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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	5,355	43,096	43,096
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,536,055	1,528,139	1,547,587
	c	Investments—corporate bonds (attach schedule)			
	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)	1,541,410	1,571,235	1,590,683	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> 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	1,541,410	1,571,235	
30	Total net assets or fund balances (see instructions)	1,541,410	1,571,235		
31	Total liabilities and net assets/fund balances (see instructions) .	1,541,410	1,571,235		

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	1,541,410
2	Enter amount from Part I, line 27a	2	29,825
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,571,235
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,571,235

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 1,570,942		1,053,485	517,457
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			517,457
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	517,457
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	98,716	379,351	0.260223
2014	0	0	0.0
2013	0	0	0.0
2012	0	0	0.0
2011	0	0	0.0

2 Total of line 1, column (d)	2	0.260223
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	0.260223
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,535,036
5 Multiply line 4 by line 3	5	399,452
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,578
7 Add lines 5 and 6	7	405,030
8 Enter qualifying distributions from Part XII, line 4	8	107,780

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 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	11,156
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	11,156
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	11,156
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	600
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,566
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	11,166
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	10
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	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	Yes	
14	The books are in care of ► Foundation Source Telephone no ► (800) 839-1754			

Located at ► 501 Silverside Road Suite 123 Wilmington DE ZIP+4 ► 198091377

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country ►	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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)?	<input type="checkbox"/>	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	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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).		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b	No

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

5a During the year did the foundation pay or incur any amount to <ul style="list-style-type: none"> (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Lorraine Eddy Brown Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Trustee 1 0	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Total number of other employees paid over \$50,000. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	1,533,020
b	Average of monthly cash balances.	1b	25,392
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,558,412
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	0
3	Subtract line 2 from line 1d.	3	1,558,412
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	23,376
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,535,036
6	Minimum investment return. Enter 5% of line 5.	6	76,752

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	76,752
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	11,156
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	11,156
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	65,596
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	65,596
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	65,596

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	107,780
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	107,780
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	107,780

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				65,596
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 2014, 2013, 2012				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				93,623
f Total of lines 3a through e.	93,623			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>107,780</u>				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				65,596
e Remaining amount distributed out of corpus	42,184			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	135,807			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions.				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a.	135,807			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				93,623
e Excess from 2016.				42,184

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

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

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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 email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	86,000
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	71	
4 Dividends and interest from securities.			14	44,657	
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	94,864	
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).				139,592	
13 Total. Add line 12, columns (b), (d), and (e).			13		139,592

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Print/Type preparer's name Jeffrey D Haskell	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01345770
Firm's name ▶ Foundation Source				Firm's EIN ▶
Firm's address ▶ One Hollow Ln Ste 212 Lake Success, NY 11042				Phone no (800) 839-1754

