EXTENDED TO NOVEMBER 15, 2017

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 , and ending

Name of foundation: A. E. FINLEY FOUNDATION, INC.

A Employer identification number: 56-6057379

Number and street (or P O box number if mail is not delivered to street address): PO BOX 98266 | Room/suite

B Telephone number: (919) 782-0565

City or town, state or province, country, and ZIP or foreign postal code: RALEIGH, NC 27624

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 change

D 1 Foreign organizations, check here ▶ ☐

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

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

E 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) ▶$ 27,720,618.

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

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

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))

	Line		(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 ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,888.	3,417.		STATEMENT 1
	4	Dividends and interest from securities	777,651.	777,650.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	143,541.			STATEMENT 3
	b	Gross sales price for all assets on line 6a 3,202,172.				
	7	Capital gain net income (from Part IV line 2)		142,278.		
	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	16,743.	16,364.		STATEMENT 4
	12	Total Add lines 1 through 11	941,823.	939,709.		
Operating and Administrative Expenses	13	Compensation of officers directors trustees etc.	271,600.	128,300.		143,300.
	14	Other employee salaries and wages	176,350.	43,753.		132,597.
	15	Pension plans, employee benefits	68,377.	23,248.		45,129.
	16a	Legal fees STMT 5	2,250.	0.		2,250.
	b	Accounting fees STMT 6	3,500.	1,750.		1,750.
	c	Other professional fees STMT 7	743.	743.		0.
	17	Interest	35,805.	35,805.		0.
	18	Taxes STMT 8	35,731.	10,215.		15,528.
	19	Depreciation and depletion	71,452.	35,726.		
	20	Occupancy				
	21	Travel, conferences, and meetings	4,826.	2,413.		2,413.
	22	Printing and publications				
	23	Other expenses STMT 9	162,984.	125,928.		37,056.
	24	Total operating and administrative expenses Add lines 13 through 23	833,618.	407,881.		380,023.
	25	Contributions, gifts, grants paid	692,900.			692,900.
	26	Total expenses and disbursements Add lines 24 and 25	1,526,518.	407,881.		1,072,923.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	-584,695.			
	b	Net investment income (if negative enter -0-)		531,828.		
	c	Adjusted net income (if negative enter -0-)			N/A	

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Form **990-PF** (2016)

9-30

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1.		
	2 Savings and temporary cash investments	267,691.	236,211.	236,211.
	3 Accounts receivable ▶ 1,219.			
	Less: allowance for doubtful accounts ▶	460.	1,219.	1,219.
	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 10	12,833,198.	12,541,306.	22,425,916.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	2,437,942.	2,237,772.	2,865,414.
	14 Land, buildings, and equipment: basis ▶ 2,996,252.			
	Less accumulated depreciation STMT 12 ▶ 1,156,874.	1,908,171.	1,839,378.	1,839,378.
	15 Other assets (describe ▶ STATEMENT 13)	338,392.	352,480.	352,480.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	17,785,855.	17,208,366.	27,720,618.
Liabilities	17 Accounts payable and accrued expenses	7,070.	14,276.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable	1,699,897.	1,699,897.	
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	1,706,967.	1,714,173.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **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 ▶ [X] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	14,209,456.	14,209,456.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,869,432.	1,284,737.	
	30 **Total net assets or fund balances**	16,078,888.	15,494,193.	
	31 **Total liabilities and net assets/fund balances**	17,785,855.	17,208,366.	

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	16,078,888.
2 Enter amount from Part I, line 27a	2	-584,695.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	15,494,193.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,494,193.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,200,909.		3,058,631.	142,278.

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				142,278.

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 } 2 142,278.

