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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.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE WINKY FOUNDATION C/O WILMINGTON TRUST CO 009226-000		A Employer identification number 51-6508170
Number and street (or P.O. box number if mail is not delivered to street address) 1100 NORTH MARKET STREET		B Telephone number (302) 651-8571
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19890-0900		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,589,248.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2,582.	2,582.		STATEMENT 1
4 Dividends and interest from securities		225,768.	225,768.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<164,990.>			
b Gross sales price for all assets on line 6a		515,821.			
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)					
11 Other income		2,500.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		65,860.	228,350.		
13 Compensation of officers, directors, trustees, etc		2,849.	2,849.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		217.	109.		108.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		2,554.	554.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		10,850.	10,850.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		16,470.	14,362.		108.
25 Contributions, gifts, grants paid		369,000.			369,000.
26 Total expenses and disbursements. Add lines 24 and 25		385,470.	14,362.		369,108.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<319,610.>			
b Net investment income (if negative, enter -0-)			213,988.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		360,466.	161,336.	161,336.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 9		897,599.	439,129.	440,138.
	b	Investments - corporate stock STMT 10		274,139.	405,299.	264,431.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		161,928.	0.	0.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 12)		5,241,843.	5,611,734.	6,723,343.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,935,975.	6,617,498.	7,589,248.	
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				
	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		6,935,975.	6,617,498.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	Total net assets or fund balances		6,935,975.	6,617,498.		
31	Total liabilities and net assets/fund balances		6,935,975.	6,617,498.		

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	6,935,975.
2	Enter amount from Part I, line 27a	2	<319,610.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,164.
4	Add lines 1, 2, and 3	4	6,617,529.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	31.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,617,498.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	515,821.	680,811.	<164,990.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<164,990.>

2 Capital gain net income or (net capital loss) 2 <164,990.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	305,507.	7,224,141.	.042290
2014	122,600.	5,911,241.	.020740
2013	91,750.	5,146,592.	.017827
2012	222,500.	5,179,330.	.042959
2011	224,850.	4,828,085.	.046571

2 Total of line 1, column (d) 2 .170387

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 .034077

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 4 7,273,423.

5 Multiply line 4 by line 3 5 247,856.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 2,140.

7 Add lines 5 and 6 7 249,996.

8 Enter qualifying distributions from Part XII, line 4 8 369,108.

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.

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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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,140.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,140.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,140.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,520.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,520.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	620.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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>DE</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

N/A

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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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NO SITE	X	
14 The books are in care of ► WILMINGTON TRUST CO ALLISON PATNI Telephone no. ► (302) 651-8571 Located at ► 1100 NORTH MARKET STREET, WILMINGTON, DE ZIP+4 ► 19890-0001		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____	2b	
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.) N/A	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

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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)?

N/A

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?

N/A

☐ 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?

N/A

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.

(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
WILMINGTON TRUST COMPANY	TRUSTEE			
1100 N. MARKET STREET				
WILMINGTON, DE 19890	1.00	2,849.	0.	0.
GERRISH H MILLIKEN III	ADVISOR			
P.O. BOX 1926				
SPARTANBURG, SC 29304	1.00	0.	0.	0.
STEPHEN G MILLIKEN	ADVISOR			
P.O. BOX 1926				
SPARTANBURG, SC 29304	1.00	0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	6,781,062.
b	Average of monthly cash balances	1b	603,124.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,384,186.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,384,186.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	110,763.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,273,423.
6	Minimum investment return. Enter 5% of line 5	6	363,671.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	363,671.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,140.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,140.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	361,531.
4	Recoveries of amounts treated as qualifying distributions	4	2,500.
5	Add lines 3 and 4	5	364,031.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	364,031.

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	369,108.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	369,108.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,140.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	366,968.

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.

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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				364,031.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			333,043.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 369,108.				
a Applied to 2015, but not more than line 2a			333,043.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				36,065.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				327,966.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

N/A

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

- b** 85% of line 2a

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c

- a "Assets" alternative test - enter:
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(i)(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(i)(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).)