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACLU FOUNDATION OF SOUTHERN CALIFORNIA 1313 W 8TH ST LOS ANGELES, CA 90017	N/A	PC	General & Unrestricted	1,000
AMNESTY INTERNATIONAL OF THE USA INC 5 PENN PLZ 16TH FL NEW YORK, NY 10001	N/A	PC	USA Human Rights Program	1,000
BROOKLYN ACADEMY OF MUSIC INC 30 LAFAYETTE AVE BROOKLYN, NY 11217	N/A	PC	General & Unrestricted	1,500
CALIFORNIA STATE PARKS FOUNDATION 50 FRANCISCO ST STE 110 SAN FRANCISCO, CA 94133	N/A	PC	General & Unrestricted	500
CALIFORNIA STATE UNIVERSITY LONG BEACH FOUNDATION 1500 COTNER AVE LOS ANGELES, CA 90025	N/A	PC	General & Unrestricted	250
Total ▶ 3a				86,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR INVESTIGATIVE REPORTING INC 1400 65TH ST STE 200 EMERYVILLE, CA 94608	N/A	PC	General & Unrestricted	1,500
CENTER FOR REPRODUCTIVE RIGHTS INC 199 WATER ST 22ND FL NEW YORK, NY 10038	N/A	PC	General & Unrestricted	1,500
CHANGE ORG CHARITABLE FOUNDATION INC 548 MARKET ST SAN FRANCISCO, CA 94104	N/A	PC	General & Unrestricted	500
CHESAPEAKE BAY TRUST 60 W ST STE 405 ANNAPOLIS, MD 21401	N/A	PC	General & Unrestricted	2,600
CITIZENS FOR RESPONSIBLE OIL AND GAS PO BOX 114 OJAI, CA 93024	N/A	PC	General & Unrestricted	2,500
Total ► 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY SCHOOL FOR CREATIVE EDUCATION 2111 INTERNATIONAL BLVD OAKLAND, CA 94606	N/A	PC	General & Unrestricted	500
CRANBROOK EDUCATIONAL COMMUNITY PO BOX 801 BLOOMFIELD HILLS, MI 48303	N/A	PC	General & Unrestricted	1,000
DEATH PENALTY FOCUS 5 3RD ST STE 725 SAN FRANCISCO, CA 94103	N/A	PC	General & Unrestricted	500
DEFENDERS OF WILDLIFE 1130 17TH ST NW WASHINGTON, DC 20036	N/A	PC	General & Unrestricted	500
DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE 2ND FL NEW YORK, NY 10001	N/A	PC	General & Unrestricted	1,000
Total ► 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DUKE UNIVERSITY 710 W MAIN ST STE 200 DURHAM, NC 27701	N/A	PC	Annual Fund	1,000
ENVIRONMENTAL DEFENSE FUND INCORPORATED 257 PARK AVE S NEW YORK, NY 10010	N/A	PC	General & Unrestricted	500
FONKOZE USA INC 1718 CONNECTICUT AVE NW STE 201 WASHINGTON, DC 20009	N/A	PC	General & Unrestricted	500
FRACTURED ATLAS INC 248 W 35TH ST 10TH FLR NEW YORK, NY 10001	N/A	PC	Forbidden film Project	350
FRIENDS OF BALLONA WETLANDS 211 CULVER BLVD STE N PLAYA DEL REY, CA 90293	N/A	PC	General & Unrestricted	500
Total ▶ 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF MATENWA INC 91 ABERDEEN AVE CAMBRIDGE, MA 02138	N/A	PC	General & Unrestricted	250
GREENPEACE FUND INC 702 H ST NW STE 300 WASHINGTON, DC 20001	N/A	PC	General & Unrestricted	1,000
HABITAT FOR HUMANITY INTERNATIONAL INC 2115 WARD COURT NW STE 100 WASHINGTON, DC 20037	N/A	PC	General & Unrestricted	500
HBS FOUNDATION INC PO BOX 32446 WEST PALM BCH, FL 33420	N/A	PC	Haiti hurricane recovery Campaign	250
HEART TO HEART INTERNATIONAL INC 13250 W 98TH ST LENEXA, KS 66215	N/A	PC	Haiti recovery efforts Campaign	250
Total ▶ 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUMAN RIGHTS WATCH INC 350 5TH AVE 34TH FL NEW YORK, NY 10118	N/A	PC	General & Unrestricted	1,000
INSTITUTE FOR THE ADVANCEMENT OF JOURNALISTIC CLAR PO BOX 228 PETROLIA, CA 95558	N/A	PC	General & Unrestricted	500
INTERNATIONAL PLANNED PARENTHOOD FEDERATION 125 MADIEN LN 9TH FL NEW YORK, NY 10038	N/A	PC	General & Unrestricted	1,000
KCRW FOUNDATION INC 1900 PICO BLVD SANTA MONICA, CA 90405	N/A	PC	General & Unrestricted	250
KPFK - PACIFICA FOUNDATION 3729 CAHUENG BLVD W NORTH HOLLYWOOD, CA 91604	N/A	PC	General & Unrestricted	500
Total ▶ 3a				86,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KXLU 889 FM LOS ANGELES 1 LMU DR MALONE 402 LOS ANGELES, CA 90045	N/A	PC	General & Unrestricted	250
LAMBI FUND OF HAITI 1050 CONNECTICUT AVE NW 10TH FL WASHINGTON, DC 20036	N/A	PC	General & Unrestricted	500
LITTLE KESWICK FOUNDATION FOR SPECIAL EDUCATION PO BOX 722 KESWICK, VA 22947	N/A	PC	General & Unrestricted	1,000
MEDICAL FOUNDATION OF NORTH CAROLINA INC 880 MARTIN LUTHER KING JR BLVD CHAPEL HILL, NC 27514	N/A	PC	General & Unrestricted	2,000
MUSEUM ASSOCIATES 5905 WILSHIRE BLVD LOS ANGELES, CA 90036	N/A	PC	General & Unrestricted	500
Total ► 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MUSEUM OF CONTEMPORARY ART 250 S GRAND AVE LOS ANGELES, CA 90012	N/A	PC	General & Unrestricted	250
NARAL PRO-CHOICE AMERICA FOUNDATION 335 S VAN NESS AVE SAN FRANCISCO, CA 94111	N/A	PC	General & Unrestricted	500
NATIONAL PARKS CONSERVATION ASSOCIATION 777 6TH ST NW STE 700 WASHINGTON, DC 20001	N/A	PC	General & Unrestricted	500
NATURAL RESOURCE DEFENSE COUNCIL - LOS ANGELES REG 1314 2ND ST SANTA MONICA, CA 90401	N/A	PC	General & Unrestricted	1,000
NATURAL RESOURCES DEFENSE COUNCIL INC 40 W 20TH ST NEW YORK, NY 10011	N/A	PC	General & Unrestricted	1,000
Total ► 3a				86,000