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	1,121,848.	25,871,262.	.043363
2014	2,225,459.	26,757,240.	.083172
2013	1,321,441.	24,686,369.	.053529
2012	810,643.	23,326,566.	.034752
2011	29,711.	23,634,012.	.001257

2	Total of line 1, column (d)	2	.216073
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	.043215
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	23,909,483.
5	Multiply line 4 by line 3	5	1,033,248.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,318.
7	Add lines 5 and 6	7	1,038,566.
8	Enter qualifying distributions from Part XII, line 4	8	1,072,923.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b			1	5,318.
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	5,318.
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	5,318.
6 Credits/Payments:				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	14,724.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	24,724.
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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	19,406.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 19,406. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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
4a 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	X	
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
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 ▶ AEFINLEYFOUNDATIONINC.ORG

14 The books are in care of ▶ ROBERT C. BROWN Telephone no. ▶ (919) 782-0529

Located at ▶ P. O. BOX 98266, RALEIGH, NC ZIP+4 ▶ 27624

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

			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
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? ☐ 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)? N/A	1b		
	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?	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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	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.)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		271,600.	12,000.	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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

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	22,097,883.
b	Average of monthly cash balances	1b	236,063.
c	Fair market value of all other assets	1c	1,939,641.
d	**Total** (add lines 1a, b, and c)	1d	24,273,587.
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	24,273,587.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	364,104.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,909,483.
6	**Minimum investment return.** Enter 5% of line 5	6	1,195,474.

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	1,195,474.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a 5,318.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b 167.		
c	Add lines 2a and 2b	2c	5,485.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,189,989.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,189,989.
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	1,189,989.

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	1,072,923.
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	1,072,923.
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	5,318.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,067,605.

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				1,189,989.
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				
b From 2012				
c From 2013				
d From 2014 898,039.				
e From 2015				
f Total of lines 3a through e	898,039.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶$ 1,072,923.				
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				1,072,923.
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).)	117,066.			117,066.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	780,973.			
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	780,973.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014 780,973.				
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			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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 15

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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 ATTACHED SCHEDULE	NONE			692,900.
Total			▶ 3a	692,900.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	900099	471.	14	3,417.	
4 Dividends and interest from securities	900099	1.	14	777,650.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	900099	1,263.	18	142,278.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 16		379.		16,364.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		2,114.		939,709.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 941,823.

(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).

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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: [signature] Date: 11/14/17 Title: Director

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CAROLINE P. ABBOTT, CPA	[signature]	11/07/17		P00039286

Firm's name ▶ THOMAS, JUDY & TUCKER P. A. Firm's EIN ▶ 56-1965804

Firm's address ▶ 4700 FALLS OF NEUSE ROAD SUITE 400 RALEIGH, NC 27609 Phone no. 919-571-7055

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	LONG TERM CAPITAL GAINS - SEE ATTACHED	P	VARIOUS	VARIOUS
b	SHORT TERM CAPITAL GAINS - SEE ATTACHED	P	VARIOUS	VARIOUS
c	LONG TERM CAPITAL GAINS - PUBLIC PARTNERSHIPS	P	VARIOUS	VARIOUS
d	SHORT TERM CAPITAL GAINS - PUBLIC PARTNERSHIPS	P	VARIOUS	VARIOUS
e	DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND V	P	VARIOUS	VARIOUS
f	DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND V	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,782,469.		1,708,556.	73,913.
b	1,338,190.		1,350,075.	-11,885.
c	9,476.			9,476.
d	1,205.			1,205.
e	69,442.			69,442.
f	127.			127.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				73,913.
b				-11,885.
c				9,476.
d				1,205.
e				69,442.
f				127.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	142,278.
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

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK INTEREST	40.	40.	
INTEREST INCOME FROM PARTNERSHIP	471.	0.	
INTEREST INCOME FROM PARTNERSHIP	3,313.	3,313.	
MERRILL LYNCH	23.	23.	
MORGAN STANLEY	18.	18.	
SSB	23.	23.	
TOTAL TO PART I, LINE 3	3,888.	3,417.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM PARTNERSHIP	4,178.	0.	4,178.	4,178.	
DIVIDENDS FROM PARTNERSHIP	1.	0.	1.	0.	
FRANKLIN MUTUAL GLOBAL DIVS	2,098.	0.	2,098.	2,098.	
FRANKLIN TEMPLETON FUND	63,499.	0.	63,499.	63,499.	
MERRILL LYNCH	589,760.	0.	589,760.	589,760.	
MORGAN STANLEY	54,157.	0.	54,157.	54,157.	
OAKMARK FUND	2,722.	0.	2,722.	2,722.	
SSB DIVS	61,236.	0.	61,236.	61,236.	
TO PART I, LINE 4	777,651.	0.	777,651.	777,650.	