GERRISH H MILLIKEN III

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

NONE

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

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

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

- 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 Paid during the year				
1 IN 9 THE LONG ISLAND BREAST CANCER 86 EAST ROCKAWAY ROAD HEWLETT, NY 11557		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
9 TO 5 NATIONAL ASSOCIATION OF 207 E. BUFFALO STREET, SUITE 211 MILWAUKEE, WI 53202		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
AFRICA ACTION 6909 RIDGEWOOD AVENUE CHEVY CHASE, MD 20815		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
ALLIANCE FOR GLOBAL JUSTICE 225 E. 26TH ST. SUITE 1 TUCSON, AZ 85713		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
AMAZON WATCH 2201 BROADWAY #508 OAKLAND, CA 94612		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
Total			SEE CONTINUATION SHEET(S)	369,000.
b Approved for future payment				
NONE				
Total				

Part XVI-A Analysis of Income-Producing Activities

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	
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue:						
a							
b							
c							
d							
e							
f							
g	Fees and contracts from government agencies						
2	Membership dues and assessments						
3	Interest on savings and temporary cash investments			14	2,582.		
4	Dividends and interest from securities			14	225,768.		
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			01			
8	Gain or (loss) from sales of assets other than inventory			18	<164,990.>		
9	Net income or (loss) from special events						
10	Gross profit or (loss) from sales of inventory						
11	Other revenue:						
a	RECOVERY PRIOR YEAR						
b	GRANTS UNCASHED CHECKS			01	2,500.		
c							
d							
e							
12	Subtotal. Add columns (b), (d), and (e)		0.		65,860.		0.
13	Total. Add line 12, columns (b), (d), and (e)					13	65,860.

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

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

[illegible]

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

- | | | | |
|----------|--|--------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
| | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

- b** If "Yes," complete the following schedule.

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>Peter M. J. ...</i>		Date <i>5/22/97</i>	Title TRUST OFFICER			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name					Firm's EIN	
	Firm's address					Phone no.	

THE WINKY FOUNDATION
C/O WILMINGTON TRUST CO 009226-000

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
AMERICAN CIVIL LIBERTIES UNION 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY STREET PHILADELPHIA, PA 19102		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
AMERICAN INDIAN COLLEGE FUND 8333 GREENWOOD BLVD #120 DENVER, CO 80221		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
AMERICAN NEAR EAST REFUGEE AID INC. 1111 14TH ST. NW, #400 WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
AMERICAN RIVERS, INC. 1101 14TH STREET NW, SUITE 1400 WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
ARTSPACE INC. 250 THIRD AVENUE NORTH STE 400 MINNEAPOLIS, MN 55401		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
BEADS FOR EDUCATION INC. 5501 VENTNOR AVE. VENTNOR CITY, NJ 08406		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
BEYOND PESTICIDES 701 E STREET, SE, SUITE 200 WASHINGTON, DC 20003		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
BEYOND TOXICS P.O. BOX 1106 EUGENE, OR 97440		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
BREAD & ROSES COMMUNITY FUND 1315 WALNUT STREET, SUITE 1300 PHILADELPHIA, PA 19107		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
Total from continuation sheets				365,500.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BREAD AND ROSES 1320 8TH AVE. SE OLYMPIA, WA 98501		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
BREAST CANCER FUND 1388 SUTTER ST #400 SAN FRANCISCO, CA 94109		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
BROTHERHOOD SISTER SOL INC. 512 WEST 143 STREET NEW YORK, NY 10031		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
CARE TO HELP PROJECT PO BOX 20277 SEATTLE, WA 98102		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
CASCADIA WILDLANDS P.O. BOX 10455 EUGENE, OR 97440		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
CENTER FOR BIOLOGICAL DIVERSITY P.O. BOX 710 TUCSON, AZ 85702		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	5,000.
CENTER FOR HEALTH ENVIRONMENTAL AND PO BOX 6806 FALLS CHURCH, VA 22040		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
CHICAGO COALITION FOR THE HOMELESS 70 E LAKE ST #720 CHICAGO, IL 60601		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
CHILDREN NOW SUITE 700 OAKLAND, CA 94612		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
CISPES EDUCATION FUND 1525 NEWTON ST. NW WASHINGTON, DC 20010		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
Total from continuation sheets				

