Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

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

HENRY J. FOX FUND
C/O KOZAK, POLLEKOFF & GOLDMAN PC
1950 OLD GALLOWS ROAD #440
VIENNA, VA 22182

A Employer identification number
52-6036472

B Telephone number (see instructions)
703-506-9700

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 873,342.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ► ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2.	2.		
	4 Dividends and interest from securities	14,919.	14,919.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,616.			
	b Gross sales price for all assets on line 6a 115,718.				
	7 Capital gain net income (from Part IV, line 2)		5,616.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) SEE STATEMENT 1	2,078.	2,078.		
	12 Total Add lines 1 through 11	22,615.	22,615.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	11,000.	11,000.		
	c Other professional fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 3	205.	205.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	4,411.	4,411.		
	24 Total operating and administrative expenses. Add lines 13 through 23	15,616.	15,616.		
	25 Contributions, gifts, grants paid PART XV	38,900.			38,900.
	26 Total expenses and disbursements. Add lines 24 and 25	54,516.	15,616.	0.	38,900.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-31,901.			
	b Net investment income (if negative, enter -0-)		6,999.		
	c Adjusted net income (if negative, enter -0-)			0.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	86,430.	117,088.	117,088.
	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 sch) ►			
		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) STATEMENT 5	805,945.	744,490.	756,254.
	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)	892,375.	861,578.	873,342.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & 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 ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	892,375.	861,578.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	892,375.	861,578.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	892,375.	861,578.	

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	892,375.
2	Enter amount from Part I, line 27a	2	-31,901.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 6	3	1,104.
4	Add lines 1, 2, and 3	4	861,578.
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	861,578.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a SEE STATEMENT 7			
b			
c			
d			
e			

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

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

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

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	5,616.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-574.

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	54,050.	951,700.	0.056793
2014	55,896.	1,031,589.	0.054184
2013	53,300.	1,051,424.	0.050693
2012	51,900.	1,046,023.	0.049616
2011	51,400.	1,047,358.	0.049076

2	**Total** of line 1, column (d)	2	0.260362
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	0.052072
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	859,002.
5	Multiply line 4 by line 3	5	44,730.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	70.
7	Add lines 5 and 6	7	44,800.
8	Enter qualifying distributions from Part XII, line 4	8	38,900.

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter _______ **(attach copy of letter if necessary – see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [ ] and enter 1% of Part I, line 27b	1	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	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	140.
6	Credits/Payments.		
a	2016 estimated tax pmts and 2015 overpayment credited to 2016 — 6a		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	140.
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
1 a	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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► N/A			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		X

Website address ► N/A

14 The books are in care of ► KOZAK POLLEKOFF & GOLDMAN PC Telephone no. ► (703) 506-9700

Located at ► 1950 OLD GALLOWS ROAD #440 VIENNA VA VIENNA ZIP + 4 ► 22182

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If 'Yes,' enter the name of the foreign country ►			

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here	► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 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)		2 b	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 ► 20__ , 20__ , 20__ , 20__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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** No: 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 (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
LINDA JOY FOX 344 COMBS FAYETTEVILLE, AR 72701	TRUSTEE 0	0.	0.	0.
LESLIE KEFAUVER 4831 PARK AVENUE BETHESDA, MD 20816	TRUSTEE 0	0.	0.	0.
ROBERT I FOX 4206 CAMINITO CASSIS SAN DIEGO, CA 92122	TRUSTEE 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	**(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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes			
a Average monthly fair market value of securities		1a	797,423.
b Average of monthly cash balances		1b	74,660.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	872,083.
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	872,083.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	13,081.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	859,002.
6 **Minimum investment return.** Enter 5% of line 5		6	42,950.

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	42,950.
2a Tax on investment income for 2016 from Part VI, line 5	2a 140.		
b Income tax for 2016 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	140.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	42,810.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	42,810.
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	42,810.

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	38,900.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	38,900.
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	38,900.