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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATURE CONSERVANCY 4245 N FAIRFAX DR STE 100 ARLINGTON, VA 22203	N/A	PC	General & Unrestricted	500
OJAI RAPTOR CENTER 850 CARNE RD OJAI, CA 93023	N/A	PC	General & Unrestricted	500
OLD STONE HOUSE OF BROOKLYN PO BOX 150613 BROOKLYN, NY 11215	N/A	PC	General & Unrestricted	1,000
ORCHARD SCHOOL FOUNDATION INC 615 W 64TH ST INDIANAPOLIS, IN 46260	N/A	PC	General & Unrestricted	2,000
OUR HOUSE GRIEF SUPPORT CENTER 1663 SAWTELLE 300 LOS ANGELES, CA 90025	N/A	PC	General & Unrestricted	750
Total ▶ 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PACIFICA FOUNDATION RADIO 1925 MARTIN LUTHER KING JR WAY BERKELEY, CA 94704	N/A	PC	Pacifica Radio Archive Project	500
PITZER COLLEGE 1050 N MILLS AVE CLAREMONT, CA 91711	N/A	PC	Residential Life II Program	5,000
PLANNED PARENTHOOD LOS ANGELES 400 W 30TH ST LOS ANGELES, CA 90007	N/A	PC	General & Unrestricted	2,000
PRESIDENT & FELLOWS OF MIDDLEBURY COLLEGE 5 COURT ST MIDDLEBURY, VT 05753	N/A	PC	Alumni Fund	2,000
RAINFOREST ACTION NETWORK 425 BUSH ST STE 300 SAN FRANCISCO, CA 94108	N/A	PC	General & Unrestricted	500
Total ▶ 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN FRANCISCO WALDORF SCHOOL ASSOCIATION 2938 WASHINGTON ST SAN FRANCISCO, CA 94115	N/A	PC	General & Unrestricted	500
SEMPERVIRENS FUND 419 S SAN ANTONIO RD STE 211 LOS ALTOS, CA 94022	N/A	PC	General & Unrestricted	750
SHIMER COLLEGE 3424 S STATE ST FL 2 CHICAGO, IL 60616	N/A	PC	General & Unrestricted	10,000
SIERRA CLUB FOUNDATION 2101 WEBSTER ST STE 1250 OAKLAND, CA 94612	N/A	PC	General & Unrestricted	1,500
SOUTHERN CALIFORNIA PUBLIC RADIO 474 S RAYMOND AVE PASADENA, CA 91105	N/A	PC	General & Unrestricted	250
Total ▶ 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHERN POVERTY LAW CENTER INC 400 WASHINGTON AVE MONTGOMERY, AL 36104	N/A	PC	General & Unrestricted	500
SPOKE THE HUB DANCING INC 748 UNION ST BROOKLYN, NY 11215	N/A	PC	General & Unrestricted	1,000
STERNE SCHOOL 2690 JACKSON ST SAN FRANCISCO, CA 94115	N/A	PC	General & Unrestricted	500
SWEET BRIAR INSTITUTE PO BOX 1057 SWEET BRIAR, VA 24595	N/A	PC	General & Unrestricted	3,000
THE INTERNATIONAL RHINO FOUNDATION 201 MAIN ST STE 2600 FORT WORTH, TX 76102	N/A	PC	General & Unrestricted	2,000
Total ▶ 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE OJAI VALLEY LAND CONSERVANCY PO BOX 1092 OJAI, CA 93024	N/A	PC	General & Unrestricted	500
THE VISUAL ARTS CENTER OF RICHMOND 1812 W MAIN ST RICHMOND, VA 23220	N/A	PC	General & Unrestricted	3,000
THOROUGHbred RETIREMENT FOUNDATION 10 LAKE AVE STE 2 SARATOGA SPGS, NY 12866	N/A	PC	General & Unrestricted	500
UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE 411 MAIN ST BURLINGTON, VT 05401	N/A	GOV	General & Unrestricted	1,000
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE MADISON, WI 53726	N/A	PC	Department of History Annual, Department of Spanish and Portuguese, School of Education Annual Fund	2,400
Total ▶ 3a				86,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VIRGINIA FOUNDATION FOR ARCHITECTURE INCORPORATED 2501 MONUMENT AVE RICHMOND, VA 23220	N/A	PC	General & Unrestricted	5,000
VIRGINIA LEAGUE FOR PLANNED PARENTHOOD INC 201 N HAMILTON ST RICHMOND, VA 23221	N/A	PC	General & Unrestricted	2,000
WIKIMEDIA FOUNDATION INC PO BOX 98204 WASHINGTON, DC 20090	N/A	PC	General & Unrestricted	500
WILDAID INC 333 PINE ST STE 300 SAN FRANCISCO, CA 94104	N/A	PC	General & Unrestricted	200
WILDLIFE ALLIANCE INC 1441 BROADWAY 5FL NEW YORK, NY 10018	N/A	PC	General & Unrestricted	200
Total 				86,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WORLD WILDLIFE FUND INC 1250 24TH ST NW WASHINGTON, DC 20037	N/A	PC	General & Unrestricted	750
YOUNG WOMENS CHRISTIAN ASSOCIATION OF RICHMOND 6 N 5TH ST RICHMOND, VA 23219	N/A	PC	General & Unrestricted	3,000
Total ▶ 3a				86,000