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Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
COALITION ON HOMELESSNESS 468 TURK ST. SAN FRANCISCO, CA 94102		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
COLLEGE OF THE ATLANTIC 105 EDEN STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
COMMON GROUND RELIEF 1800 DESLONDE STREET NEW ORLEANS, LA 70117		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	4,000.
CONSERVATION LAW FOUNDATION, INC. 62 SUMMER ST BOSTON, MA 02110		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
CONSERVATION NW 1208 BAY STREET #201 BELLINGHAM, WA 98225		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
CULTURAL SURVIVAL INC. 2067 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02140		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
DAVIS-PUTTER SCHOLARSHIP FUND P.O. BOX 7307 NEW YORK, NY 10116		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
DEMOCRACY NOW PRODUCTIONS INC. 207 WEST 25TH STREET NEW YORK, NY 10001		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
DISARM EDUCATION FUND INC. 113 UNIVERSITY PL #8 NEW YORK, NY 10003		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
DOCTORS WITHOUT BORDERS USA INC. P.O. BOX 5030 HAGERSTOWN, MD 21741		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	20,000.
Total from continuation sheets				

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Part XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
DOROTHY DAY HOUSE P.O. BOX 12701 BERKELEY, CA 94712		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
DOWNEAST HORIZONS INC. 77 UNION STREET ELLSWORTH, ME 04605		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
DOWNEAST SALMON FEDERATION 187 MAIN STREET COLUMBIA FALLS, ME 04623		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
EARTHWORKS 1612 K ST. NW, STE 808 WASHINGTON, DC 20006		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
EAST HARLEM EMPLOYMENT SERVICES INC STRIVE DEVELOPMENT DEPARTMENT NEW YORK, NY 10035		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
EL CENTRO DE LA RAZA 2524 16TH AVE S. SEATTLE, WA 98144		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
EQUALITY NOW INC. 125 MAIDEN LANE, 9TH FLOOR STE. B NEW YORK, NY 10038		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
EUGENE PEACEWORKS 454 WILLAMETTE EUGENE, OR 97401		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
FARMWORKER JUSTICE FUND INC. 1126 16TH ST. NW #270 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
Total from continuation sheets				

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Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FEDERATION OF SOUTHERN COOPERATIVES LAND ASSISTANCE FUND 2769 CHURCH ST. EAST POINT, GA 30344		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
FIRST NATIONS DEVELOPMENT INSTITUTE PO BOX 8601 DENVER, CO 80201		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
FOREST SERVICE EMPLOYEES FOR ENVIRONMENTAL ETHICS PO BOX 11615 EUGENE, OR 97440		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
FOUNDATION FOR NATIONAL PROGRESS 222 SUTTER ST. #600 SAN FRANCISCO, CA 94108		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
FRIENDS OF MERRYMEETING BAY P.O. BOX 233 RICHMOND, ME 04357		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
FRIENDS OF THE EARTH 1101 15TH ST. NW WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
GI VOICE 15107 UNION AVE SW LAKEWOOD, WA 98498		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
GLOBAL EXCHANGE 2017 MISSION STREET, 2ND FLOOR SAN FRANCISCO, CA 94110		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
GLOBAL FUND FOR WOMEN, INC. 800 MARKET STREET, SEVENTH FLOOR SAN FRANCISCO, CA 94102		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
GRASSROOTS INTERNATIONAL INC. 179 BOYLSTON STREET 4TH FLOOR BOSTON, MA 02130		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	4,000.
Total from continuation sheets				

