line 27a	2	-1,589,420.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	34,830,661.
5	Decreases not included in line 2 (itemize) ▶	5	34,394.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	34,796,267.

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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.)
1 a PUBLICLY TRADED SECURITIES					
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 26,878,111.		26,881,402.	-3,291.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			-3,291.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-3,291.	
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					

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	2,277,988.	47,563,347.	0.047894
2014	1,958,603.	47,449,242.	0.041278
2013	1,707,391.	41,301,868.	0.041339
2012	1,553,635.	35,299,143.	0.044013
2011	1,407,580.	33,642,329.	0.041840
2 Total of line 1, column (d)			2 0.216364
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 0.043273
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 46,583,540.
5 Multiply line 4 by line 3.			5 2,015,810.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 7,569.
7 Add lines 5 and 6.			7 2,023,379.
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 2,336,466.

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	7,569.
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	7,569.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,569.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	82,976.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	82,976.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	75,407.
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?		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) ☐ <u>MO</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 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	

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X
14 The books are in care of ► BANK OF AMERICA Telephone no. ► (866) 752-2127 Located at ► 135 S. LASALLE, CHICAGO, IL ZIP+4 ► 60603		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes	☒ No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
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)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ 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? . . . STMT. 12 ☒ 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** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ 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	(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
E SMITH 2071 N BECHTLE AVE #208, SPRINGFIELD, OH 45504-1503	TRUSTEE 1	-0-	-0-	-0-

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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

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

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	46,869,341.
b	Average of monthly cash balances	1b	423,593.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	47,292,934.
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	NONE
3	Subtract line 2 from line 1d	3	47,292,934.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	709,394.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,583,540.
6	Minimum investment return. Enter 5% of line 5	6	2,329,177.

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	2,329,177.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	7,569.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,569.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,321,608.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,321,608.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,321,608.

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	2,336,466.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,336,466.
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	7,569.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,328,897.

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				2,321,608.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			2,277,678.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 2,336,466.				
a Applied to 2015, but not more than line 2a . . .			2,277,678.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				58,788.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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.				2,262,820.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 . . .	NONE			
b Excess from 2013 . . .	NONE			
c Excess from 2014 . . .	NONE			
d Excess from 2015 . . .	NONE			
e Excess from 2016 . . .	NONE			

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

NOT APPLICABLE

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)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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 SCHEDULE	N/A	SEE ATTACH	SEE ATTACHED	2,333,689.
Total			▶ 3a	2,333,689.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XV-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.)

NOT APPLICABLE

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

- | | | | |
|--|--------------|-----|----|
| <p>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?</p> | | Yes | No |
| <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> | | | |
| <p>(1) Cash</p> | 1a(1) | | X |
| <p>(2) Other assets</p> | 1a(2) | | X |
| <p>b Other transactions</p> | | | |
| <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b(1) | | X |
| <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b(2) | | X |
| <p>(3) Rental of facilities, equipment, or other assets</p> | 1b(3) | | X |
| <p>(4) Reimbursement arrangements</p> | 1b(4) | | X |
| <p>(5) Loans or loan guarantees</p> | 1b(5) | | X |
| <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b(6) | | X |
| <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | 1c | | X |
| <p>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.</p> | | | |

[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.

[illegible]

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

KENTON JOHNSON

Preparer's signature

Kent John

Date

5-2-2017

Check ☐ if self-employed	PTIN
---	------

Firm's name ► BANK OF AMERICA, N.A.

