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Extended to November 15, 2017

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

ALPHIN FAMILY FOUNDATION
C/O ERNEST J. ALPHIN

A Employer identification number

56-2108036

Number and street (or P O box number if mail is not delivered to street address)

945 ALPHIN ROAD

Room/suite

B Telephone number

910-892-8258

City or town, state or province, country, and ZIP or foreign postal code

DUNN, NC 28334

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

\$ 1,160,034. (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))

(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			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				
	4 Dividends and interest from securities	19,411.	19,411.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<3,629.>			
	b Gross sales price for all assets on line 6a	472,831.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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					
12 Total. Add lines 1 through 11	15,782.	19,411.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 2	8,268.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 3	6,284.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	14,552.	0.		0.
	25 Contributions, gifts, grants paid	24,800.			24,800.
26 Total expenses and disbursements. Add lines 24 and 25	39,352.	0.		24,800.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<23,570.>				
b Net investment income (if negative, enter -0-)		19,411.			
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	15,550.	32,290.	32,290.
	2 Savings and temporary cash investments	554,179.	86,055.	86,055.
	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			
	b Investments - corporate stock Stmt 4	513,799.	943,850.	1,041,689.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,083,528.	1,062,195.	1,160,034.	
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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	123,208.	123,208.	
	29 Retained earnings, accumulated income, endowment, or other funds	960,320.	938,987.	
30 Total net assets or fund balances	1,083,528.	1,062,195.		
31 Total liabilities and net assets/fund balances	1,083,528.	1,062,195.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,083,528.
2 Enter amount from Part I, line 27a	2	<23,570.>
3 Other increases not included in line 2 (itemize) ▶ Unrealized Gain on Investment	3	2,407.
4 Add lines 1, 2, and 3	4	1,062,365.
5 Decreases not included in line 2 (itemize) ▶ 2015 FEDERAL TAX	5	170.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,062,195.

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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 PNC - publicly traded securities			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 472,831.		476,460.	<3,629.>
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			<3,629.>
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** <3,629.>

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	58,170.	959,723.	.060611
2014	28,700.	252,983.	.113446
2013	41,862.	171,985.	.243405
2012	10,730.	154,505.	.069448
2011	13,125.	137,370.	.095545

2 Total of line 1, column (d)	2	.582455
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	.116491
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,107,731.
5 Multiply line 4 by line 3	5	129,041.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	194.
7 Add lines 5 and 6	7	129,235.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	24,800.

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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 type="checkbox"/> and enter 1% of Part I, line 27b		1	388.
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	388.
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	388.
6 Credits/Payments:			
a 2016 estimated tax payments 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	388.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	388.	
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	0.	
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 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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>NC</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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 ► N/A	X	
14 The books are in care of ► ERNEST J. ALPHIN Telephone no. ► 910-892-8258 Located at ► 945 ALPHIN ROAD, DUNN, NC ZIP+4 ► 28334		
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <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.) 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.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?	4a	X
	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

☐

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
ERNEST J. ALPHIN 945 ALPHIN ROAD DUNN, NC 28334	PRESIDENT 1.00	0.	0.	0.
KAY ALPHIN JOHNSON 3491 US 301 SOUTH DUNN, NC 28334	SECRETARY AND 0.50	TREASURER 0.	0.	0.
J. CLIFTON ALPHIN, JR. 4085 US 301 SOUTH DUNN, NC 28334	DIRECTOR 0.50	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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Total number of others receiving over \$50,000 for professional services	0
---	----------

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

2016.04000 ALPHIN FAMILY FOUNDATION C/ A51_____1

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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	656,010.
b	Average of monthly cash balances	1b	468,590.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	1,124,600.
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	1,124,600.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,869.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,107,731.
6	Minimum investment return. Enter 5% of line 5	6	55,387.

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	55,387.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	388.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	388.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,999.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	54,999.
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	54,999.

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	24,800.
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	24,800.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,800.

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				54,999.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	6,314.			
b From 2012	3,070.			
c From 2013	33,339.			
d From 2014	16,314.			
e From 2015	10,354.			
f Total of lines 3a through e	69,391.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	24,800.			
a Applied to 2015, but not more than line 2a			0.	
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				24,800.
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).)	30,199.			30,199.
6 Enter the net total of each column as indicated below:	39,192.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	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	39,192.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013	12,524.			
c Excess from 2014	16,314.			
d Excess from 2015	10,354.			
e Excess from 2016				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

2016.04000 ALPHIN FAMILY FOUNDATION C/ A51 1

ALPHIN FAMILY FOUNDATION

Form 990-PF (2016)

C/O ERNEST J. ALPHIN

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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				
CAMPBELL UNIVERSITY SCHOLARSHIP	N/A	PC	For educational services	10,000.
LONG BRANCH CHURCH	N/A	PC	For assistance to various religious programs and services	3,000.
DUNN HIGH SCHOOL FRIENDS, INC.	N/A	PC	For educational services	1,500.
NC COMMUNITY FUND	N/A	PC	For assistance to various charities	200.
FIRST PRESBYTERIAN CHURCH	N/A	PC	For assistance to various religious programs and services	100.
Total	See continuation sheet(s)			24,800.
b Approved for future payment				
None				
Total				0.