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Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GREEN AMERICA 1612 K ST. NW #600 WASHINGTON, DC 20006		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
GREENPEACE FUND INC. 702 H STREET, NW, STE 300 WASHINGTON, DC 20001		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
GUANACASTE DRY FOREST CONSERVATION C/O ERIC PALOLA HUNTINGTON, VT 05462		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
H O M E INC. P.O. BOX 10 ORLAND, ME 04472		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
HAND IN HAND MANO EN MANO P.O. BOX 573 MILBRIDGE, ME 04658		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
HONDURAN MEDICAL INSTITUTE INC. BABIES HOSPITAL NORTH, SUITE 501 NEW YORK, NY 10032		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
HONOR THE EARTH P.O. BOX 63 CALLAWAY, MN 56521		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	4,000.
HUMANE BORDERS INC. P.O. BOX 27024 TUCSON, AZ 85726		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
HUMANE FARMING ASSOCIATION P.O. BOX 3577 SAN RAFAEL, CA 94912		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
INDIAN LAW RESOURCE CENTER 602 N. EWING STREET HELENA, MT 59601		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
INDIGENOUS EDUCATIONAL NETWORK OF TURTLE ISLAND P.O. BOX 485 BEMIDJI, MN 56619		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
INDIGENOUS WOMENS NETWORK INC. 13621 FM 2769 AUSTIN, TX 78726		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
INSTITUTE FOR FOOD & DEVELOPMENT POLICY INC. 398 60TH STREET OAKLAND, CA 94618		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
INTER-RELIGIOUS FOUNDATION FOR COMMUNITY ORGANIZATION 418 W. 145TH ST. NEW YORK, NY 10031		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
INTERNATIONAL CAMPAIGN FOR TIBET 1825 JEFFERSON PL. NW WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
INTERNATIONAL LABOR RIGHTS FORUM ONE FARRAGUT SQUARE, 1634 ST. NW WASHINGTON, DC 20006		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
INTERNATIONAL MEDIA PROJECT ADOPT A STATION 1714 FRANKLIN STREET #100-251 OAKLAND, CA 94612		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
INTERNATIONAL RIVERS NETWORK 2054 UNIVERSITY AVE. SUITE 300 BERKELEY, CA 94704		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
JUSTICEAID 2120 KALORAMA RD. NW, APT. 3 WASHINGTON, DC 20008		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
KENNEBEC REBORN 131 CONY STREET AUGUSTA, ME 04330		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LAKOTA FUND P.O. BOX 340 KYLE, SD 57752		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 1920 L STREET, NW SUITE 800 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
LINK MEDIA INC. 2900 W. ALAMEDA AVE. BURBANK, CA 91505		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
LITTLE BIG HORN COLLEGE RUSSELL MEANS SCHOLARSHIP 8645 S WEAVER DR. CROW AGENCY, MT 59022		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
MADRE INC. 121 W. 27TH ST. #301 NEW YORK, NY 10001		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
MAINE INITIATIVES INC. 56 NORTH ST. STE 100 PORTLAND, ME 04101		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	4,000.
MAINE RIVERS P.O. BOX 782 YARMOUTH, ME 04096		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
MAINE WOMEN'S FUND INC. 12 / 7 / 2016 FIRST TRANSACTION 74 LUNT ROAD, STE 100 PALMOUTH, ME 04105		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
MAKE THE ROAD NEW YORK 301 GROVE STREET BROOKLYN, NY 11237		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
MARINE & ENVIRONMENTAL RESEARCH ATTN: DEVELOPMENT BLUE HILL, ME 04614		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)				
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
MISSOULA URBAN DEMONSTRATION PROJECT 1527 WYOMING ST. MISSOULA, MT 59801		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
MONTANA ENVIRONMENTAL INFORMATION CENTER P.O. BOX 1184 HELENA, MT 59624		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
MONTANA HUMAN RIGHTS NETWORK INC. P.O. BOX 1509 HELENA, MT 59624		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
MONTANA WILDERNESS ASSOCIATION INC. 80 SOUTH WARREN HELENA, MT 59601		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
MUSTE (A. J.) MEMORIAL INSTITUTE/UFPJ 168 CANAL STREET, 6TH FLOOR NEW YORK, NY 10013		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	16,000.
MY SISTERS PLACE INC. P.O. BOX 29596 WASHINGTON, DC 20017		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
NAACP LEGAL DEFENSE AND EDUCATIONAL FUND 40 RECTOR ST. NEW YORK, NY 10006		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
NATIONAL COALITION FOR THE HOMELESS 2201 P ST NW WASHINGTON, DC 20037		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
NATIVE AMERICAN COMMUNITY BOARD P.O. BOX 572 LAKE ANDES, SD 57356		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
NATURAL RESOURCES COUNCIL INC. 3 WADE STREET AUGUSTA, ME 04330		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	8,000.
Total from continuation sheets				