Firm's EIN ▶ 94-1687665

Firm's address ► 135 S. LASALLE STREET

CHICAGO, IL

60603

Phone no

Form **990-PF** (2016)

TSF
43-6855044

12/31/2016
PART XV, CONTRIBUTIONS, GIFTS, GRANTS PAID

Recipient	City and State	Relationship	Purpose	Status	Amount
100 Neediest Cases	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
14 Fund - St. Louis Blues	St. Louis, MO	N/A	Military Appreciation night	PC	5,000
Action for Autism	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Almost Home	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Alzheimers Disease and Related Disorders Association	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
American Cancer Society	St. Louis, MO	N/A	Real Men Wear Pink	PC	5,000
American Cancer Society	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
American Diabetes Association	Sunset Hills, MO	N/A	Unrestricted General Support	PC	20,000
American Foundation for Suicide Prevention	St. Louis, MO	N/A	Unrestricted General Support	PC	2,500
American Heart Association	St. Louis, MO	N/A	Jumprope for Heart	PC	100
American Heart Association	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
American Lung Association of Eastern MO	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
American Red Cross	St. Louis, MO	N/A	Tennessee Fires	PC	20,000
American Red Cross	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Angels Arms	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Animal Protective Association	St. Louis, MO	N/A	Unrestricted General Support	PC	1,000
Animal Protective Association	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Art Unleashed	Chesterfield, MO	N/A	Unrestricted General Support	PC	10,000
Arthritis Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Autism Speaks	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Avery's Angels Foundation	Wildwood, MO	N/A	Unrestricted General Support	PC	3,000
Back Stoppers	St. Louis, MO	N/A	Unrestricted General Support	PC	25,000
Big Brothers Big Sisters of Eastern Missouri	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Boone center Inc.	Columbia, MO	N/A	Unrestricted General Support	PC	10,000
Boys & Girls Clubs of Greater St. Louis	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Boys Hope Girls Hope	St. Louis, MO	N/A	Gift Cards	PC	1,547

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12/31/2016
PART XV, CONTRIBUTIONS, GIFTS, GRANTS PAID

Recipient	City and State	Relationship	Purpose	Status	Amount
Boys Hope Girls Hope	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Call for Help Inc.	East St. Louis, IL	N/A	Unrestricted General Support	PC	15,000
Camp Wyman Foundation	Eureka, MO	N/A	Unrestricted General Support	PC	20,000
Canadian Red Cross	Ottawa, ON	N/A	Alberta Fires	PF	10,000
Cardinal Glennon Children's Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Casa de Salud	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Center for Hearing and Speech	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Center for Women in Transition	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Central Missouri Food Bank	Columbia, MO	N/A	Unrestricted General Support	PC	15,000
Children's Home Society	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
City Academy	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Cornerstone Center for Early Childhood Learning	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Covenant House	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Cystic Fibrosis	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Daughters of St. Paul	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Disabled Athlete Sports Association	St. Peters, MO	N/A	Unrestricted General Support	PC	10,000
Dollar-Help	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Easter Seals	Ballwin, MO	N/A	Unrestricted General Support	PC	20,000
Epworth	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Every Child's Hope	Overland, MO	N/A	Unrestricted General Support	PC	15,000
Family Resource Center	St. Louis, MO	N/A	Unrestricted General Support	PC	50,000
Fathers Support Center	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Flance Early Learning Center	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Forest Park Forever	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Foster and Adoptive Care Coalition	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Free Bikes For Kids (FB4K)	Long Lake, MN	N/A	Unrestricted General Support	PC	10,000

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12/31/2016
PART XV, CONTRIBUTIONS, GIFTS, GRANTS PAID