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				42,810.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			38,999.	
b Total for prior years: 20 ___, 20 ___, 20 ___		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 ► $ 38,900.				
a Applied to 2015, but not more than line 2a			38,900.	
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				0.
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:**				
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 instructions			99.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				42,810.
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 (see instructions)	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				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 8

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			► **3a**	38,900.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2.	
4 Dividends and interest from securities			14	14,919.	
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			14	2,078.	
8 Gain or (loss) from sales of assets other than inventory			14	5,616.	
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)				22,615.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 22,615.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2 a 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

Leslie J Kefauver TTEE | 4/27/17 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CARL SERGI	Carl Sergi	4/26/17		P01405769
Firm's name ► KOZAK, POLLEKOFF & GOLDMAN, P.C.			Firm's EIN ► 54-1639552	
Firm's address ► 1950 OLD GALLOWS ROAD, SUITE 440 VIENNA, VA 22182			Phone no (703) 506-9700	

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	$ 2,078.	$ 2,078.	
TOTAL	$ 2,078.	$ 2,078.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX PREPARATION	$ 11,000.	$ 11,000.		
TOTAL	$ 11,000.	$ 11,000.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES-37525	$ 205.	$ 205.		
TOTAL	$ 205.	$ 205.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES-37525	$ 4,411.	$ 4,411.		
TOTAL	$ 4,411.	$ 4,411.	$ 0.	$ 0.

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JPMORGAN ALERIAN MLP INDEX	MKT VAL	$ 36,136.	$ 31,610.
FAIRHOLME FUND	MKT VAL	0.	0.
WELLS FARGO GROWTH FUND	MKT VAL	43,916.	42,156.
FIRST TRUST PREFERRED SECURITIES & INCOM	MKT VAL	42,238.	44,975.
ALPHABET INC CL A	MKT VAL	56,271.	79,245.
SANOFI SPONSORED ADR	MKT VAL	19,016.	16,580.
ALPHABET INC CL C	MKT VAL	0.	0.
HOME DEPOT INC	MKT VAL	28,598.	40,224.
KINDER MORGAN INC	MKT VAL	8,307.	4,142.
KRAFT/HEINZ CO	MKT VAL	31,882.	39,993.
UNILEVER AMER SHS NEW SPON ADR	MKT VAL	12,958.	12,210.
3M CO	MKT VAL	49,580.	53,571.
APPLE INC	MKT VAL	64,044.	57,910.
CELGENE CORP	MKT VAL	26,385.	23,150.
CVS HEALTH CORP	MKT VAL	0.	0.
CYBER-ARK SOFTWARE LTD	MKT VAL	21,041.	15,782.
DONNELLEY (RR) & SONS CO	MKT VAL	0.	0.
FINANCIAL SECTOR SPDR TRUST	MKT VAL	43,956.	46,500.
HAIN CELESTIAL GROUP INC	MKT VAL	28,189.	19,515.
INTEGRATED DEVICE TECH INC	MKT VAL	12,454.	14,136.
JOHNSON CTLS INTL PLC	MKT VAL	7,990.	6,879.
NETFLIX INC	MKT VAL	31,900.	37,140.
RITE AID CORP	MKT VAL	8,810.	8,240.
SALESFORCE.COM INC	MKT VAL	33,360.	34,230.
SKYWORKS SOLUTIONS	MKT VAL	28,113.	22,398.
STARBUCKS CORP	MKT VAL	53,708.	55,520.
UNDER ARMOR CL A	MKT VAL	17,498.	11,620.
WALGREENS BOOTS ALLIANCE INC	MKT VAL	17,134.	16,552.
WHITEWAVE FOODS INC	MKT VAL	0.	0.
ADIENT PLC	MKT VAL	745.	938.
JP MORGAN CHSE & CO	MKT VAL	8,692.	8,629.
WASTE MANAGEMENT INC NEW	MKT VAL	11,569.	12,409.
	TOTAL	$ 744,490.	$ 756,254.

