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Form 990-PF

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.lrs.gov/form990pf.

OMB No 1545-0052 Open to Public Inspection

Department of the Treasu Internal Revenue Service	y Do no	t enter	social security numbers on m 990-PF and its separate	this form as i	t may be may at www.in	ade public. s. <i>gov/form990.</i>	pf.	QU IO
	16 or tax year beginning			, and en				
	LAUREL FOUNDA	rion	Ī			A Employer id		
	FOURTH FLOOR O box number if mail is not delivered	to street	address)	——-	Room/suite		45267	<u> </u>
•	RANGE STREET	3 (0 50 66)	2001655)		noom/suite	B Telephone n		4525
	province, country, and ZIP or f	Ozelan n	nostal code					-4535
WILMINGTO	ON, DE 19801	oreight p			<u>.</u>	1		pending, check here
G Check all that appl	Final return		Initial return of a fo	ormer public cl	narity	D 1. Foreign o	ŭ	eeting the 85% test, omputation
Check type of orga	Address change Inization: X Section 501		Name change kempt private foundation			1		omputationatus was terminated
)(1) nonexempt charitable trust		Other taxable private founda		<u> </u>)(A), check here
fair market value of (from Part II, col.	_		ing method: X Cash ther (specify)	Accru	al 			60-month termination)(B), check here
Part I Analysis of	f Revenue and Expenses amounts in columns (b), (c), and (d) medical the amounts in column (a))		(a) Revenue and expenses per books	(b) Net inv		(c) Adjust		(d) Disbursements for chantable purposes (cash basis only)
_	ns, gifts, grants, etc., received					N/A		
	If the foundation is not required to attach	Sch B						
3 cash investm			62 56					
	nd interest from securities		63,762.	6.	3,762.			STATEMENT 1
5a Gross rents								· -
b Net rental inc			18,966.				RE	CEIVED
h Gross sales p	ss) from sale of assets not on line 10 rice for all 49,31	87.	10,900.				185	
b Gross sales p assets on line 7 Capital gain n	et income (from Part IV, line 2)	<u>,</u>		18	3,966.	8	APR	1 9 2017
8 Net short-te	rm capital gain			- '	<i>,,,,,,,</i> ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	8	APR	1 3 201/ S
9 Income mo	, •							
10a and allowance	ess returns						_0G[JEN, UT
b Less Cost of								
c Gross profit	, ,							
11 Other incon	-		20		. =			
	ines 1 through 11		82,728.	82	<u>2,728.</u>			<u> </u>
	n of officers, directors, trustees, etc		0.		0.			0.
	yee salaries and wages ns, employee benefits					-		
16a Legal fees	ns, employee benefits		-	•				
b Accounting	fees STMT	2	1,775.		887.	-		888.
16a Legal fees b Accounting c Other profe			52,727.	26	5,364.	<u> </u>	 _	26,363.
9 17 Interest		_			. ,			
17 Interest 18 Taxes 19 Depreciation 20 Occupancy 21 Travel, conf 22 Printing and 23 Other exper 24 Total opera expenses.	STMT	4	1,110.		0.			0.
19 Depreciation	and depletion							
E 20 Occupancy								
21 Travel, conf	erences, and meetings							
22 Printing and	publications	_				<u> </u>		
23 Other exper	**	5	29.	. .	0.	 		29.
Total opera	ting and administrative Add lines 13 through 23		55,641.	2.	7,251.			27 200
O 25 Contribution	ns, gifts, grants paid		48,250.	4	. 4.71.	 		27,280. 48,250.
I	ses and disbursements.		10,230.	-		-		=0,230.
Add lines 2			103,891.	27	7,251.			75,530.
	26 from line 12;							
& Excess of rev	nue over expenses and disbursemen	nts .	<21,163.	>		<u> </u>		<u></u>
b Net investr	ent income (if negative, enter -0-)				477.			
n hetsuihA o	t income (if negative, enter -0-)		l T			NI/A		

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2016)