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 3

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAINS - SEE ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,782,469.	1,708,556.	0.	0.	73,913.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM CAPITAL GAINS - SEE ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,338,190.	1,350,075.	0.	0.	-11,885.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAINS - PUBLIC PARTNERSHIPS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,476.	0.	0.	0.	9,476.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM CAPITAL GAINS - PUBLIC PARTNERSHIPS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,205.	0.	0.	0.	1,205.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND V (U.S.)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
69,442.	0.	0.	0.	69,442.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND V (U.S.)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
127.	0.	0.	0.	127.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DEUSTCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND V (US)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,263.	0.	0.	0.	1,263.

NET GAIN OR LOSS FROM SALE OF ASSETS	143,541.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	143,541.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
TRUST INCOME	34,004.	34,004.	
INVESTMENT INC/EXPPUB PSHP	-1,520.	-1,520.	
SPIA INCOME	-14,733.	-14,733.	
OTHER INVESTMENT INCOME	-4,221.	-4,221.	
UBT INC/EXP PUB PSHIPS	379.	0.	
MISC. INCOME	2,834.	2,834.	
TOTAL TO FORM 990-PF, PART I, LINE 11	16,743.	16,364.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,250.	0.		2,250.
TO FM 990-PF, PG 1, LN 16A	2,250.	0.		2,250.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,500.	1,750.		1,750.
TO FORM 990-PF, PG 1, LN 16B	3,500.	1,750.		1,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES FROM PARTNERSHIP	743.	743.		0.
TO FORM 990-PF, PG 1, LN 16C	743.	743.		0.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	23,274.	7,746.		15,528.
FOREIGN TAX	1,805.	1,805.		0.
FOREIGN TAX FROM PARTNERSHIP	664.	664.		0.
FEDERAL EXCISE TAX	9,988.	0.		0.
TO FORM 990-PF, PG 1, LN 18	35,731.	10,215.		15,528.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	1,998.	999.		999.
DUES AND SUBSCRIPTIONS	5,977.	2,989.		2,988.
COMPUTER EXPENSE	9,561.	4,781.		4,780.
UTILITIES	12,094.	6,047.		6,047.
TELEPHONE AND COMMUNICATIONS	8,153.	4,077.		4,076.
EDUCATION AND TRAINING	689.	345.		344.
BANK SERVICE CHARGES	228.	228.		0.
OFFICE BUILDING EXPENSE	30,843.	15,421.		15,422.
MANAGEMENT FEE FROM PARTNERSHIP	9,018.	9,018.		0.
OTHER FROM PSHIPS	9,703.	9,703.		0.
BENEFITS ADMINISTRATION FEES	515.	257.		258.
CHARITABLE CONTRIBUTIONS FROM PARTNERSHIPS	60.	0.		60.
INSURANCE	3,439.	1,719.		1,720.
MANAGEMENT FEES	70,055.	70,055.		0.
PAYROLL EXPENSE	226.	77.		149.
POSTAGE	425.	212.		213.
TO FORM 990-PF, PG 1, LN 23	162,984.	125,928.		37,056.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	12,541,306.	22,425,916.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,541,306.	22,425,916.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT HELD IN ESCROW	COST	284,440.	220,800.
LIFE INSURANCE ANNUITY	COST	590,165.	613,175.
REMAINDER INTEREST IN THE EQUIPMENTEER CHARITABLE REMAINDER ANNUITY TRUST	COST	17,077.	17,077.