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

51-6508170

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NATURAL RESOURCES DEFENSE COUNCIL 40 W. 20TH ST. NEW YORK, NY 10011		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
NAVAJO HEALTH FOUNDATION-SAGE MEMORIAL HOSPITAL P.O. BOX 457 GANADO, AZ 86505		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
NORTHWEST CENTER FOR ALTERNATIVES TO PESTICIDES PO BOX 1393 EUGENE, OR 97440		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
NORTHWEST IMMIGRANTS RIGHTS PROJECT 615 2ND AVENUE, STE 400 SEATTLE, WA 98104		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
NUCLEAR INFORMATION & RESOURCES SERVICE 6930 CARROLL AVENUE, SUITE 340 TAKOMA PARK, MD 20912		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
OGLALA LAKOTA COLLEGE PO BOX 537 PIYA WICONI ROAD KYLE, SD 57752		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
OKANOGAN COUNTY COMMUNITY ACTION 424 SOUTH 2ND AVE. OKANOGAN, WA 98840		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
PACIFIC RIVERS COUNCIL, INC. P.O. BOX 10798		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
PARTNERS IN HEALTH A NONPROFIT CORPORATION P.O. BOX 996 FREDERICK, MD 21705		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	20,000.
PBI-USA P.O. BOX 785880 WASHINGTON, DC 20013		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
Total from continuation sheets				

THE WINKY FOUNDATION
C/O WILMINGTON TRUST CO 009226-000

51-6508170

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
PEACE & JUSTICE CENTER 60 LAKE STREET, STE 1C BURLINGTON, VT 05401		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
PEACE ACTION EDUCATION FUND 8630 FENTON ST. SILVER SPRING, MD 20910		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
PEOPLES RIGHTS FUND INC. 147 WEST 24TH STREET, FLOOR 2 NEW YORK, NY 10011		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
PESTICIDE ACTION NETWORK NORTH AMERICA REGIONAL CENTER 1611 TELEGRAPH AVE. STE 1200 OAKLAND, CA 94612		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
PLANNED PARENTHOOD ARIZONA, INC. 4751 N. 15TH ST. PHOENIX, AZ 85014		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
PLANNED PARENTHOOD OF GREATER WASHINGTON AND NORTH IDAHO 1117 TIETON DR. YAKIMA, WA 98902		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
PLOUGHSHARES FUND, INC. 1808 WEDEMEYER ST., SUITE 200 SAN FRANCISCO, CA 94129		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
PROJECT SOUTH THE INSTITUTION FOR ELIMINATION POVERTY AND GENOCIDE 9 GAMMON AVE. SE ATLANTA, GA 30315		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
PROMETHEUS RADIO PROJECT P.O. BOX 42158 PHILADELPHIA, PA 19101		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
PROTEUS FUND INC. THIRD WAVE FUND 15 RESEARCH DR. #B AMHERST, MA 01002		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
Total from continuation sheets				

THE WINKY FOUNDATION
C/O WILMINGTON TRUST CO 009226-000

51-6508170

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
PUBLIC CITIZEN FOUNDATION, INC. 1600 20TH STREET, NW WASHINGTON, DC 20009		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
RACHEL CORRIE FOUNDATION FOR PEACE AND JUSTICE 203 EAST FOURTH AVE., SUITE 402 OLYMPIA, WA 98501		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
RAINFOREST ACTION NETWORK 425 BUSH STREET STE 300 SAN FRANCISCO, CA 94108		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
REDWOOD JUSTICE FUND P.O. BOX 14720 SANTA ROSA, CA 95402		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
REDWOOD JUSTICE FUND P.O. BOX 14720 SANTA ROSA, CA 95402		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
REMOTE AREA MEDICAL 2200 STOCK CREEK BLVD. ROCKFORD, TN 37853		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
RESIST INC. P.O. BOX 441155 SOMERVILLE, MA 02144		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	35,000.
ROSENBERG FUND FOR CHILDREN, INC. 116 PLEASANT ST. SUITE 348 EASTHAMPTON, MA 01027		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
SALVATION ARMY 615 SLATERS LANE ALEXANDRIA, VA 22313		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
SAN CARLOS FOUNDATION 1065 CRESTON RD BERKELEY, CA 94708		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
Total from continuation sheets				