Recipient	City and State	Relationship	Purpose	Status	Amount
Friends of Kids With Cancer	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Gateway 180 (Homeless services)	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Giant Steps	Maplewood, Mo	N/A	Unrestricted General Support	PC	10,000
Give Kids a Smile	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Good Shepherd Children and Family Services	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Grace Hill	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Great Circle (Edgewood)	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Habitat for Humanity	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Harvesters: The Community Food Network	Kansas City, MO	N/A	Unrestricted General Support	PC	15,000
Homes for Our Troops	Taunton, MA	N/A	Unrestricted General Support	PC	10,000
Humane Society	St. Louis, MO	N/A	Memorial - Ken Johnson service dog	PC	200
Humane Society	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Immigrant and Refugee Women's Program	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Independence Center	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Innovative Concepts Academy	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Junior Achievement	Chesterfield, MO	N/A	Bowlathon tshirts	PC	3,000
Junior Achievement	Chesterfield, MO	N/A	Business Hall of Fame Gala	PC	625
Junior Achievement	Chesterfield, MO	N/A	Business Hall of Fame Gala	PC	5,000
Junior Achievement	Chesterfield, MO	N/A	Golf Tournament	PC	2,500
Junior Achievement	Chesterfield, MO	N/A	Unrestricted General Support	PC	15,000
Juvenile Diabetes	St. Louis, MO	N/A	Unrestricted General Support	PC	386
Juvenile Diabetes	St. Louis, MO	N/A	Unrestricted General Support	PC	507
Juvenile Diabetes Research Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Kid Smart Tools for Learning	Bridgeton, MO	N/A	Unrestricted General Support	PC	15,000
Kids in the Middle	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Kids Rock Cancer	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000

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12/31/2016
PART XV, CONTRIBUTIONS, GIFTS, GRANTS PAID

Recipient	City and State	Relationship	Purpose	Status	Amount
Kidsmart	St. Louis, MO	N/A	Pencils	PC	9,996
Kingdom House	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
KIPP: St. Louis	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Kiwanis Club of Chesterfield	Chesterfield, MO	N/A	Unrestricted General Support	PC	280
Legal Services of Eastern Missouri	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Leukemia & Lymphoma Society	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Lifefridge Partnership	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Loyola Academy	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Lutheran Family & Children's Services of Missouri	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Lutheran Senior Services	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Lydia's House	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Magic House	St. Louis, MO	N/A	Unrestricted General Support	PC	2,500
Make a Wish Foundation of Missouri	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
March of Dimes Missouri Chapter	Brentwood, MO	N/A	Unrestricted General Support	PC	20,000
Marian Middle School	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Marketing Edge	New York, NY	N/A	Unrestricted General Support	PC	15,000
Mathews-Dickey Boys & Girls Club	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Mid-Atlantic Foundation for Safety and Education	Wilmington, DE	N/A	Dinner Sponsor - golf tournament	PC	7,500
Missouri Baptist Children's Home	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Missouri Botanical Garden	Jefferson City, MO	N/A	Steve Sachs memorial	PC	1,000
Missouri Botanical Garden	Jefferson City, MO	N/A	Unrestricted General Support	PC	5,000
Missouri Police Chiefs Charitable Foundation	Jefferson City, MO	N/A	Unrestricted General Support	PC	10,000
Multiple Myeloma Research Foundation	Norwalk, CT	N/A	Unrestricted General Support	PC	2,500
Muscular Dystrophy Association	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
National Children's Cancer Society	St. Louis, MO	N/A	Sponsor Event	PC	5,000
National Children's Cancer Society	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000

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12/31/2016
PART XV, CONTRIBUTIONS, GIFTS, GRANTS PAID

Recipient	City and State	Relationship	Purpose	Status	Amount
National Council on Alcoholism and Drug Abuse	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
National MS Society - Gateway Area Chapter	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
National Multiple Sclerosis Society	St. Louis, MO	N/A	Women on the Move	PC	5,000
Nine Network of Public Media	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Nurses for Newborns	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
One Sight Foundation	Mason, OH	N/A	Unrestricted General Support	PC	10,000
Operation Food Search	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Our Lady's Inn	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Our Little Haven	Springfield, MO	N/A	Unrestricted General Support	PC	15,000
Ozarks Food Harvest	Springfield, MO	N/A	Unrestricted General Support	PC	15,000
Places for People	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Planned Parenthood	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Progress 64 West	St. Louis, MO	N/A	Scholarship	PC	2,500
Queen of Peace Center	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Rainbow Village	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Ranken Jordan	Maryland Heights, MO	N/A	Unrestricted General Support	PC	15,000
Ready Readers	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Ronald McDonald House Charities of Metro St. Louis	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Room at the Inn	Bridgeton, MO	N/A	Unrestricted General Support	PC	15,000
Rose Brooks Center	Kansas City, MO	N/A	Unrestricted General Support	PC	15,000
Shriners Hospital for Children	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
SIU Edwardsville, East St. Louis Center	Edwardsville, IL	N/A	Unrestricted General Support	PC	15,000
Special Olympics	St. Louis, MO	N/A	Unrestricted General Support	PC	100
Special Olympics	St. Louis, MO	N/A	Unrestricted General Support	PC	100
Special Olympics of Missouri	Jefferson City, MO	N/A	Unrestricted General Support	PC	5,000
Special Olympics of Missouri	Jefferson City, MO	N/A	Unrestricted General Support	PC	10,000