REMAINDER INTEREST IN THE FINLEY CHARITABLE REMAINDER UNITRUST	COST	90,312.	90,312.
REMAINDER INTEREST IN THE TRIANGLE CHARITABLE REMAINDER UNITRUST	COST	16,122.	16,122.
REMAINDER INTEREST IN THE MAR-FIN TRUST	COST	570,050.	570,050.
INVESTMENT IN DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND V	COST	416,192.	603,900.
INVESTMENT IN ENERGY TRANSFER PARTNERS, L.P.	COST	18,629.	107,430.
INVESTMENT IN MAGELLAN MIDSTREAM PARTNERS, L.P.	COST	52,661.	453,780.
INVESTMENT IN PLAINS ALL AMERICAN PIPELINE, L.P.	COST	21,395.	103,328.
INVESTMENT IN THE CARLYLE GROUP, L.P.	COST	87,322.	39,650.
INVESTMENT IN OCH-ZIFF CAPITAL MANAGEMENT, L.P.	COST	73,407.	29,790.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,237,772.	2,865,414.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	403,624.	0.	403,624.
LAND IMPROVEMENTS	16,850.	14,414.	2,436.
MORTGAGE LOAN COST	10,113.	10,113.	0.
MORTGAGE LOAN COST	4,050.	2,542.	1,508.
SIDEWALK ASSESSMENT	23,822.	12,043.	11,779.
BUILDING	2,133,647.	756,810.	1,376,837.
PANASONIC TV/VCR/DVD	791.	791.	0.
SECURITY SYSTEM	5,555.	5,555.	0.
OFFICE FURNITURE-RAL OFF INT	27,194.	27,194.	0.
OFFICE FURNITURE-STORR OFFICE	5,130.	5,130.	0.
OFFICE FURNITURE-PRICE MODERN	92,847.	92,847.	0.
VIDEO EQUIPMENT-NOWAUDIOVIDEL	16,121.	16,121.	0.
RUGS-ZAKI ORIENTAL RUGS	6,197.	6,197.	0.
COPIER-COMMERCIAL EQUIP CO.	2,295.	2,295.	0.
MODELS-SY SHOPS	60,007.	51,335.	8,672.
LAMPS-ONE DESIGN CENTER	706.	706.	0.
LAMPS-ONE DESIGN CENTER	713.	713.	0.
DECORATIONS & FRAMING-ODC	10,543.	10,543.	0.
LIGHT FIXTURES-ODC	14,402.	14,402.	0.
WALL & FLOOR COVERINGS-ODC	28,179.	24,112.	4,067.
POOL TABLE	6,600.	6,600.	0.
FRAMINGS & LAMPSHADES	2,253.	2,253.	0.
FRAMED MEMORABILIA-ODC	788.	788.	0.
INTERIOR SIGNAGE & FRAMING	1,961.	1,961.	0.
MIRRORS & URN-ODC	753.	753.	0.