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

51-6508170

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SAVE OUR WILD SALMON COALITION 811 FIRST AVE., STE 305 SEATTLE, WA 98104		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
SECOND HARVEST INLAND NORTHWEST 1234 EAST FRONT AVENUE SPOKANE, WA 99202		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
SEEDS OF INDEPENDENCE 29 BURBANK AVENUE BRUNSWICK, ME 04011		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
SEVA FOUNDATION 1786 FIFTH STREET BERKELEY, CA 94710		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLES INC. 425 I STREET ARCATA, CA 95518		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	5,000.
SIGHTLINE INSTITUTE 1402 3RD AVENUE, SUITE 500 SEATTLE, WA 98101		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
SILENT SPRING INSTITUTE INC. 320 NEVADA STREET SUITE 302 NEWTON, MA 02460		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
SOCIAL JUSTICE FUND NORTHWEST 1904 THIRD AVE. STE 806 SEATTLE, WA 98101		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
SOUTHERN CENTER FOR HUMAN RIGHTS 83 POPLAR ST. NW ATLANTA, GA 30303		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
SOUTHERN MUTUAL HELP ASSOCIATION INC 3602 OLD JEANERETTE ROAD NEW IBERIA, LA 70563		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
Total from continuation sheets				

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

51-6508170

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SOUTHERN PARTNERS FUND INC. 4751 BEST ROAD STE 272 ATLANTA, GA 30337		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	4,000.
SOUTHSIDE SAMARITAN INC. 317 W 23RD ST. TUCSON, AZ 85713		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
SOUTHWEST ORGANIZING PROJECT 211 10TH ST. SW ALBUQUERQUE, NM 87102		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
SPECIAL OLYMPICS ARIZONA, INC, 2100 S. 75TH AVENUE PHOENIX, AZ 85043		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
SPECIAL OLYMPICS WASHINGTON 1809 7TH AVE #1509, TOWER BUILDING SEATTLE, WA 98101		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
STOREFRONT ACADEMY HARLEM 70 E 129TH ST NEW YORK, NY 10035		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
STROUD WATER RESEARCH 970 SPENCER ROAD AVONDALE, PA 19311		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
STUDENT FARMWORKER ALLIANCE, INC. P O BOX 509 IMMOKALEE, FL 34143		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
TOXIC FREE FUTURE 4649 SUNNYSIDE AVE. N SEATTLE, WA 98103		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
UNITARIAN UNIVERSALIST CHURCH OF TUCSON NO MORE DEATHS TUCSON, AZ 85711		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
Total from continuation sheets				

THE WINKY FOUNDATION
C/O WILMINGTON TRUST CO 009226-000

51-6508170

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNITED FOR A FAIR ECONOMY, INC. 62 SUMMER ST. BOSTON, MA 02110		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
UNITED HOUMA NATION 20986 HWY. 1 GOLDEN MEADOW, LA 70357		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	30,000.
VETERANS FOR PEACE INC. 1404 NORTH BROADWAY ST. LOUIS, MO 63102		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	2,000.
VOICES ON THE BORDER, INC. 5614 CONNECTICUT AVENUE NW #103 WASHINGTON, DC 20015		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
WASHINGTON OFFICE ON LATIN AMERICA 1666 CONNECTICUT AVE NW, SUITE 400 WASHINGTON, DC 20009		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
WASHINGTON PEACE CENTER 1525 NEWTON ST. NW WASHINGTON, DC 20010		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	4,000.
WESTERN ENVIRONMENTAL LAW CENTER 1216 LINCOLN STREET EUGENE, OR 97401		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	3,000.
WHITE EARTH LAND RECOVERY PROJECT 607 MAIN AVENUE, P.O. BOX 97 CALLAWAY, MN 56521		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
WILDERNESS WATCH, INC. P.O. BOX 9175 MISSOULA, MT 59807		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
Total from continuation sheets				