STATEMENT 6
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NONTAXABLE INCOME	$ 1,104.
TOTAL	$ 1,104.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	0.7 ADIENT PLC	PURCHASED	10/31/2016	10/31/2016
2	32 ALPHABET INC CL C	PURCHASED	1/20/2012	12/05/2016
3	150 CYBER-ARK SOFTWARE LTD	PURCHASED	8/13/2015	12/09/2016
4	37.5 DONNELLEY FINL SOLUTIONS INC	PURCHASED	1/05/2015	10/24/2016
5	37.5 DONNELLEY FINL SOLUTIONS INC	PURCHASED	2/17/2015	10/24/2016
6	100 DONNELLEY (RR) & SONS CO	PURCHASED	1/05/2015	10/24/2016
7	100 DONNELLEY (RR) & SONS CO	PURCHASED	2/17/2015	10/24/2016
8	610.721 FAIRHOLME FUND	PURCHASED	4/04/2011	10/24/2016
9	15.984 FAIRHOLME FUND	PURCHASED	4/25/2011	10/24/2016
10	115.375 FAIRHOLME FUND	PURCHASED	12/27/2013	10/24/2016
11	200 JOHNSON CONTROLS INC	PURCHASED	6/22/2015	9/06/2016
12	0.14 JOHNSON CTLS PLC	PURCHASED	9/06/2016	9/06/2016
13	42 KRAFT HEINZ CO	PURCHASED	8/13/2014	12/05/2016
14	37.5 LSC COMMUNICATIONS INC	PURCHASED	1/05/2015	10/24/2016
15	37.5 LSC COMMUNICATIONS INC	PURCHASED	2/17/2015	10/24/2016
16	0.292 REAL ESTATE SELECT SECT SPDR ETF	PURCHASED	9/19/2016	9/22/2016
17	278 REAL ESTATE SELECT SECT SPDR ETF	PURCHASED	9/19/2016	12/08/2016
18	100.29 UNDER ARMOUR CL C	PURCHASED	10/12/2015	10/24/2016
19	100.71 UNDER ARMOUR CL C	PURCHASED	10/23/2015	10/24/2016
20	0.419 UNDER ARMOUR CL C	PURCHASED	10/12/2015	6/29/2016
21	100 WHITEWAVE FOODS INC	PURCHASED	5/06/2015	10/10/2016
22	150 WHITEWAVE FOODS INC	PURCHASED	5/27/2015	10/10/2016
23	250 WHITEWAVE FOODS INC	PURCHASED	8/13/2015	10/10/2016
24	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	32.		33.	-1.				$ -1.
2	24,349.		9,380.	14,969.				14,969.
3	7,206.		8,730.	-1,524.				-1,524.
4	919.		988.	-69.				-69.
5	919.		1,051.	-132.				-132.
6	1,908.		2,731.	-823.				-823.
7	1,908.		2,906.	-998.				-998.
8	11,714.		21,216.	-9,502.				-9,502.
9	307.		550.	-243.				-243.
10	2,213.		4,502.	-2,289.				-2,289.
11	9,142.		10,362.	-1,220.				-1,220.
12	7.		7.	0.				0.
13	3,376.		2,271.	1,105.				1,105.
14	919.		1,231.	-312.				-312.
15	919.		1,309.	-390.				-390.
16	10.		10.	0.				0.
17	8,482.		9,049.	-567.				-567.
18	3,309.		5,036.	-1,727.				-1,727.
19	3,322.		4,618.	-1,296.				-1,296.
20	16.		22.	-6.				-6.
21	5,376.		4,300.	1,076.				1,076.
22	8,064.		7,353.	711.				711.
23	13,441.		12,447.	994.				994.
24								7,860.
							TOTAL	$ 5,616.