Form 990-PF (2016)

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

Signature of officer or trustee

7-26-17
Date

PRESIDENT
Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Nina A. Butts,
C.P.A.

Preparer's signature

Anna A. Booth CA

Date _____

7-19-17

Check ☐ if
self-employed

PTIN

P00449607

Firm's name ▶ Oscar N. Harris & Associates, P.A.

Firm's EIN ▶ 56-1470730

Firm's address ► P.O. Box 578
Dunn, NC 28335-0578

Phone no. 910-892-1021

ALPHIN FAMILY FOUNDATION
C/O ERNEST J. ALPHIN

56-2108036

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
UNC - CLS ENDOWED SCHOLARSHIP	N/A	PC	For educational services	10,000.
Total from continuation sheets				10,000.

Form 990-PF	Dividends and Interest from Securities				Statement	1
Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income	
PNC	18,661.	0.	18,661.	18,661.		
PNC	750.	0.	750.	750.		
To Part I, line 4	19,411.	0.	19,411.	19,411.		

Form 990-PF	Accounting Fees				Statement	2
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Professional Fees	8,268.	0.				0.
To Form 990-PF, Pg 1, ln 16b	8,268.	0.				0.

Form 990-PF	Other Expenses				Statement	3
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Investment Fee	5,993.	0.				0.
Foreign Tax	267.	0.				0.
Bank Charge	19.	0.				0.
Office Expense	5.	0.				0.
To Form 990-PF, Pg 1, ln 23	6,284.	0.				0.

Form 990-PF	Corporate Stock	Statement	4
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Description	Book Value	Fair Market Value
See Schedule 1	943,850.	1,041,689.
Total to Form 990-PF, Part II, line 10b	943,850.	1,041,689.

Tax Year Ended: 12/31/2016

Schedule 1

Form 990-PF, Part II, Line 10b, columns (b) and (c)

Description	Book Value	Fair Market Value
Investments - Corporate Stock		
1,400 Shares Qualcomm Inc. Stock	77,051	91,280
300 Shares Royal Bank of Canada	16,510	20,313
75 Shares First Citizens	8,738	26,625
200 Shares General Electric Co	6,200	6,320
41 Shares Duke Energy	2,895	3,182
250 Shares Unilever PLC Spon ADR New	6,574	10,175
80 shares Carnival Corp	3,861	4,165
23 shares Home Depot Inc.	2,662	3,084
40 shares Lowes Companies Inc.	2,994	2,845
18 shares McDonald's Corp	2,023	2,191
31 shares Wyndham Worldwide Corp	2,576	2,367
86 shares Altria Group Inc.	4,571	5,815
65 shares Archer Daniels Midland Co	3,011	2,967
38 shares CVS Health Corporation	3,052	2,999
37 shares General Mills Inc.	2,667	2,285
36 shares Kraft Heinz Co.	3,013	3,144
72 shares Mondelez International	3,006	3,192
25 shares Pepsico Inc.	2,410	2,616
47 shares Procter & Gamble Co.	3,529	3,952
76 shares Reynolds American Inc	3,017	4,259
68 shares BP PLC	2,258	2,542
26 shares Chevron Corporation	2,999	3,060
60 shares Conocophillips	3,019	3,008
73 shares Exxon Mobil Corp	5,701	6,589
56 shares Halliburton Co	3,018	3,029
164 shares Marathon Oil Corp	2,984	2,839
43 shares Occidental Petroleum Corp	3,032	3,063
43 shares Schlumberger LTD	3,435	3,610
96 shares Total S A	4,526	4,893
43 shares Transcanada Corp	2,013	1,941
39 shares Valero Energy Corp	2,442	2,664
33 shares Chubb LTD	3,609	4,360
41 shares Allstate Corp	2,949	3,039
64 shares BB&T Corp	3,005	3,009
62 shares Bank New York Mellon Corp Com	3,006	2,938
32 shares Cincinnati Financial Corp	1,976	2,424
336 shares Huntington Bancshares Inc.	3,738	4,442
107 shares JPMorgan Chase & Co.	6,602	9,233
183 shares Keycorp New	3,105	3,343
43 shares Marsh & McLennan	2,982	2,906
63 shares Morgan Stanley	2,006	2,662
34 shares Price T Rowe Group Inc	2,550	2,559
87 shares Principal Financial Group	4,499	5,034
46 shares Prudential Financial, Inc.	4,627	4,787
87 shares Suntrust Banks Inc	3,720	4,772
36 shares The Travelers Cos Inc.	3,784	4,407
87 shares US Bancorp Del	3,779	4,469

Tax Year Ended: 12/31/2016

Schedule 1, continued

Form 990-PF, Part II, Line 10b, columns (b) and (c)

Description	Book Value	Fair Market Value
101 shares Wells Fargo & Company	5,381	5,566
77 shares Abbott Laboratories Inc	3,013	2,958
74 shares Abbott Laboratories Inc	2,970	2,842
18 shares Amgen Inc.	2,840	2,632
41 shares Cardinal Health Inc	2,998	2,951
42 shares Express Scripts Hldg Co	3,025	2,889
27 shares Johnson & Johnson	3,024	3,111
57 shares Johnson & Johnson	5,804	6,567
49 shares Merck & Co Inc.	3,005	2,885
52 shares Merck & Co Inc	3,017	3,061
93 shares Pfizer Inc.	2,952	3,021
143 shares Pfizer Inc.	4,886	4,645
33 shares Quest Diagnostics Inc	2,988	3,033
21 shares General Dynamics Corp	2,901	3,626
129 shares General Electric Co.	3,228	4,076
41 shares Honeywell Intl Inc.	4,184	4,750
15 shares Lockheed Martin Corp	3,108	3,749
13 shares Northrop Grumman Corporation	3,097	3,024
21 shares Raytheon Company	3,061	2,982
21 shares 3M Company	3,301	3,750
20 shares United Technologies Corp	2,131	2,192
42 shares Waste Management Inc	2,934	2,978
20 shares Accenture PLC Class A	1,943	2,343
18 shares Apple Inc.	2,145	2,085
95 shares CA Inc	2,993	3,018
100 shares CISCO Systems Inc	2,991	3,022
195 shares CISCO Systems Inc.	5,279	5,893
84 shares Intel Corp	3,001	3,047
60 shares Intel Corp	1,782	2,176
55 shares Paychex Inc	2,972	3,348
66 shares Texas Instruments Inc	3,536	4,816
14 shares Air Products & Chemicals Inc	1,872	2,013
66 shares DOW Chemical Co.	3,247	3,777
40 shares Dupont E I DE Nemours & Co	2,983	2,936
37 shares International Paper Co.	1,837	1,963
37 shares Extra Space Storage Inc	2,592	2,858
44 shares Lamar Advertising Co-A	2,443	2,959
11 shares Simon Property Group Inc	2,179	1,954
27 shares Welltower Inc.	1,942	1,807
74 shares AT&T Inc.	2,984	3,147
76 shares AT&T Inc	2,531	3,232
58 shares Verizon Communications Inc.	2,969	3,096
79 shares Verizon Communications Inc.	3,749	4,217
34 shares American Electric Power Inc	1,953	2,141
39 shares American Water Works Co. Inc.	2,321	2,822
26 shares DTE Energy Co	2,439	2,561
43 shares Edison Intl	3,008	3,096
23 shares Nextera Energy Inc.	2,436	2,748
71 shares XCEL Energy Inc.	2,432	2,890

Tax Year Ended: 12/31/2016**Schedule 1, continued****Form 990-PF, Part II, Line 10b, columns (b) and (c)**

Description	Book Value	Fair Market Value
844 shares Ishares MSCI Emerging Markets	25,474	29,548
944 shares Ishares MSCI Emerging Markets	33,607	33,049
236 shares Ishares MSCI Emerging Markets	8,428	8,262
1,389 shares Ishares Edge MSCI USA Quality	94,557	95,980
993 shares Ishares Edge MSCI USA Value	67,226	69,699
779 shares SPDR S&P 500 ETF Trust	150,471	174,130
700 shares Technology Select Sector SPDR	32,907	33,852
176 shares Technology Select Sector SPDR	8,365	8,511
733 shares Utilities Select Sector SPDR	36,209	35,602
179 shares Utilities Select Sector SPDR	8,322	8,694
2,456 shares Wisdomtree U.S. Quality Divi	80,152	81,711
Total Corporate Stocks to Form 990-PF, Part II, line 10b	943,850	1,041,689