<u> F01</u>	rm 99	90-PF (2016) C/O THE FOURTH FLOOR			845267 Page 2
Р	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of y	
_			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	· · · · · · · · · · · · · · · · ·	176.	149.	149.
		Savings and temporary cash investments	23,733.	32,113.	32,113.
	3	Accounts receivable -			
	İ	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			
Assets	9	Prepaid expenses and deferred charges			
Ä	10a	Investments - U.S. and state government obligations			
	I .	Investments - corporate stock STMT 6	1,639,801.	1,609,380.	3.003.403.
	c	Investments - corporate bonds			3,000,2000
	I	investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			······
	13	Investments - other			
		Land, buildings, and equipment; basis			
	' 7	Less accumulated depreciation			
	15	Other assets (describe > PREPAID EXCISE TAX)	0.	690.	0.
		Total assets (to be completed by all filers - see the			
	'"	instructions. Also, see page 1, item)	1,663,710.	1,642,332.	3,035,665.
	17	Accounts payable and accrued expenses	1,003,710.	1,042,332.	3,033,003.
	18	Grants payable	· · · · · · · · · · · · · · · · · · ·		
	19	Deferred revenue			
Liabilities	1			~	
Ē	l	Loans from officers, directors, trustees, and other disqualified persons			
Ë	21	Mortgages and other notes payable	215		
	22	Other liabilities (describe ► EXCISE TAX DUE)	215.	0.	
		Tablifichtible / add base 47 theres to 000	21 5		
_	23	Total liabilities (add lines 17 through 22)	215.	0.	
		Foundations that follow SFAS 117, check here			
Ş	١.,	and complete lines 24 through 26 and lines 30 and 31.			
ĕ	24	Unrestricted		 -	
aja	25	Temporarily restricted			
9	26	Permanently restricted			
Ę		Foundations that do not follow SFAS 117, check here			
or Fund Balances		and complete lines 27 through 31.	1 660 10-		
	27	· · · · · · · · · · · · · · · · · · ·	1,663,495.	1,642,332.	
Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ę,	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
Net	30	Total net assets or fund balances	1,663,495.	1,642,332.	
	31	Total liabilities and net assets/fund balances	1,663,710.	1,642,332.	
P	art	III Analysis of Changes in Net Assets or Fund Ba	alances		
			·		
1		I net assets or fund balances at beginning of year - Part II, column (a), line 3	30		4 660 11-
	•	st agree with end-of-year figure reported on prior year's return)			1,663,495.
		r amount from Part I, line 27a	•	2	<u><21,163.</u> >
		r increases not included in line 2 (itemize)			0.
		lines 1, 2, and 3		4	1,642,332.
		eases not included in line 2 (itemize)			0.
<u>6</u>	Tota	I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30		1,642,332.
					Form 990-PF (2016)

	THE FOURTH FLOC						<u>4-104</u>	3407	rage 3
Part IV Capital Gains ar	nd Losses for Tax on I	nvestment	Income	463.1	i			г	
(a) List and describ 2-story brick ware	e the kınd(s) of property sold (e.; house; or common stock, 200 sh	g., real estate, ns. MLC Co.)		(b) How acquired P - Purchase D - Donation		(c) Date a	acquired ay, yr.)	(d) Date (mo., da	sold y, yr.)
1a 753 SHS DUPONT	E I DE NEMOURS	& CO				03/0	1/15_	04/29	/16
b									
C									
d									
e	_	· ·		<u> </u>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale				ain or (loss s (f) minus		
a 49,387.			30,42	1.				18,	<u>966.</u>
b	·-								
C		ļ		_					
d				_					
е				_					
Complete only for assets showing	* - · · · · · · · · · · · · · · · · · · 				•	(I) Gains (C ol. (k), but r	ol. (h) gain	minus	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (I) col. (J), if any			Losses	(from col. (h))	
a	<u></u>							18,	966.
b									
С									
d									
е									
2 Capital gain net income or (net capi	tal loss) { If gain, also enter-tal loss), enter-t	er in Part I, line 0- in Part I, line	7 7	}	2			18	966.
3 Net short-term capital gain or (loss)									
If gain, also enter in Part I, line 8, co		(0).)					
If (loss), enter -0- in Part I, line 8	· ·				3		N/A		
Part V Qualification Un	der Section 4940(e) fo	r Reduced	Tax on Net	Inv	estment In	come			
(For optional use by domestic private for	oundations subject to the section	4940(a) tax on	net investment in	come) .)				
If section 4940(d)(2) applies, leave this	nart blank								
ii section 4540(u)(2) applies, leave this	s part blank.								
Was the foundation liable for the section			•	iod?				Yes	X No
If "Yes," the foundation does not qualify									
1 Enter the appropriate amount in ea	ch column for each year; see the	instructions be	fore making any ei	ntries				741	
(a) Base period years	(b) Adjusted qualifying di	etributione	Net value of no	(C)		te	Distrit	(d) oution ratio	/ ->>
Calendar year (or tax year beginning	1111/		Net value of flo				(COI. (D) GIV	rided by col.	` ''
2015		87,658.			<u>,680,08</u>				32707
2014		11,394.			<u>,762,37</u>				10325
2013		86,388.			,308,89				37415
2012		68,659. 57,241.			,070,53 ,118,56				3 <u>3160</u> 27019
2011		0/,241.	L		,110,30	<u> </u>		• 0 4	<u> </u>
O T a Lather d column (d)								1.	70626
2 Total of line 1, column (d)		1 l 0 h. F	b the au-abe-	a 6 a		2	<u> </u>	· · ·	10020
3 Average distribution ratio for the 5-		i on line 2 by 5,	or by the number	or ye	ars		1	0.3	34125
the foundation has been in existence	e ii iess maii 5 years					3_			74167
4. Enter the net value of nepoberitable	consta for 2016 from Dort V	' luna E						2,705	702
4 Enter the net value of noncharitable	Fuse assets for 20 to fruiti Part A	, iiie 5				4		2,705	, 194.
E. Multiply line 4 by line 2						5		92	,335.
5 Multiply line 4 by line 3						- 3-			, <u>, , , , , .</u>
6 Enter 19/ of not investment income	(19) of Dart I line 27h)					6			<u>5</u> 55.
6 Enter 1% of net investment income	(170 UI Fait I, IIIIG 270)					-	<u> </u>		
7 Add lines 5 and 6						7		92	,890.
7 Add lines 5 and 6	• ••					'	 	34	, 000.
8 Enter qualifying distributions from l	Part XII, line 4				•	8_		75	<u>,530.</u>
If line 8 is equal to or greater than li See the Part VI instructions.	ine 7, check the box in Part VI, lin	ne 1b, and comp	plete that part usin	ıg a 1	% tax rate.				

_	MOUNTAIN INCOMES FOUNDATION					
	m 990-PF (2016) C/O THE FOURTH FLOOR 5 art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 494	<u>4-1</u> 48-	8452	67	ctio	Page 4
	a Exempt operating foundations described in section 4940(d)(2), check here ▶ □ and enter "N/A" on line 1.		300 1118		CLIO	113)
	Date of ruling or determination letter:					
ŀ	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	1			1.1	10.
	of Part I, line 27b	-			- , -	
(All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part 1, line 12, col. (b).					
	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			1,1	10.
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			1,1	10.
6	Credits/Payments:					
8	2016 estimated tax payments and 2015 overpayment credited to 2016 6a 1,800.					
	Exempt foreign organizations - tax withheld at source					
C	: Tax paid with application for extension of time to file (Form 8868)					
	Backup withholding erroneously withheld					
		7			<u>1,8</u>	<u>00.</u>
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8				
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9				
	· · · · · · · · · · · · · · · · · · ·	10			6	<u>90.</u>
		11				<u>0.</u>
	art VII-A Statements Regarding Activities				Vaa	Na
18	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?		<u> </u>		Yes	No
	o Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?			a		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published			b		
	distributed by the foundation in connection with the activities.	ı or				
c	Did the foundation file Form 1120-POL for this year?		.	c		х
	I Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		<u> </u>			
	(1) On the foundation. \blacktriangleright \$ 0. (2) On foundation managers. \blacktriangleright \$ 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?			2		х
	If "Yes," attach a detailed description of the activities.					
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_
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<u> </u>	a		<u>X</u>
	olf "Yes," has it filed a tax return on Form 990-T for this year?	N/	A 4	b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		_X_
	If "Yes," attach the statement required by General Instruction T.					
ь	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
	By state legislation that officetively amonds the governing instrument so that no mondatory directions that conflict with the contact legislation.					
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state lar remain in the governing instrument?	₩			v	
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		_	6 7	X	
•	the distribution have actually 0,000 in assets at any time during the year in test, complete Fart in, con. (c), and Fart Av			_		
82	Enter the states to which the foundation reports or with which it is registered (see instructions)					
	VA, DE					
b	off 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		8	ь	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 calendary	ar				
	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		<u> </u>	0		X
			Form	990	-PF	(2016)

Pa	art 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?	\Box		
	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	Х	
	Website address ► N/A			
14		594	-45	35
	Located at ▶ 1205 N ORANGE STREET, WILMINGTON, DE ZIP+4 ▶19			
15				
	and enter the amount of tax-exempt interest received or accrued during the year	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,		Yes	No
	securities, or other financial account in a foreign country?	16	1	X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the			
	foreign country			
Pa	art 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
18	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	ł		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?	ł		
	(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	1		
	termination of government service, if terminating within 90 days.)	ł		
ŧ	olf any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	_1b		
	Organizations relying on a current notice regarding disaster assistance check here			
•	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?	10		<u>X</u>
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)):			
ŧ	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?	}	}	
	If "Yes," list the years \blacktriangleright			
t	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		1	
	statement - see instructions.) N/A	2b		
(: If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
38				
	during the year?			
t	olf "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after	1	1	
	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	 	
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	_ <u>4a</u>		X
ŧ	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			٠,-
_	had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	O DE	X (2245)
	Fr	rm 99	リーピト	(2016)

MOUNTAIN LAUREL FOUNDATION Form 990-PF (2016) C/O THE FOURTH FLOOR 54-1845267 Page 6 Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued) 5a Quring the year did the foundation pay or incur any amount to: Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 4945(d)(4)(A)? (see instructions) (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 X 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 Yes X No a personal benefit contract? 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 Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred compensation (b) Title, and average (c) Compensation (e) Expense account, other hours per week devoted (if not paid, enter -0-) (a) Name and address to position allowances ANTONIA DUPONT BREDIN MASSIE PRES/SECY/TREAS 4 HAMPTON STOCK FARM LANE WASHINGTON, VA 22747 0 0.50 0 0. ALETTA DUPONT BREDIN-BELL DIRECTOR 4418 IVY COMMONS 0.25 0 . CHARLOTTESVILLE, VA 22901 0 0. LAURA LOUISE BREDIN HUSSEY DIRECTOR RR1 BOX 165 BLOOMVILLE, NY 13739 0 0. 0.25 0 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (d) Contributions to employee benefit plans and deterred compensation (e) Expense account, other (b) Title, and average hours per week devoted to position (a) Name and address of each employee paid more than \$50,000 (c) Compensation allowances NONE

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

3 NONE

Total. Add lines 1 through 3

All other program-related investments. See instructions.

Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

54-1845267 Form 990-PF (2016) C/O THE FOURTH FLOOR Page 8 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1 2,718,543. 1a Average monthly fair market value of securities 28,454. 1b b Average of monthly cash balances c Fair market value of all other assets 16 2.746.997. 1d d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1e İ 1c (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets 3 Subtract line 2 from line 1d 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 705,792. 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 Minimum investment return. Enter 5% of line 5 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.) 135,290. Minimum investment return from Part X, line 6 1,110. Tax on investment income for 2016 from Part VI, line 5 2a Income tax for 2016. (This does not include the tax from Part VI.) h 1,110. 2c Add lines 2a and 2b 134,180. Distributable amount before adjustments. Subtract line 2c from line 1 3 0. 4 Recoveries of amounts treated as qualifying distributions 134,180. 5 5 Add lines 3 and 4 6 0. Deduction from distributable amount (see instructions) 6 134,180. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 75,530. Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a 1b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: 3 3a Suitability test (prior IRS approval required) 3b **b** Cash distribution test (attach the required schedule) 75,530. 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

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

Form **990-PF** (2016)

75,530.

5

6

income. Enter 1% of Part I, line 27b

Adjusted qualifying distributions. Subtract line 5 from line 4

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

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may be required - see instructions) 8						
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2012 b Excess from 2013 c Excess from 2014 d Excess from 2015 87,658.						
not applied on line 5 or line 7 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2012 b Excess from 2013 c Excess from 2014 d Excess from 2015 87,658.	_	·	<u> </u>			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2012 67,250. b Excess from 2013 86,388. c Excess from 2014 25,185. d Excess from 2015 87,658.	8					
Subtract lines 7 and 8 from line 6a 266,481. Analysis of line 9: a Excess from 2012 b Excess from 2013 c Excess from 2014 d Excess from 2015 87,658.		* *	0.			
Analysis of line 9: a Excess from 2012 67,250. b Excess from 2013 86,388. c Excess from 2014 25,185. d Excess from 2015 87,658.	9	-				
a Excess from 2012 b Excess from 2013 c Excess from 2014 d Excess from 2015 867,250. 86,388. 25,185. 87,658.		Subtract lines 7 and 8 from line 6a	<u>266,481.</u>			
b Excess from 2013 86,388. c Excess from 2014 25,185. d Excess from 2015 87,658.	0	Analysis of line 9:				
b Excess from 2013 86,388. c Excess from 2014 25,185. d Excess from 2015 87,658.	į					
c Excess from 2014 25, 185. d Excess from 2015 87, 658.	ı		,			
d Excess from 2015 87,658.						
	_	r ·				

Form 990-PF (2016) C/O THE FOURTH FLOOR 54-1845267 Page 10 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 4942(j)(3) or 4942(j)(5) b Check box to indicate whether the foundation is a private operating foundation described in section Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (a) 2016 (b) 2015 (c) 2014 (d) 2013 (e) Total 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 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.) 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).) ANTONIA DUPONT BREDIN MASSIE 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. 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:

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3 Grants and Contributions Paid During the		Payment		
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution **	Amount
a Paid during the year				
BRANDYWINE RIVER MUSEUM P O BOX 141	NONE	NONE	GENERAL PURPOSES	
CHADDS FORD, PA 19317				1,00
CATALINA ISLAND CONSERVANCY P O BOX 2739 AVALON CA 90704	NONE	NONE	GENERAL PURPOSES	1,00
AVILLON, CAS JOVOI				<u>, 1,00</u>
CHILDCARE LEARNING CENTER P O BOX 520 WASHINGTON, VA 22747	NONE	NONE	GENERAL PURPOSES	1,00
FOXCROFT SCHOOL	NONE	NONE	GENERAL PURPOSES	
P O BOX 5555 MIDDLEBURG, VA 20118				1,00
HAGLEY MUSEUM P O BOX 3630	NONE	NONE	GENERAL PURPOSES	
WILMINGTON, DE 19807 Total SEE CO	ONTINUATION SHE	፲ ደጥ(ያ)	▶ 3a	1,00 48,25
b Approved for future payment	MITHORITOR SHE		34	46,25
NONE				
Total	<u> </u>	<u></u> .	▶ 3b	rm 990-PF (20

Form 990-PF (2016) Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelate	ed business income		ed by section 512, 513, or 514	
	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	code		Code		
<u> </u>	-		+ +		
b	-	.	+		
<u> </u>			+-+	-	
d	-		├ ── 		
e	-	<u>-</u> -	+		
· · · · · · · · · · · · · · · · · · ·			+		
g Fees and contracts from government agencies		<u>-</u>	+		
2 Membership dues and assessments	<u> </u>		 		<u></u>
3 Interest on savings and temporary cash	1		1 1		
investments	ļ		1 4	62 762	
4 Dividends and interest from securities	<u> </u>	_	14	63,762.	
5 Net rental income or (loss) from real estate:	}	-	+ +		
a Debt-financed property	-	<u> </u>	+	— -	
b Not debt-financed property	 		1 1		
6 Net rental income or (loss) from personal					
property 7 Other investment income		-	+	— —	
7 Other investment income	 		+		
8 Gain or (loss) from sales of assets other			18	10 066	
than inventory	-		10	18,966.	
9 Net income or (loss) from special events	 	_	+ +	-	
Other represent	 		+		
I Other revenue:			1 1		
ab	-		+		
·	L		+ +		
		-	1 1	-	
de			1 1		
12 Subtotal. Add columns (b), (d), and (e)	-	0.	+ +	82,728.	0.
13 Total. Add line 12, columns (b), (d), and (e)	L		.,	13	
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities	to the Ace	omplishment of E	vomnt	Durnococ	
Part AVI-B Relationship of Activities	- CO LINE ACC	omplishment of E	vellihr	rurposes	
Line No. Explain below how each activity for which inc			A contribu	ited importantly to the accomp	dishment of
the foundation's exempt purposes (other tha	n by providing fu	inds for such purposes).			
NOT APPLICABLE					
					
_ 		<u> </u>		<u> </u>	
					
					 -
	<u> </u>	· · · · · · · · · · · · · · · · · · ·		_	
			-		
				<u> </u>	
					
					
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C/O THE FOURTH FLOOR

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Part Avii	intormation Re Exempt Organ		sters 10 a	and Transactions a	and Relations	nips with Nor	icnaritable	e	
1 Did the or			of the following	ng with any other organization	on described in sect	on 501(c) of		Yes	No
	-			27, relating to political organ		1011 30 1(0) 01		1.00	- 10
	from the reporting found				neutions.				İ
(1) Cash	nam are reporting round	ation to a nononana	Dio oxompi oi	gamzanon or.			1a(1)		x
(2) Other	assets						1a(2)		X
b Other tran							14(2)	 	
	of assets to a noncharita	hie exempt organiza	tion				1b(1)		_x
	ases of assets from a no						1b(2)	 	X
• •	I of facilities, equipment,	•	or garnization				1b(3)	\vdash	X
	bursement arrangements						1b(4)		X
• •	s or loan guarantees						1b(5)		X
٠,	rmance of services or me	embership or fundrai	sino solicitatio	nns			1b(6)		X
. ,	f facilities, equipment, ma	•	•				1c		<u> </u>
•		•		edule. Column (b) should al [,]	wavs show the fair r	narket value of the o		sets.	
			_	ed less than fair market valu				,	
) the value of the goods,				-		·		
(a) Line no	(b) Amount involved	(c) Name of	noncharitable	e exempt organization	(d) Description	of transfers, transaction	ns, and sharing ar	тangeme	nts
			N/A	 					
_							_		
	_								
					<u> </u>				
		<u> </u>							
	<u> </u>	<u> </u>					<u>.</u>		
2a Is the four	ndation directly or indirec	tly affiliated with, or	related to, one	or more tax-exempt organ	zations described			_	_
in section	501(c) of the Code (othe	r than section 501(c)(3)) or in sec	tion 527?			Yes	X	No
<u>b</u> If "Yes," co	implete the following sch								
	(a) Name of org	anization		(b) Type of organization		(c) Description of re	lationship		
	<u>N/A</u>								
									
					 				
		 		L	L				
بط اسمم أ				ng accompanying schedules and in taxpayer) is based on all inform			May the IRS return with th	discuss '	this
Sign Here	Matria dulla	Regardin Ho		011/17			shown below	v (see <u>ins</u>	<u>tr</u>)?
	WW o TUL CHITY	MUUNT 1	ou c	71///		SECY/TREAS	S X Yes	; <u> </u>	J No
Sign	nature of officer or trustee		Ta :	Date '	Title	Charle T 4	DTIN		
	Print/Type preparer's na	ame	Preparer's s	agnature	Date		PTIN		
Doid					lan (nn (1 -	self- employed	500545		
Paid	CHRIS PEAR			PEARSON CPA	03/20/17	<u> </u>	P00547		
Preparer	Firm's name > YOU	NT, HYDE	& BARE	BOUR, P.C.		Firm's EIN ► 5	4-11492	63	
Use Only Firm's address ► 1100 SUNSET LANE SUITE 1310									
						, , , , , , , , , , , , , , , , , , ,	40\ 005		F ^
	L CU	LPEPER, V	A 2270	<u> </u>		Phone no. (54	40) 825		
							Form 99	リーピト	(2016)

C/O THE FOURTH FLOOR

Part XV Supplementary Informati	ion			
3 Grants and Contributions Paid During th	e Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
HIGHLAND SCHOOL	NONE	NONE	GENERAL PURPOSES	
597 BROADVIEW AVENUE				
WARRENTON VA 20186				1,000.
HOSPITAL ALBERT SCHWEITZER HAITI	NONE	NONE	GENERAL PURPOSES	
P O BOX 81046				
PITTSBURGH, PA 15217				1,000.
KID PAN ALLEY	NONE	NONE	GENERAL PURPOSES	
P O BOX 38				
WASHINGTON, VA 22747				1,000.
LONGWOOD GARDENS	NONE	NONE	GENERAL PURPOSES	
1001 LONGWOOD ROAD				
KENNETT SQUARE, PA 19348				1,000.
NANTUCKET COTTAGE HOSPITAL	NONE	NONE	GENERAL PURPOSES	
57 PROSPECT STREET	NONE	HONE	SEMERAL FORFOSES	
NANTUCKET, MA 02554				18,250.
PIEDMONT ENVIRONMENTAL COUNCIL	NONE	NONE	GENERAL PURPOSES	
P O BOX 460				
WARRENTON, VA 20188				1,000.
		L		
SMITHSONIAN CONSERVATION BIOLOGY INSTITUTE	NONE	NONE	GENERAL PURPOSES	
1500 REMOUNT ROAD				
FRONT ROYAL, VA 22630			<u> </u>	1,000.
SWEET BRIAR COLLEGE	NONE	NONE	GENERAL PURPOSES	
P O BOX 1057				
SWEET BRIAR, VA 24595				15,000.
THE CHATEAUVILLE FOUNDATION	NONE	NONE	GENERAL PURPOSES	
P O BOX 30				
AMISSVILLE VA 20106				1,000.
THE OPTION INSTITUTE	NONE	NONE	GENERAL PURPOSES	
2080 S UNDERMOUNTAIN ROAD				
SHEFFIELD, MA 01257	L	<u> </u>	_1	1,000,
Total from continuation sheets	••			43 250

C/O THE FOURTH FLOOR 54-1845267

Part XV Supplementary Information				_
3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	7.11100111
THE RICHMOND BALLET	NONE	NONE	GENERAL PURPOSES	
407 EAST CANAL STREET				1
RICHMOND, VA 23219		<u> </u>		1,000.
		1		
WINTERTHUR	NONE	NONE	GENERAL PURPOSES	
WINTERTHUR, DE 19735		 		1,000.
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Total from continuation sheets				

MOUNTAIN LAUREL FOUNDATION C/O THE FOURTH FLOOR

Part XV	Supplementary I	C/O THE FOURTH FLO	OR	54-1845267
		During the Year Continuation of Purp	oose of Grant or Contribution	
NAME OF	RECIPIENT -	THE OPTION INSTITU	TE	
GENERAL	PURPOSES			
CENTED AT	PURPOSES			
GENERAL	PURPUSES			
	<u> </u>			
		 		
				· · · · · · · · · · · · · · · · · · ·
_	_		_	
				

ORM 990-PF	DIVIDEND	S AND INTER	EST	FROM SECUR	ITIES ST	ATEMENT	1
OURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS		(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTE NET INCO	
IILMINGTON TRUST COMPANY ACCT 041953	63,762	•	0.	63,762.	63,762.		
TO PART I, LINE 4 =	63,762	•	0.	63,762.	63,762.		
FORM 990-PF		ACCOUNTI	NG F	'EES	ST	ATEMENT	2
DESCRIPTION		(A) EXPENSES PER BOOKS		(B) ! INVEST- IT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITAE PURPOSE	
TAX PREPARATION ACCOUNTING FEES		1,500. 275.		750. 137.			. 0 . 8 .
TO FORM 990-PF, PG 1	, LN 16B	1,775.		887.		88	8.
FORM 990-PF	Oʻ	THER PROFES	SION	IAL FEES	rz	ATEMENT	3
DESCRIPTION		(A) EXPENSES PER BOOKS		(B) : INVEST- IT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITAE PURPOSE	
TRUST FEES		52,727.		26,364.		26,36	3.

26,363.

TO FORM 990-PF, PG 1, LN 16C 52,727.

26,364.

FORM 990-PF	TAX	ES	STATEMENT 4				
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(C) ADJUSTED NET INCOM			
EXCISE TAX	1,110.	0.			0.		
TO FORM 990-PF, PG 1, LN 18	1,110.	0.			0.		
FORM 990-PF	OTHER EXPENSES			STATEMENT 5			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVES MENT INCO		(C) ADJUSTED NET INCOM	(D) CHARITABLE PURPOSES		
FILING FEE BANK FEES MISCELLANEOUS	25. 2. 2.		0.			25. 2. 2.	
TO FORM 990-PF, PG 1, LN 23	29.	· 	0.			29.	
FORM 990-PF	CORPORAT	E STOCK			STATEMEN	г 6	
DESCRIPTION			вос	OK VALUE	FAIR MAR	KET	
1044 SHS CONCOCPHILLIPS 4400 SHS PFIZER 36419 SHS E I DUPONT DE NEMO 522 SHS PHILLIPS 66 4069 SHS THE CHEMOURS COMPAN	22,918. 99,880. 1,471,414. 6,704. 8,464.		52,346. 142,912. 2,673,155. 45,106. 89,884.				
TOTAL TO FORM 990-PF, PART I		L,609,380.	3,003,403.				