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	LESLIE KEFAUVER
CARE OF:	
STREET ADDRESS:	4831 PARK AVENUE
CITY, STATE, ZIP CODE:	BETHESDA, MD 20816
TELEPHONE:	301-299-8576
E-MAIL ADDRESS:	
FORM AND CONTENT:	NO SET FORMAT - BY WRITTEN REQUEST
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	NONE

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
A TOUCH OF LOVE FOUNDATION 604 HUPA STREET VENTURA CA 93001	NONE	PC	CHARITY	$ 1,500.
OPERATION UNDERSTANDING 3000 CONNECTICUT AVE NW, STE 3 WASHINGTON DC 20008	NONE	PC	CHARITY	1,000.
AMER FRIENDS SERVICE COMMITTEE 1822 R ST NW WASHINGTON DC 20009	NONE	PC	CHARITY	1,000.
ENVIRONMENTAL DEFENSE FD 257 PARK AVENUE SOUTH NEW YORK NY 10010	NONE	PC	CHARITY	1,750.
UNION OF CONCERNED SCIENT 2 BRATTLE SQUARE CAMBRIDGE MA 02238	NONE	PC	CHARITY	1,125.
PLANNED PARENTHOOD 1108 16TH STREET NW WASHINGTON DC 20003	NONE	PC	CHARITY	200.
COOP GREEN AMERICA 1612 K STREET NW, SUITE 600 WASHINGTON DC 20006	NONE	PC	CHARITY	1,000.
HEIFER INTERNATIONAL PO BOX 1692 MERRIFIELD VA 22116	NONE	PC	CHARITY	500.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
RIDDELL'S ELEPHANT SANCTUARY PO BOX 715 GREENBRIAR AR 72058	NONE	PC	CHARITY	$ 150.
NATURE CONSERVANCY 601 N UNIVERSITY AVE LITTLE ROCK AR 72205	NONE	PC	CHARITY	500.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY AL 36177	NONE	PC	CHARITY	1,875.
FRANKLIN INSTITUTE 222 NORTH 20TH STREET PHILADELPHIA PA 19103	NONE	PC	CHARITY	500.
CENTER FOR LAO STUDIES 65 NINTH STREET SAN FRANCISCO CA 94103	NONE	PC	CHARITY	2,000.
CHARITY NAVIGATOR 2ND FLOOR, 1200 MCARTHUR BLVD MAHWAH NJ 07430	NONE	PC	CHARITY	1,300.
ARENA STAGE 1101 6TH STREET SW WASHINGTON DC 20024	NONE	PC	CHARITY	1,000.
WETA TV 3939 CAMPBELL AVE ARLINGTON VA 22206	NONE	PC	CHARITY	300.
COMPASSIONATE WORKS FOR ALL PO BOX 7708 LITTLE ROCK AR 72217	NONE	PC	CHARITY	1,000.
CCFHFP 4713 WISCONSIN AVE NW WASHINGTON DC 20037	NONE	PC	CHARITY	500.
LIVING LANDS & WATER 17615 GREAT RIVER RD, RTE 84 N E MOLINE IL 61244	NONE	PC	CHARITY	300.
INTERFAITH WORKS/COMMUNITY MINISTRIES 114 W MONTGOMERY AVE ROCKVILLE MD 20850	NONE	PC	CHARITY	1,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
HUMAN RIGHTS WATCH 1630 CONNECTICUT AVE NW WASHINGTON DC 20009	NONE	PC	CHARITY	$ 2,000.
MARYLAND PIRG FOUNDATION 3121 ST PAUL ST #26 BALTIMORE MD 21218	NONE	PC	CHARITY	500.
OMNI CENTER FOR PEACE 2103 LOREN CIRCLE FAYETTEVILLE AR 72701	NONE	PC	CHARITY	1,000.
NATIONAL WILDLIFE FEDERATION PO BOX 1637 MERRIFIELD VA 22116	NONE	PC	CHARITY	200.