THE WINKY FOUNDATION

C/O WILMINGTON TRUST CO 009226-000

51-6508170

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
WILDWEST INSTITUTE P.O. BOX 7998 MISSOULA, MT 59807		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	500.
WITNESS FOR PEACE 1115 MASSACHUSETTS AVE. NW WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
WOMENS CANCER RESOURCE CENTER 5741 TELEGRAPH AVENUE OAKLAND, CA 94609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
WOMENS ENVIRONMENTAL AND DEVELOPMENT (WEDO) 9 EAST 37TH STREET, 5TH FLOOR NEW YORK, NY 10016		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
WORCESTER POLYTECHNIC INSTITUTE RUSSELL MEANS SCHOLARSHIP WORCESTER, MA 1609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSES	1,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
R.S.T.I.F. CORPORATE INTEREST	1.	1.	
R.S.T.I.F. U.S. GOVERNMENT INTEREST	2,581.	2,581.	
TOTAL TO PART I, LINE 3	2,582.	2,582.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONQUALIFIED DOMESTIC DIVIDENDS	501.	0.	501.	501.	
NONQUALIFIED FOREIGN DIVIDENDS	1,893.	0.	1,893.	1,893.	
QUALIFIED DOMESTIC DIVIDENDS	713.	0.	713.	713.	
QUALIFIED FOREIGN DIVIDENDS	4,216.	0.	4,216.	4,216.	
SYLVAN SCHEDULE K-1 DIVIDENDS	210,201.	0.	210,201.	210,201.	
SYLVAN SCHEDULE K-1 INTEREST	132.	0.	132.	132.	
US TREASURY NOTES INTEREST	8,112.	0.	8,112.	8,112.	
TO PART I, LINE 4	225,768.	0.	225,768.	225,768.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RECOVERY PRIOR YEAR GRANTS UNCASHED CHECKS	2,500.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,500.	0.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATIVE SERVICE FEES	217.	109.		108.	
TO FORM 990-PF, PG 1, LN 16B	217.	109.		108.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES WITHHELD FROM DIVIDENDS	554.	554.		0.	
ESTIMATED 990PF TAXES FOR 2016	1,520.	0.		0.	
YEAR 2015 FORM 990PF BALANCE DUE	480.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	2,554.	554.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SYLVAN II, III & IV FEES K-1 13K AND 13L	10,850.	10,850.		0.	
TO FORM 990-PF, PG 1, LN 23	10,850.	10,850.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
SYLVAN PARTNESHIPS TX ATTRIB VS CASH RECVD SEE W/P ATTACHED	1,164.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,164.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
S. T. I. F. TIMING DIFFERENCE JANUARY 2017 VS. JANUARY 2016	31.
TOTAL TO FORM 990-PF, PART III, LINE 5	31.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES	X		439,129.	440,138.
TOTAL U.S. GOVERNMENT OBLIGATIONS			439,129.	440,138.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			439,129.	440,138.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	405,299.	264,431.
TOTAL TO FORM 990-PF, PART II, LINE 10B	405,299.	264,431.

P M H 4 / 24 / 2017

Winky foundation 009226-000

Year 2016 form 990pf Return of Private Foundation

Summary of Sylvan Partners LLC schedule k-1 attributes and cash received / added

		Sylvan II	Sylvan III	Sylvan IV	Total	
k1 line #						
5	Interest Income	\$105	\$26	\$1	\$132	
6a	Dividends	\$167,806	\$40,116	\$2,279	\$210,201	
8	Short Gains / (loss)	(\$69,755)	(\$15,267)	(\$5,226)	(\$90,248)	
9a	Long Gains / (loss)	(\$74,410)	(\$26,751)		(\$101,161)	
11f	Currency loss		(\$135)		(\$135)	
13k	Portfolio fees	(\$7,259)	(\$2,642)	(\$488)	(\$10,389)	
13L	Other Fees	(\$322)	(\$118)	(\$21)	(\$461)	
16L	Foreign Taxes				\$0	
<hr/>						
	net of k-1 attributes	\$16,165	(\$4,771)	(\$3,455)	\$7,939	"a"
code 986	cash distributions received from Sylvan in 2016					
		(\$178,514)	(\$35,113)	(\$1,377)	(\$215,004)	"x"
code 946	new cash added: 11/3/2016, code 946 "purchases"					
				\$575,820	\$575,820	"y"
	NET CASH FLOW: net of new cash added and cash distributions received				\$360,816	"b" = y - x
	Difference between cash flow and K-1 tax return attributes				(\$368,755)	"-a - b" = c
<hr/>						
Tax Basis per Wilmington Trust Portfolio System						
	1/1/2016	(\$4,280,316)	(\$961,497)	\$0	(\$5,241,813)	"d"
	12/31/2016	\$4,123,742	\$913,856	\$574,134	\$5,611,732	"e"
	Net change in tax basis as per Wilmington Trust Portfolio System				\$369,919	"d" - "e" = F
Fund balance adjustment, form 990pf, page two, part III, line 3					\$1,164	F - C

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD FUNDS	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SYLVAN PARTNERS LLC SERIES II, III AND IV	5,241,843.	5,611,734.	6,723,343.
TO FORM 990-PF, PART II, LINE 15	5,241,843.	5,611,734.	6,723,343.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a U.S. TREASURY NOTES 2.000% 1/31/16				P	01/17/12	01/31/16
b U.S. TREASURY NOTES 2.000% 4/30/16				P	04/16/12	04/30/16
c U.S. TREASURY NOTES 1.500% 7/31/16				P	07/16/12	07/31/16
d ISHARES S&P SM-CAP 600 GROWTH ETF				P	10/15/08	10/31/16
e ISHARES S&P SMALL-CAP 600 VALUE ETF				P	10/15/08	10/31/16
f U.S. TREASURY NOTES 0.875% 11/30/16				P	11/15/12	11/30/16
g SYLVAN PARTNERSHIP K-1 LINE 8 SHORT TERM				P	VARIOUS	12/31/16
h SYLVAN PARTNERSHIP K-1 LINE 9 LONG TERM				P	VARIOUS	12/31/16
i SYLVAN PARTNERSHIP K-1 LINE 11F OTHER LOSS				P	VARIOUS	12/31/16
j						
k						
l						
m						
n						
o						

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 110,000.		116,295.	<6,295.>
b 110,000.		115,926.	<5,926.>
c 110,000.		114,499.	<4,499.>
d 40,605.		15,340.	25,265.
e 35,216.		15,428.	19,788.
f 110,000.		111,779.	<1,779.>
g		90,248.	<90,248.>
h		101,161.	<101,161.>
i		135.	<135.>
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<6,295.>
b			<5,926.>
c			<4,499.>
d			25,265.
e			19,788.
f			<1,779.>
g			<90,248.>
h			<101,161.>
i			<135.>
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<164,990.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Supporting Detail for 990PF Part II Page Two Balance Sheet

Account: 009226-000 THE WINKY FOUNDATION

As of Date 12/31/2016

Description	CUSIP	Quantity	Market Value	Federal Tax Cost
BARCLAYS BANK PLC IPATH BLOOMBERG COMMODITY INDEX TOTAL RETURN ETN DUE JUNE 12, 2036	06738C778	1,397.0000	33,849.31	80,895.20
ISHARES MSCI EAFE ETF	464287465	1,261.0000	72,797.53	80,891.87
POWERSHARES WILDERHILL CLEAN ENERGY PORTFOLIO ETF	73935X500	4,552.0000	16,751.36	81,583.74
RESTRICTED SHORT TERM INVESTMENT	821400009	159,929.2000	159,929.20	159,929.20
SYLVAN PARTNERS LLC - SERIES II	99Y792HU3	53.8630	4,975,555.31	4,123,742.31
SYLVAN PARTNERS LLC - SERIES III	99Y792HV1	13.4742	1,136,971.86	913,856.35
SYLVAN PARTNERS LLC - SERIES IV	99Y800DD6	6.3874	610,816.27	574,134.39
UNITED STATES TREASURY NOTES DTD 06/30/2012 0.750% 06/30/2017	912828TB6	110,000.0000	110,056.10	108,638.26
UNITED STATES TREASURY BONDS DTD 10/31/2012 0.750% 10/31/2017	912828TW0	110,000.0000	109,901.00	108,737.09
UNITED STATES TREASURY NOTES DTD 01/31/2012 0.875% 01/31/2017	912828SC5	110,000.0000	110,044.00	110,988.65
UNITED STATES TREASURY NOTES DTD 03/31/2012 1.000% 03/31/2017	912828SM3	110,000.0000	110,136.40	110,765.21
VANGUARD EMERGING MARKETS STOCK INDEX FUND CLASS INVESTOR	922042304	3,190.9500	72,370.75	81,700.00
VANGUARD FTSE EMERGING MARKETS ETF	922042858	1,919.0000	68,661.82	80,228.11
TOTAL Principal Portfolio -	USD	612,322.8746	7,587,840.91	6,616,090.38
RESTRICTED SHORT TERM INVESTMENT	821400009	1,407.2100	1,407.21	1,407.21
TOTAL Income Portfolio -	USD	1,407.2100	1,407.21	1,407.21
TOTAL 009226-000		613,730.0846	7,589,248.12	6,617,497.59
RECAP				
CASH			161,336	161,336
PARTNERSHIPS			6,723,343	5,611,733
MUTUAL FUNDS			264,431	405,299
U. S GOVERNMENT BONDS NOTES			440,138	439,129
TOTAL			\$7,589,248	\$6,617,498