DESK LAMP-BELK	515.	515.	0.
WINDOW TREATMENTS-ODC	1,015.	1,015.	0.
LEATHER BOX, FRAMING-ODC	5,591.	5,591.	0.
BOD PORTRAITS & FRAMES	7,650.	7,650.	0.
WOOD BLINDS	2,288.	2,288.	0.
ROUND TABLE TRUCK & FRAMING	731.	731.	0.
CUSTOM VANITY-AMAE	2,170.	2,170.	0.
FRAMING-ONE DESIGN CENTER	2,472.	2,472.	0.
LAMP	550.	550.	0.
COMPANION CHAIR	4,268.	4,268.	0.
FRAME	832.	832.	0.
AXYS INVESTMENT SOFTWARE	4,000.	4,000.	0.
FRAME (YATES MILL)	949.	949.	0.
FRAME (FINLEY HOUSE)	750.	750.	0.
TV/VCR/DVD	1,285.	1,285.	0.
TOSHIBA PHONE SYSTEM	6,420.	6,420.	0.
DELL PRINTER	265.	265.	0.
FRAME	502.	502.	0.
ACROBAT PDF SOFTWARE	560.	560.	0.
UPDATE TO MODELS SY SHOP INC	4,400.	4,400.	0.
PROJECTOR	1,062.	1,062.	0.
HP COLOR LASERJET CP2025	350.	331.	19.
SONIC WALL TZ 100	839.	793.	46.
HP PHOTOSMART D110A	80.	76.	4.
LAPTOP	587.	514.	73.
REFRIGERATOR	1,280.	1,080.	200.
PATIO FURNITURE SET	1,281.	897.	384.
SERVER	6,173.	4,906.	1,267.
DELL PC - LESA	1,357.	966.	391.
FENCE WITH ELECTRONIC GATES	46,479.	10,714.	35,765.
SAVIN COPIER	6,300.	4,486.	1,814.
DELL OPTIPLEX 9020 AIO BTX WW DESKTOP & SETUP (BOBBY)	1,713.	1,220.	493.
DELL OPTIPLEX 9020 AIO BTX WW DESKTOP & SETUP (JILL)	1,385.	986.	399.
DELL PC (SYLVIA)	2,354.	1,224.	1,130.
DEHUMIDIFIER	2,659.	532.	2,127.
TOTAL TO FM 990-PF, PART II, LN 14	2,996,253.	1,143,218.	1,853,035.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SPLIT DOLLAR LIFE INSURANCE	263,496.	275,344.	275,344.
ART & SCULPTURE	74,896.	77,136.	77,136.
TO FORM 990-PF, PART II, LINE 15	338,392.	352,480.	352,480.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT C. BROWN 8613 MURRAY HILL DRIVE RALEIGH, NC 27615	PRESIDENT 40.00	180,400.	12,000.	0.
DUKE FINLEY 1913 TORREY PINES PLACE RALEIGH, NC 27615	DIRECTOR 5.00	0.	0.	0.
ALTON E. HOWARD 828 RICHMOND STREET RALEIGH, NC 27609	DIRECTOR 5.00	30,400.	0.	0.
CHARLES D. NOTTINGHAM, II VILLA 402, CAROLINA MEADOWS CHAPEL HILL, NC 27517	DIRECTOR 5.00	30,400.	0.	0.
BEN G. NOTTINGHAM 2801-204 GLENWOOD GARDENS LANE RALEIGH, NC 27608	DIRECTOR 5.00	30,400.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		271,600.	12,000.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 15
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

TELEPHONE NUMBER

(919) 782-0565

FORM AND CONTENT OF APPLICATIONS

NOT SPECIFIED

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE PURPOSES FOR WHICH THE A. E. FINLEY FOUNDATION, INC. IS ORGANIZED ARE TO OPERATE EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC AND EDUCATIONAL PURPOSES, AND FOR THE PROMOTION OF SOCIAL WELFARE OF PEOPLE IN THE UNITED STATES OR IN ANY POSSESSION THEREOF, OR IN ANY STATE OR TERRITORY OR IN THE DISTRICT OF COLUMBIA.

A. E. FINLEY FOUNDATION, INC. 56-6057379

FORM 990-PF OTHER REVENUE STATEMENT 16

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
TRUST INCOME			14	34,004.	
INVESTMENT INC/EXPPUB PSHP			14	-1,520.	
SPIA INCOME			14	-14,733.	
OTHER INVESTMENT INCOME			14	-4,221.	
UBT INC/EXP PUB PSHIPS		379.	14		
MISC. INCOME			14	2,834.	
TOTAL TO FORM 990-PF, PG 12, LN 11		379.		16,364.	