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

TY 2016 Depreciation Schedule

Name: Bruce Ford Brown Memorial Trust

EIN: 47-7342169

TY 2016 Investments Corporate Stock Schedule

Name: Bruce Ford Brown Memorial Trust

EIN: 47-7342169

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ASG MANAGED FUTURES STRATEGY F	40,000	40,411
BNY MELLON CORPORATE BOND FD C	35,000	34,918
BNY MELLON INCOME STOCK FUND C	60,000	59,466
BNY MELLON SM/MID CAP-M	74,324	86,981
DFA COMMODITY STRATEGY PORTFOL	15,000	15,255
DFA EMERGING MARKETS CORE EQ P	30,000	30,035
DREYFUS DYNAMIC TOTAL RETURN F	40,000	40,357
DREYFUS FLOATING RATE INCOME Y	15,000	15,050
DREYFUS INTL SMALL CAP FD CL Y	35,000	35,192
DREYFUS INTL STOCK FUND	40,000	40,136
DREYFUS NEWTON INTERNATIONAL E	40,000	40,274
DREYFUS PREMIER LTD TERM HIGH	15,000	15,245
DREYFUS US EQUITY Y CLASS	60,000	55,794
ISHARE SP SMALL CAP 600 INDEX	100,798	103,690
MELLON EMERGING MKTS FD CL M	30,000	29,859
MELLON INTERMEDIATE BOND FUND	170,000	169,457
MELLON INTERNATIONAL FD CL M	120,000	121,103
MELLON MID CAP STK FD CL M	100,000	99,028
MELLON ST US GOVT SEC FD CL M	35,000	34,970
SPDR S&P 500 ETF TRUST	473,017	480,366

TY 2016 Legal Fees Schedule**Name:** Bruce Ford Brown Memorial Trust**EIN:** 47-7342169

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Document Review/Drafting	309			309
FOUNDATION FORMATION/1023 FORM	11,891			11,891
General Consultations	179			179

TY 2016 Other Expenses Schedule**Name:** Bruce Ford Brown Memorial Trust**EIN:** 47-7342169**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	8,551			8,551
Bank Charges	432	432		
IRS APPLICATION FEES	850			850

TY 2016 Other Professional Fees Schedule**Name:** Bruce Ford Brown Memorial Trust**EIN:** 47-7342169

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	3,780	3,780		

TY 2016 Taxes Schedule**Name:** Bruce Ford Brown Memorial Trust**EIN:** 47-7342169

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2016	600			
Foreign Tax Paid	157	157		
IRS Miscellaneous Fee	18			