NPR KUAF RADIO STATION 747 W DIXON ST FAYETTEVILLE AR 72701	NONE	PC	CHARITY	1,500.
SUN IN MY HEART 13431 BEAR PAW TRAIL ELY MN 55731	NONE	PC	CHARITY	300.
WIKIPEDIA FOUNDATION 200 SECOND AVE S #358 ST PETERSBURG FL 33701	NONE	PC	CHARITY	500.
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW STE 100 WASHINGTON DC 20009	NONE	PC	CHARITY	500.
HADASSAH MEDICAL ORGANIZATION 5755 OBERLIN DR #202 SAN DIEGO CA 92121	NONE	PC	CHARITY	500.
MAGEN DAVID ADOM 888 SEVENTH AVE STE 403 NEW YORK NY 10106	NONE	PC	CHARITY	500.
BCC RESCUE SQUAD 5020 BATTERY LANE BETHESDA MD 20814	NONE	PC	CHARITY	300.
CANINE COMPANIONS FOR INDEPENDENCE PO BOX 446 SANTA ROSA CA 95402	NONE	PC	CHARITY	500.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
OXFAM INTERNATIONAL 26 WEST ST BOSTON MA 02111	NONE	PC	CHARITY	$ 300.
SAN DIEGO HUMANE SOCIETY 5500 GAINES ST SAN DIEGO CA 92110	NONE	PC	CHARITY	1,000.
FOOD & WATER WATCH 1616 P ST NW STE 300 WASHINGTON DC 20036	NONE	PC	CHARITY	1,500.
EARTH JUSTICE 50 CALIFORNIA ST STE 500 SAN FRANCISCO CA 94111	NONE	PC	CHARITY	1,500.
SIERRA CLUB FOUNDATION 85 SECOND ST, STE 750 SAN FRANCISCO CA 94105	NONE	PC	CHARITY	500.
PRECLAMPSIA FOUNDATION 6767 N WICKHAM RD STE 400 MELBOURNE FL	NONE	PC	CHARITY	500.
KPBS PUBLIC RADIO 5200 CAMPANILE DRIVE SAN DIEGO CA 92182	NONE	PC	CHARITY	500.
SAN DIEGO POLICE DEPT CRISIS INTERVENTIO 1401 BROADWAY MS796 SAN DIEGO CA 92182	NONE	PC	CHARITY	1,000.
SEVEN HILLS HOMELESS SHELTER 1555 W MARTIN LUTHER KING BLVD FAYETTEVILLE AR 72701	NONE	PC	CHARITY	200.
ARKANSA PUBLIC POLICY PANEL 1308 W 2ND STREET LITTLE ROCK AR 72201	NONE	PC	CHARITY	500.
FRIENDS OF CHESTER COUNTY LIBRARY 450 EXTON SQUARE PKWY EXTON PA 19341	NONE	PC	CHARITY	250.
FOLKLORE SOCIETY OF GREATER WASHINGTON PO BOX 323 CABIN JOHN MD 20818	NONE	PC		1,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
KAUF RADIO 9 S SCHOOL AVENUE FAYETTEVILLE AR 72701	NONE	PC	CHARITY	$ 1,000.
LAND TRUST OF SANTA CRUZ COUNTY 817 WATER ST SANTA CRUZ CA 95060	NONE	PC	CHARITY	850.
NATIONAL BREAST CANCER FOUNDATION 2600 NETWORK BLVD, STE 300 FRISCO TX 75034	NONE	PC	CHARITY	1,000.
WONDERSCOPE CHILDRENS MUSEUM 5700 KING STREET SHAWNEE KS 66203	NONE	PC	CHARITY	500.
			TOTAL	$ 38,900.

HENRY J. FOX FUND

CLIENT FOXFUND C/O KOZAK, POLLEKOFF & GOLDMAN PC 52-6036472

OTHER INCOME PRODUCING ACTIVITIES
DIVIDENDS/INTEREST FROM SECURITIES.

UBS #37525-DIVIDENDS		$ 14,919.
	TOTAL	$ 14,919.

DISPOSITIONS
EXCLUDED (2A)

UBS #37525		$ 7,860.
	TOTAL	$ 7,860.