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12/31/2016

PART XV, CONTRIBUTIONS, GIFTS, GRANTS PAID

Recipient	City and State	Relationship	Purpose	Status	Amount
St. Louis County Parks Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
St. Louis ARC	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
St. Louis Area Food Bank	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
St. Louis Children's Hospital Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	25,000
St. Louis Community College Foundation	St. Louis, MO	N/A	Sponsor Gala	PC	3,500
St. Louis Community College Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	16,500
St. Louis County Library Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	5,000
St. Louis Crisis Nursery	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
St. Louis Fire Department Lifesaving Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
St. Louis Police Foundation	St. Louis, MO	N/A	Community Outreach Program	PC	10,000
St. Louis Police Foundation	St. Louis, MO	N/A	Spring Fundraiser	PC	2,500
St. Louis Police Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
St. Louis Society for the Blind	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
St. Louis Symphony	St. Louis, MO	N/A	Unrestricted General Support	PC	5,000
St. Louis Zoo	St. Louis, MO	N/A	Unrestricted General Support	PC	5,000
St. Patrick Center	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
St. Vincent Home for Children	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Sunshine Ministries	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
Support Dogs Inc	St. Louis, MO	N/A	Fetching Affair	PC	2,500
Support Dogs Inc	St. Louis, MO	N/A	Unrestricted General Support	PC	5,000
Teach for America	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Teen Challenge	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
The ALS Association St. Louis Chapter	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
The Center for Autism Education	O Fallon, MO	N/A	Unrestricted General Support	PC	10,000
The Covering House	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
The First Tee	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000

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12/31/2016
PART XV, CONTRIBUTIONS, GIFTS, GRANTS PAID

Recipient	City and State	Relationship	Purpose	Status	Amount
The Little Bit Foundation	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
The Mission Continues	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
The Salvation Army	St. Louis, MO	N/A	Tree of Lights	PC	25,000
The Walker Scottish Rite-Clinic for Childhood Language Disorder	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
The Women's Safe House	St. Louis, MO	N/A	Unrestricted General Support	PC	15,000
United Negro College Fund	Fairfax, VA	N/A	Unrestricted General Support	PC	15,000
United Services for Children	St. Peters, MO	N/A	Unrestricted General Support	PC	15,000
University of Missouri	Columbia, MO	N/A	Tiger Scholarship Fund	PC	37,174
University of Missouri	Columbia, MO	N/A	Tiger Scholarship Fund	PC	37,174
University of Missouri	Columbia, MO	N/A	Veterinary School scholarship	PC	50,000
Urban League of Metropolitan St. Louis	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
USO of Missouri	St. Louis, MO	N/A	Unrestricted General Support	PC	20,000
Variety The Children's Charity	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
Veterans Business Resource Center	St. Louis, MO	N/A	Unrestricted General Support	PC	10,000
West County YMCA	Chesterfield, MO	N/A	Strong Community Campaign	PC	20,000
Wild Bird Rehabilitation	St. Louis, MO	N/A	Unrestricted General Support	PC	2,000
Wings of Hope	Chesterfield, MO	N/A	Unrestricted General Support	PC	15,000
World Vision	Federal Way, WA	N/A	Unrestricted General Support	PC	500
Youth In Need	St. Charles, MO	N/A	Unrestricted General Support	PC	10,000
Total					2,333,689

TSF

43-6855044

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	319.	319.
FOREIGN DIVIDENDS	7,800.	7,800.
NONDIVIDEND DISTRIBUTIONS	3,336.	
DOMESTIC DIVIDENDS	889,769.	889,769.
OTHER INTEREST	20.	20.
NONQUALIFIED DOMESTIC DIVIDENDS	61,187.	61,187.
TOTAL	962,431.	959,095.

TSF

43-6855044

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	79.

TOTALS	79.
	=====

STATEMENT 2

TSF

43-6855044

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
BANK OF AMERICA	2,988.	1,793.		1,195.
DELOITTE TOUCHE	5,667.			5,667.
	-----	-----	-----	-----
TOTALS	8,655.	1,793.	NONE	6,862.
	=====	=====	=====	=====

TSF

43-6855044

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
CRESTPOINT CAPITAL MANAGEMENT	193,749.	193,749.	
INVESTMENT FEES			
BANK OF AMERICA	11,052.	6,631.	4,421.
CUSTODIAN FEES			
TOTALS	204,801.	200,380.	4,421.
	=====	=====	=====

TSF

43-6855044

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
POSTAGE COMMUNICATION	707. 787.	707. 787.
TOTALS	----- 1,494. =====	----- 1,494. =====

TSF

43-6855044

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
554382101 MACERICH CO COM	895,800.	318,834.	332,948.
166764100 CHEVRON CORP COM	760,342.		
20825C104 CONOCOPHILLIPS COM	741,650.		
30231G102 EXXON MOBIL CORP COM	819,620.	712,158.	992,860.
806857108 SCHLUMBERGER LTD COM	162,268.	162,268.	327,405.
260543103 DOW CHEM CO COM	410,023.	410,023.	892,632.
172908105 CINTAS CORP COM	224,722.	189,971.	947,592.
913017109 UNITED TECHNOLOGIES	322,634.	322,634.	679,644.
00751Y106 ADVANCED AUTO PTS IN	161,144.		
412822108 HARLEY DAVIDSON INC	298,292.		
693656100 PVH CORP COM	103,274.	103,274.	460,224.
70959W103 PENSKE AUTOMOTIVE GR	445,839.	445,839.	787,968.
741503403 PRICELINE GROUP INC	194,848.	194,848.	586,424.
824348106 SHERWIN WILLIAMS CO	241,926.	205,507.	403,110.
887317303 TIME WARNER INC NEW	236,333.	223,442.	1,003,912.
039483102 ARCHER DANIELS MIDLA	29,491.		
115637209 BROWN FORMAN CORP CL	36,016.		
191216100 COCA COLA CO COM	630,923.	407,574.	737,988.
931142103 WAL-MART STORES INC	387,595.	750,121.	926,208.
002824100 ABBOTT LABS COM	257,644.	257,644.	330,326.
216648402 COOPER COS INC COM N	18,495.		
478160104 JOHNSON & JOHNSON CO	551,666.	469,246.	898,638.
74834L100 QUEST DIAGNOSTICS IN	176,207.		
025816109 AMERICAN EXPRESS CO	274,988.	274,988.	525,968.
025932104 AMERICAN FINL GROUP	138,242.	138,242.	308,420.
410867105 HANOVER INS GROUP IN	443,714.	403,377.	1,001,110.
46625H100 J P MORGAN CHASE & C	368,800.	368,800.	776,610.
92826C839 VISA INC CL A COM	621,959.	713,184.	905,032.
949746101 WELLS FARGO & CO NEW	438,927.	428,538.	909,315.

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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127387108 CADENCE DESIGN SYSTE	260,555.	260,555.	514,488.
17275R102 CISCO SYS INC COM	889,298.	160,230.	302,200.
458140100 INTEL CORP COM	640,454.	570,946.	884,988.
57636Q104 MASTERCARD INC CL A	80,696.	80,696.	413,000.
594918104 MICROSOFT CORP COM	459,367.	430,159.	1,006,668.
00206R102 AT&T INC COM		711,610.	884,624.
78440X101 SL GREEN RLTY CORP C	199,550.		
87612G101 TARGA RES CORP COM	833,044.		
502424104 L-3 COMMUNICATIONS H	320,225.		
655844108 NORFOLK SOUTHERN COR	352,321.	436,999.	540,350.
532457108 LILLY ELI & CO COM	135,054.	135,054.	198,585.
037833100 APPLE INC COM	690,299.	841,192.	1,030,798.
92343V104 VERIZON COMMUNICATIO	920,794.		
281020107 EDISON INTL COM	152,463.	152,463.	237,567.
69331C108 PG&E CORP COM	239,954.		
081437105 BEMIS INC COM	641,461.	430,249.	526,020.
247361702 DELTA AIR LINES INC	441,864.		
693718108 PACCAR INC COM		649,232.	715,680.
608190104 MOHAWK INDS INC COM	624,433.	598,946.	938,496.
833034101 SNAP ON INC COM	600,693.	600,693.	856,350.
101137107 BOSTON SCIENTIFIC CO	69,459.		
28176E108 EDWARDS LIFESCIENCES	18,488.		
50540R409 LABORATORY CORP AMER	887,522.	371,378.	462,168.
891906109 TOTAL SYS SVCS INC C	534,124.	534,124.	818,801.
872375100 TECO ENERGY INC COM	108,866.		
294752100 EQUITY ONE INC COM	104,648.		
30225T102 EXTRA SPACE STORAGE	732,084.	672,726.	787,848.
40414L109 HCP INC REIT	186,428.		
25271C102 DIAMOND OFFSHORE DRI	432,502.		

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43-6855044

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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26884L109 EQT CORP COM	828,841.		
981475106 WORLD FUEL SVCS CORP	124,321.		
08579W103 BERRY PLASTICS GROUP	105,803.	105,803.	175,428.
277432100 EASTMAN CHEM CO COM	540,774.		
00912X302 AIR LEASE CORP CL A	197,787.		
12541W209 C H ROBINSON WORLDWI	176,136.		
231021106 CUMMINS INC COM	708,334.		
257867101 DONNELLEY R R & SONS	150,199.		
369550108 GENERAL DYNAMICS COR	162,731.		
235825205 DANA HLDG CORP	121,633.		
25470M109 DISH NETWORK CORP CO	991,532.		
404303109 HSN INC DEL COM	417,729.		
440452100 HORMEL FOODS CORP CO	503,925.	503,925.	605,694.
61174X109 MONSTER BEVERAGE COR	379,052.	322,896.	305,946.
72147K108 PILGRIMS PRIDE CORP	51,743.		
911163103 UNITED NAT FOODS INC	90,721.		
931427108 WALGREENS BOOTS ALLI	672,231.	868,603.	943,464.
031162100 AMGEN INC COM	902,908.	379,755.	350,904.
110122108 BRISTOL MYERS SQUIBB	499,803.	499,803.	473,364.
375558103 GILEAD SCIENCES INC	428,607.		
46120E602 INTUITIVE SURGICAL I	209,180.		
05561Q201 BOK FINL CORP COM NE	886,241.		
084670702 BERKSHIRE HATHAWAY I	87,455.	286,633.	325,960.
31847R102 FIRST AMERN FINL COR	174,932.		
320517105 FIRST HORIZON NATL C	100,375.		
38141G104 GOLDMAN SACHS GROUP	76,573.	281,525.	431,010.
59156R108 METLIFE INC COM	561,434.	181,881.	231,727.
12673P105 CA INC COM	142,562.		
25659T107 DOLBY LABORATORIES I	892,353.		

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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285512109 ELECTRONIC ARTS INC	548,529.	408,056.	567,072.
29272B105 ENDURANCE INTL GROUP	214,883.		
298736109 EURONET WORLDWIDE IN	626,668.		
413875105 HARRIS CORP DEL COM	202,688.	523,586.	645,561.
457153104 INGRAM MICRO INC CL	223,290.		
595017104 MICROCHIP TECHNOLOGY	634,868.		
90347A100 UBIQUITI NETWORKS IN	422,024.		
92939U106 WEC ENERGY GROUP INC	15,244.		
15189T107 CENTERPOINT ENERGY I		626,426.	721,395.
264411505 DUKE RLTY CORP COM N		735,135.	995,456.
92339V100 VEREIT INC REITS		181,127.	228,416.
262037104 DRIL-QUIP INC COM		876,315.	685,260.
718546104 PHILLIPS 66 COM		295,998.	336,280.
847560109 SPECTRA ENERGY CORP		402,627.	457,973.
302491303 F M C CORP COM NEW		854,211.	977,942.
001084102 AGCO CORP COM		287,202.	424,200.
00766T100 AECOM COM		573,403.	729,036.
31428X106 FEDEX CORP COM		600,105.	738,108.
343412102 FLUOR CORP COM NEW		207,621.	242,060.
538034109 LIVE NATION ENTERTAI		159,389.	178,568.
755111507 RAYTHEON CO COM NEW		360,574.	361,760.
87817A107 TEAM HEALTH HOLDINGS		298,286.	340,800.
879360105 TELEDYNE TECHNOLOGIE		578,001.	643,060.
911312106 UNITED PARCEL SVC IN		448,287.	528,900.
05329W102 AUTONATION INC COM		341,943.	412,704.
501889208 LKQ CORP COM		247,301.	243,250.
651229106 NEWELL RUBBERMAID IN		179,065.	159,380.
501044101 KROGER CO COM		209,029.	174,135.
071813109 BAXTER INTL INC COM		764,222.	800,632.
		159,960.	190,662.

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43-6855044

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
58933Y105 MERCK & CO INC NEW C		856,444.	947,807.
717081103 PFIZER INC COM		426,993.	431,984.
020002101 ALLSTATE CORP COM		364,044.	444,720.
149150104 CATHAY GENERAL BANCO		553,236.	711,161.
200340107 COMERICA INC COM		379,015.	585,746.
63938C108 NAVIENT CORP COM		366,962.	535,618.
038222105 APPLIED MATLS INC CO		293,562.	513,093.
042735100 ARROW ELECTRS INC CO		475,606.	641,700.
077454106 BELDEN INC COM		215,323.	351,419.
30303M102 FACEBOOK INC CL A CO		438,573.	494,715.
747525103 QUALCOMM INC COM		140,199.	182,560.
922475108 VEEVA SYS INC CL A C		605,726.	850,630.
682680103 ONEOK INC NEW COM		243,410.	321,496.
80589M102 SCANA CORP NEW COM		113,743.	139,232.
TOTALS	36,024,137.	34,359,293.	48,630,953.
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FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

COST BASIS ADJ. - ROC	22,889.
DEFERRED INCOME TIMING ADJUSTMENT	11,318.
CARRYING VALUE ADJUSTMENT	187.

TOTAL	34,394.
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FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:

CANADIAN RED CROSS

ADDRESS:

170 METCAIFE STREET, SUITE 300

OTTAWA, ONTARIO CA K2P 2P2

GRANT DATE: 05/12/2016

GRANT AMOUNT 10,000.

GRANT PURPOSE:

ALBERTA FIRES. SHELTER, FOOD, WATER, COMFORT KITS

AND FINANCIAL ASSISTANCE TO HELP EVACUEES PURCHASE BASIS SUPPLIES.

AMOUNT EXPENDED BY GRANTEE 10,000.

ANY DIVERSION BY GRANTEE:

NONE

DATES OF REPORTS BY GRANTEE:

05/18/2016

RESULTS OF VERIFICATION:

REGISTERED CANADIAN CHARITY. TREATED AS GRANT TO PRIVATE FOUNDATION

PER Notice 99-47, 1999-2 CB 391, 9/07/1999, IRC Sec(s). 894

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