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
294	LAND	10/13/98	L				403,624.				403,624.			0.	
295	LAND IMPROVEMENTS	03/15/03	SL	15.00		16	16,850.				16,850.	14,414.		1,123.	15,537.
296	MORTGAGE LOAN COST	10/25/03	SL	3.50		16	10,113.				10,113.	10,113.		0.	10,113.
297	MORTGAGE LOAN COST	09/30/05	SL	15.00		16	4,050.				4,050.	2,542.		270.	2,812.
298	SIDEWALK ASSESSMENT	08/31/07	SL	15.00		16	23,822.				23,822.	12,043.		1,588.	13,631.
299	BUILDING	03/15/03	SL	39.00	MM	16	2,133,647.				2,133,647.	702,110.		54,700.	756,810.
304	PANASONIC TV/VCR/DVD	07/15/01	SL	7.00		16	791.				791.	791.		0.	791.
305	SECURITY SYSTEM	03/15/03	SL	7.00		16	5,555.				5,555.	5,555.		0.	5,555.
306	OFFICE FURNITURE-RAL OFF INT	03/15/03	SL	7.00		16	27,194.				27,194.	27,194.		0.	27,194.
307	OFFICE FURNITURE-STORR OFFICE	03/15/03	SL	7.00		16	5,130.				5,130.	5,130.		0.	5,130.
308	OFFICE FURNITURE-PRICE MODERN	03/15/03	SL	7.00		16	92,847.				92,847.	92,847.		0.	92,847.
309	VIDEO EQUIPMENT-NOWAUDIOVIDEL	03/15/03	SL	5.00		16	16,121.				16,121.	16,121.		0.	16,121.
310	RUGS-ZAKI ORIENTAL RUGS	03/15/03	SL	7.00		16	6,197.				6,197.	6,197.		0.	6,197.
311	COPIER-COMMERCIAL EQUIP CO.	05/15/03	SL	5.00		16	2,295.				2,295.	2,295.		0.	2,295.
312	MODELS-SY SHOPS	03/15/03	SL	15.00		16	60,007.				60,007.	51,335.		4,000.	55,335.
313	LAMPS-ONE DESIGN CENTER	03/15/03	SL	7.00		16	706.				706.	706.		0.	706.
314	LAMPS-ONE DESIGN CENTER	03/15/03	SL	7.00		16	713.				713.	713.		0.	713.
315	DECORATIONS & FRAMING-ODC	03/15/03	SL	7.00		16	10,543.				10,543.	10,543.		0.	10,543.

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
316	LIGHT FIXTURES-ODC	03/15/03	SL	7.00		16	14,402.				14,402.	14,402.		0.	14,402.
317	WALL & FLOOR COVERINGS-ODC	03/15/03	SL	15.00		16	28,179.				28,179.	24,112.		1,879.	25,991.
318	POOL TABLE	03/26/03	SL	7.00		16	6,600.				6,600.	6,600.		0.	6,600.
319	FRAMINGS & LAMPSHADES	03/26/03	SL	7.00		16	2,253.				2,253.	2,253.		0.	2,253.
321	FRAMED MEMORABILIA-ODC	04/11/03	SL	7.00		16	788.				788.	788.		0.	788.
322	INTERIOR SIGNAGE & FRAMING	04/14/03	SL	7.00		16	1,961.				1,961.	1,961.		0.	1,961.
323	MIRRORS & URN-ODC	04/30/03	SL	7.00		16	753.				753.	753.		0.	753.
324	DESK LAMP-BELK	05/09/03	SL	7.00		16	515.				515.	515.		0.	515.
325	WINDOW TREATMENTS-ODC	06/10/03	SL	7.00		16	1,015.				1,015.	1,015.		0.	1,015.
326	LEATHER BOX, FRAMING-ODC	06/18/03	SL	7.00		16	5,591.				5,591.	5,591.		0.	5,591.
327	BOD PORTRAITS & FRAMES	06/24/03	SL	7.00		16	7,650.				7,650.	7,650.		0.	7,650.
328	WOOD BLINDS	06/26/03	SL	7.00		16	2,288.				2,288.	2,288.		0.	2,288.
329	ROUND TABLE TRUCK & FRAMING	07/18/03	SL	7.00		16	731.				731.	731.		0.	731.
330	CUSTOM VANITY-AMAE	07/30/03	SL	7.00		16	2,170.				2,170.	2,170.		0.	2,170.
331	FRAMING-ONE DESIGN CENTER	10/06/03	SL	7.00		16	2,472.				2,472.	2,472.		0.	2,472.
332	LAMP	12/10/03	SL	7.00		16	550.				550.	550.		0.	550.
333	COMPANION CHAIR	12/24/03	SL	7.00		16	4,268.				4,268.	4,268.		0.	4,268.
334	FRAME	01/15/04	SL	7.00		16	832.				832.	832.		0.	832.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2016 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
335	AXYS INVESTMENT SOFTWARE	01/31/04	SL	5.00		16	4,000.				4,000.	4,000.		0.	4,000.
336	FRAME (YATES MILL)	02/11/04	SL	7.00		16	949.				949.	949.		0.	949.
337	FRAME (FINLEY HOUSE)	04/21/04	SL	7.00		16	750.				750.	750.		0.	750.
338	TV/VCR/DVD	10/01/04	SL	5.00		16	1,285.				1,285.	1,285.		0.	1,285.
339	TOSHIBA PHONE SYSTEM	08/31/05	SL	5.00		16	6,420.				6,420.	6,420.		0.	6,420.
340	DELL PRINTER	07/31/06	SL	5.00		16	265.				265.	265.		0.	265.
341	FRAME	07/31/06	SL	7.00		16	502.				502.	502.		0.	502.
342	ACROBAT PDF SOFTWARE	09/24/06	SL	5.00		16	560.				560.	560.		0.	560.
344	UPDATE TO MODELS SY SHOP INC	12/11/07	SL	5.00		16	4,400.				4,400.	4,400.		0.	4,400.
347	PROJECTOR	03/16/10	200DB	5.00	HY	17	1,062.				1,062.	1,062.		0.	1,062.
348	HP COLOR LASERJET CP2025	06/01/11	200DB	5.00	HY	17	350.				350.	331.		19.	350.
349	SONIC WALL TZ 100	06/01/11	200DB	5.00	HY	17	839.				839.	793.		46.	839.
351	HP PHOTOSMART D110A	06/07/11	200DB	5.00	HY	17	80.				80.	76.		4.	80.
352	LAPTOP	03/02/12	200DB	5.00	MQ	17	587.				587.	514.		65.	579.
353	REFRIGERATOR	04/30/12	200DB	5.00	MQ	17	1,280.				1,280.	1,080.		145.	1,225.
354	PATIO FURNITURE SET	04/30/12	200DB	7.00	MQ	17	1,281.				1,281.	897.		114.	1,011.
355	SERVER	11/10/12	200DB	5.00	MQ	17	6,173.				6,173.	4,906.		676.	5,582.
356	DELL PC - LESA	08/29/13	200DB	5.00	HY	17	1,357.				1,357.	966.		156.	1,122.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
357	FENCE WITH ELECTRONIC GATES	03/20/13	150DB	15.00	HY	17	46,479.				46,479.	10,714.		3,577.	14,291.
368	SAVIN COPIER	02/07/14	200DB	5.00	HY	17	6,300.				6,300.	3,276.		1,210.	4,486.
369	DELL OPTIPLEX 9020 AIO BTX WW DESKTOP & SETUP (BOBBY)	03/25/14	200DB	5.00	HY	17	1,713.				1,713.	891.		329.	1,220.
370	DELL OPTIPLEX 9020 AIO BTX WW DESKTOP & SETUP (JILL)	03/25/14	200DB	5.00	HY	17	1,385.				1,385.	720.		266.	986.
381	DELL PC (SYLVIA)	09/16/15	200DB	5.00	HY	17	2,354.				2,354.	471.		753.	1,224.
392	DEHUMIDIFIER	03/24/16	200DB	5.00	HY	19B	2,659.				2,659.			532.	532.
	* TOTAL 990-PF PG 1 DEPR						2,996,253.				2,996,253.	1,085,428.		71,452.	1,156,880.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						2,993,594.			0.	2,993,594.	1,085,428.			1,156,348.
	ACQUISITIONS						2,659.			0.	2,659.	0.			532.
	DISPOSITIONS						0.			0.	0.	0.			0.
	ENDING BALANCE						2,996,253.			0.	2,996,253.	1,085,428.			1,156,880.
	ENDING ACCUM DEPR											1,156,880.			
	ENDING BOOK VALUE											1,839,373.			

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone