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EXTENDED TO NOVEMBER 15, 2017

## Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation <b>DAN AND MERRIE BOONE FOUNDATION, INC.</b>		A Employer identification number <b>58-2663615</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>2660 PEACHTREE ROAD</b>	Room/suite <b>#35H</b>	B Telephone number <b>404-876-9411</b>
City or town, state or province, country, and ZIP or foreign postal code <b>ATLANTA, GA 30305</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 9,168,025.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,773.	1,773.		STATEMENT 1
4 Dividends and interest from securities		156,413.	156,413.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		802,363.			
b Gross sales price for all assets on line 6a		2,042,756.			
7 Capital gain net income (from Part IV, line 2)			802,363.		
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		4,108.	4,108.		STATEMENT 3
12 Total. Add lines 1 through 11		964,657.	964,657.		
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		8,240.	4,120.		0.
c Other professional fees					
17 Interest		335.	335.		0.
18 Taxes		19,431.	3,762.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		141,828.	38,453.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		169,834.	46,670.		0.
25 Contributions, gifts, grants paid		518,092.			518,092.
26 Total expenses and disbursements. Add lines 24 and 25		687,926.	46,670.		518,092.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		276,731.			
b Net investment income (if negative, enter -0-)			917,987.		
c Adjusted net income (if negative, enter -0-)				N/A	

932

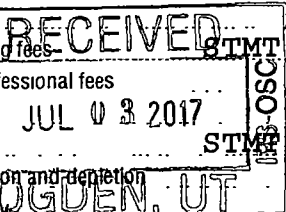
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SCANNED JUL 10 2017

Revenue

Operating and Administrative Expenses



**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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	160,659.	1,336,840.	1,336,840.
	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 7	5,399,512.	4,472,648.	7,023,508.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 8	769,176.	798,590.	807,577.	
14 Land, buildings, and equipment basis				
Less: accumulated depreciation				
15 Other assets (describe STATEMENT 9)	2,100.	100.	100.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,331,447.	6,608,178.	9,168,025.	
<b>Liabilities</b>	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.		
<b>Net Assets or Fund Balances</b>	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 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	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	6,331,447.	6,608,178.	
	30 Total net assets or fund balances	6,331,447.	6,608,178.	
	31 Total liabilities and net assets/fund balances	6,331,447.	6,608,178.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,331,447.
2 Enter amount from Part I, line 27a	2	276,731.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	6,608,178.
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	6,608,178.

**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.)
<b>1a</b>				
<b>b</b> SEE ATTACHED STATEMENTS				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 2,042,756.		1,240,393.	802,363.

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			802,363.

<b>2</b> 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	802,363.
<b>3</b> 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	580,603.	9,298,356.	.062441
2014	508,402.	9,370,079.	.054258
2013	326,765.	8,440,376.	.038715
2012	361,653.	7,341,712.	.049260
2011	322,650.	7,213,834.	.044727

<b>2</b> Total of line 1, column (d)	2	.249401
<b>3</b> 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	.049880
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	8,766,002.
<b>5</b> Multiply line 4 by line 3	5	437,248.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	9,180.
<b>7</b> Add lines 5 and 6	7	446,428.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	518,092.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b .....		1	9,180.
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	9,180.
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	9,180.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,800.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,750.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	11,550.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	30.	
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	2,340.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 2,340. Refunded <input type="checkbox"/>	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?		<input checked="" type="checkbox"/>
b 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.		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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.		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> GA		
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	<input checked="" type="checkbox"/>	
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		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A		
14 The books are in care of ► DANIEL W. BOONE III Telephone no. ► 404-233-8386		
Located at ► 2660 PEACHTREE ROAD #35H, ATLANTA, GA ZIP+4 ► 30305		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	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?	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?	<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)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)	N/A	
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
DANIEL W. BOONE, III 2660 PEACHTREET ROAD #35H ATLANTA, GA 30305	DIRECTOR 1.00	0.	0.	0.
MEREDITH B. TUTTEROW 5465 WOODDALE AVE EDINA, MN 55424	DIRECTOR 0.50	0.	0.	0.
SUSANNA B. VER EECHE 1063 OAK STREET WINNETKA, IL 60093	DIRECTOR 0.50	0.	0.	0.
DANIEL W. BOONE, IV 5088 RIVERVIEW ROAD, NW ATLANTA, GA 30327	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

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

(a) Name and address of each person paid more than \$50,000

[illegible]

0

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.

1	N/A
---	-----

1	N/A	
2		
3		
4		

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

1	N/A
---	-----

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

**All other program-related investments. See instructions.**

3 \_\_\_\_\_

0.



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	8,005,454.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	894,040.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	8,899,494.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	8,899,494.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	133,492.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	8,766,002.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	438,300.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	438,300.
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5	<b>2a</b>	9,180.
<b>b</b>	Income tax for 2016. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	9,180.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	429,120.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	429,120.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	429,120.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	518,092.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	518,092.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	9,180.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	508,912.

**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.

Form 990-PF (2016)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				429,120.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			206,833.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2016:				
<b>a</b> From 2011				
<b>b</b> From 2012				
<b>c</b> From 2013				
<b>d</b> From 2014				
<b>e</b> From 2015				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 518,092.				
<b>a</b> Applied to 2015, but not more than line 2a			206,833.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2016 distributable amount				311,259.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				117,861.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2012				
<b>b</b> Excess from 2013				
<b>c</b> Excess from 2014				
<b>d</b> Excess from 2015				
<b>e</b> Excess from 2016				

N/A

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

☐ 4942(i)(3) or ☐ 4942(i)(5)

b 85% of line 2a

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

Subtract line 2d from line 2c

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

(2) Value of assets qualifying under section 4942(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**

### 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).)

DANIEL W. BOONE, III

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

NONE

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

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

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

DANIEL W. BOONE, III, 4048769411  
2660 PEACHTREE ROAD #35H, ATLANTA, GA 30305

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

## PURPOSE

c Any submission deadlines:

NONE

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

NONE

**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
<b>a Paid during the year</b>				
AGAPE 2353 BOLTON ROAD NW, #100 ATLANTA, GA 30318	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,500.
AMERICAN FOLK ART MUSEUM 1865 BROADWAY, 11TH FLOOR NEW YORK, NY 10023	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	1,000.
AMERICAN PARKINSON DISEASE ASSOCIATION PO BOX 49416 ATLANTA, GA 30359	N/A	PUBLIC CHARITY	501 (C) (3) MEDICAL	2,000.
AMERICAN RIVERS 1101 14TH ST. NW, #1400 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
ASHOKA 1700 N. MOORE ST, STE 2000 ARLINGTON, VA 22209	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>518,092.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**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	K1 ENTERPRISE PRODUCTS PARTNERS	P		
b	K1 BLACKSTONE GROUP	P		
c	K1 BLACKSTONE GROUP	P		
d	K1 BLACKSTONE GROUP	P		
e	K1 BLACKSTONE GROUP	P		
f	K1 PLAINS ALL AMERICAN PIPELINE	P		
g	K1 ENERGY TRANSFER EQUITY	P		
h	K1 ENERGY TRANSFER EQUITY	P		
i	K1 NUSTAR GP HOLDINGS, LLC			
j	K1 WILLIAMS PARTNERS LP			
k	K1 EQT MIDSTREAM PARTNERS, LP	P		
l	K1 MAGELLAN MIDSTREAM PARTNERS LPK-1 MAGELLAN MID	P		
m	K1 WESTERN GAS PARTNERS	P		
n	K1 ENERGY TRANSFER PARTNERS	P		
o	CURRENCY EXCHANGE - EURO/US\$	P	VARIOUS	VARIOUS

(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		54.	<54.>
b	1,120.		1,120.
c	430.		430.
d	32.	57.	<25.>
e	263.	4.	259.
f	26.		26.
g	8.		8.
h	7.		7.
i		12.	<12.>
j		202.	<202.>
k		10.	<10.>
l	38.		38.
m	12.	2.	10.
n	1,279.	138.	1,141.
o	29,693.	29,756.	<63.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<54.>
b			1,120.
c			430.
d			<25.>
e			259.
f			26.
g			8.
h			7.
i			<12.>
j			<202.>
k			<10.>
l			38.
m			10.
n			1,141.
o			<63.>

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	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

**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	FIDELITY #8121	P	VARIOUS	VARIOUS
b	FIDELITY #8121	P	VARIOUS	VARIOUS
c	SCHWAB #2901	P	VARIOUS	VARIOUS
d	MORGAN STANLEY #3257	P	VARIOUS	VARIOUS
e	MORGAN STANLEY #3257	P	VARIOUS	VARIOUS
f	MERGER FUND, MERFX	P	VARIOUS	01/19/16
g	CURRENCY EXCHANGE - GBP/US\$	P	VARIOUS	11/09/16
h	SCHWAB #2901	P	VARIOUS	VARIOUS
i	CASH-IN-LIEU	P	VARIOUS	VARIOUS
j	K1 CVR NITROGEN LP	P	VARIOUS	VARIOUS
k	CAPITAL GAINS DIVIDENDS			
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 3,825.		3,419.	406.
b 404,563.		438,709.	<34,146.>
c 44,313.		39,769.	4,544.
d 68,872.			68,872.
e 1,315,561.		572,551.	743,010.
f 100,000.		100,594.	<594.>
g 46,394.		46,715.	<321.>
h 6,222.		8,036.	<1,814.>
i 58.			58.
j		365.	<365.>
k 20,040.			20,040.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			406.
b			<34,146.>
c			4,544.
d			68,872.
e			743,010.
f			<594.>
g			<321.>
h			<1,814.>
i			58.
j			<365.>
k			20,040.
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	802,363.
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 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
ATLANTA BELTLINE PARTNERSHIP 250 WILLIAMS ST., #2115 ATLANTA, GA 30303	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,000.
ATLANTA BOTANICAL GARDEN 1345 PIEDMONT AVE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	1,200.
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E. LOWERY BLVD, NW ATLANTA, GA 30318	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
ATLANTA HABITAT FOR HUMANITY 519 MEMORIAL DRIVE, SE ATLANTA, GA 30312	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	50,000.
ATLANTA HIGH MUSEUM OF ART 1280 PEACHTREE ST, NE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	100,000.
ATLANTA HISTORY CENTER 130 WEST PACES FERRY RD ATLANTA, GA 30305	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	2,500.
ATLANTA SYMPHONY 1280 PEACHTREE ST, NE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
ATLANTA UNION MISSION 2352 BOLTON RD ATLANTA, GA 30318	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
BEAUFORT MEMORIAL HOSPITAL FOUNDATION 955 RIBAUT RD BEAUFORT, SC 29902	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	5,000.
BEAUFORT OPEN LAND TRUST 1001 BAY STREET BEAUFORT, SC 29901	N/A	PUBLIC CHARITY	501 (C) (3) CONSERVATION	1,000.
<b>Total from continuation sheets</b>				<b>510,092.</b>

**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
BOYS AND GIRLS CLUB 1100 BOUNDARY STREET BEAUFORT, SC 29902	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,000.
CHICAGO JESUIT ACADEMY 5058 WEST JACKSON BLVD CHICAGO, IL 60644	N/A	PUBLIC CHARITY	501 (C) (C) EDUCATION	10,000.
CHILDREN'S THEATRE COMPANY 2400 3RD AVE S MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	5,000.
COSTAL CONSERVATION LEAGUE 328 EAST BAY STREET CHARLESTON, SC 29402	N/A	PUBLIC CHARITY	501 (C) (3) CONSERVATION	5,000.
CURE PSP 30 E. PADIONIA ROAD, #201 TIMONIUM, MD 21093	N/A	PUBLIC CHARITY	501 (C) (3) MEDICAL RESEARCH	1,000.
DAVIDSON COLLEGE BOX 7173 DAVIDSON, NC 28035	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	10,000.
EAGLE RANCH 5500 UNION CHURCH RD FLOWERY BRANCH, GA 30542	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
EMMAUS HOUSE 1017 HANK AARON DR SW ATLANTA, GA 303151705	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
EMORY UNIVERSITY 1762 CLIFTON ROAD ATLANTA, GA 30322	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	155,000.
FAMILY ACTION NETWORK PO BOX 322 WINNETKA, IL 60093	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
<b>Total from continuation sheets</b>				

**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
FIRST PRESBYTERIAN CHURCH WOMEN'S SHELTER 1328 PEACHTREE STREET NE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,000.
FRIENDS OF ENGLISH AVENUE 2141 POWERS FERRY RD, #250 MARIETTA, GA 30067	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC 501 (C) (3) CIVIC	1,000.
FROM K-1, ENERGY TRANSFER PARTNERS LP 3738 OAK LAWN DALLAS, TX 75219	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	4.
FROM K-1, NUSTAR GP HOLDINGS LLC PO BOX 781609 SAN ANTONIO, TX 78278	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	9.
FROM K-1, WILLIAMS PARTNERS LP ONE WILLIAMS CENTER TULSA, OK 74172	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	4.
GEORGIA CENTER FOR OPPORTUNITY 333 RESEARCH COURT, #210 NORCROSS, GA 30092	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	5,000.
GEORGIA CONSERVANCY 817 WEST PEACHTREE STREET, SUITE 200 ATLANTA, GA 30308	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
GEORGIA COURT APPOINTED SPECIAL ADVOCATE ASSOCIATION 1776 PEACHTREE RD NW STE 219 ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) HUMAN RIGHTS	5,000.
GEORGIA PUBLIC POLICY FOUNDATION 3200 COBB GALLERIA PARKWAY, #214 ATLANTA, GA 30339	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC 501 (C) (3) CIVIC	1,000.
GEORGIA TRUST FOR HISTORIC PRESERVATION 1516 PEACHTREE STREET ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
<b>Total from continuation sheets</b>				

**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
GIRL UP - UN FOUNDATION 1750 PENNSYLVANIA AVE WASHINGTON, DC 20006	N/A	PUBLIC CHARITY		1,000.
GREATER MINNEAPOLIS CRISES NURSERY 4544 4TH AVENUE SOUTH MINNEAPOLIS, MN 55419	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,500.
HELP OF BEAUFORT 1910 BAGGETT ST BEAUFORT, SC 29902	N/A	PUBLIC CHARITY		1,000.
HENNEPIN THEATRE TRUST 615 HENNEPIN AVENUE, #140 MINNEAPOLIS, MN 55403	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
HIGHLAND - CASHIER'S HOSPITAL FOUNDATION PO BOX 742 HIGHLANDS, NC 28741	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	10,000.
HIGHLANDS COMMUNITY FUND P.O. BOX 1150 HIGHLANDS, NC 28741	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
K1 SUNOCO LOGISTICS PARTNERS LP 3807 WEST CHESTER PIKE NEWTON SQUARE, PA 19073	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1.
KOHL CHILDREN'S MUSEUM 2100 PATRIOT BLVD GLENVIEW, IL 60026	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	3,000.
LOW COUNTRY INSTITUTE 40 MOBLEY OAKS LANE OKATIE, SC 29909	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	15,000.
MARENGO COUNTY HISTORIAL SOCIETY 101 N WALNUT AVE DEMOPOLIS, AL 36732	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
Total from continuation sheets				

**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
MESDA 924 SOUTH MAIN ST WINSTON-SALEM, NC 27101	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	2,000.
MICHAEL C CARLOS MUSEUM 571 S KILGO ST ATLANTA, GA 30322	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,000.
MINNESOTA ORCHESTRA 1111 NICOLLET MALL MINNEAPOLIS, MN 55403	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	1,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1818 M ST MW. STE 300 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
NATURE CONSERVACY OF SOUTH CAROLINA, INC. 2231 DEVINE ST COLUMBIA, SC 29205	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	4,000.
NEXT STEP FITNESS 4447 REDONDO BEACH BLVD LAWNDALE, CA 90260	N/A	PUBLIC CHARITY	501 (C) (3) HEALTH	1,000.
NORTH SHORE COUNTRY DAY SCHOOL 310 GREEN BAY ROAD WINNETKA, IL 60093	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	1,000.
PARK PRIDE 233 PEACHTREE ST. NE, SUITE 1600 ATLANTA, GA 30303	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
PENN CENTER INC, NATIONAL HISTORIC LANDMARK DISTRICT 16 PENN CENTER CIRCLE WEST ST HELENA ISLAND, SC 29920	N/A	PUBLIC CHARITY	501 (C) (3) HISTORIC PRESERVATION	1,000.
PORT ROYAL SOUND FOUNDATION 310 OKATIE HIGHWAY OKATIE, SC 29909	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	2,500.
Total from continuation sheets				

**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
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA, SUITE 350 ATLANTA, GA 30303	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,200.
SPRING ISLAND TRUST FOUNDATION 40 MOBLEY OAKS LANE OKATIE, SC 29909	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESEVERATION	5,000.
ST. MARGARET'S SCHOOL PO BOX 158 TAPPAHANNOCK, VA 22560	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	10,000.
THE BASCOM 554 MAIN ST, PO BOX 766 HIGHLANDS, NC 28741	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	5,000.
THE BLAKE SCHOOL 110 BLAKE ROAD SOUTH HOPKINS, MN 55343	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	7,500.
THE LOVETT SCHOOL 4075 PACES FERRY RD NW ATLANTA, GA 30327	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	27,500.
THE MICHAEL J. FOX FOUNDATION CHURCH ST STATION PO BOX 780 NEW YORK, NY 10008	N/A	PUBLIC CHARITY	501 (C) (3) MEDICAL RESEARCH	18,674.
WASHINGTON AND LEE UNIVERSITY 1 DENNY CIRCLE LEXINGTON, VA 24450	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	2,000.
WHARTON FUND 3733 SPRUCE STREET PHILADELPHIA, PA 19104-6360	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	1,000.
WORLD RESOURCES GROUP 509 FLAMINGO DRIVE WEST PALM BEACH, FL 33401	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
Total from continuation sheets				

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - FROM K-1, ENERGY TRANSFER PARTNERS LP

501 (C) (3) ENVIRONMENTAL PRESERVATION

501 (C) (3) ENVIRONMENTAL PRESERVATION



DAN AND MERRIE BOONE FOUNDATION, INC.			
EIN: 58-2663615			
PART II, LINE 10B ATTACHEMNT - CORPORATE STOCK			
TAX YEAR: 2016			
	12/31/2015	12/31/2016	12/31/2016
	BOOK	BOOK	FAIR MARKET
DESCRIPTION	VALUE	VALUE	VALUE
<b>FIDELITY INVESTMENTS:</b>			
BIOTEST AG VOZ AKT OHNE STIMMRECHT	50,247		
GERRESHEIMER AG NPV (BR) (GRRMF)	31,753	31,753	74,282
AA PLC ORD GPB	85,824		
ABERDEEN JAPAN EQUITY FD INC COM	58,201	58,201	88,380
ALTRIA GROUP (PHILIP MORRIS)	11,562		
APPLE INC.	27,622	27,622	185,312
BANK OF AMERICA	150,496	150,496	265,200
BANK OF AMERICA	22,308	22,308	44,200
BAXALTA INC COM	46,926		
BAXTER INTL INC	57,890		
BLACKSTONE GROUP	118,260	87,375	81,090
CNO FINL GROUP INC COM	170,394	170,394	191,500
CITIGROUP INC	180,228	180,228	237,720
COCA COLA COM	94,180		
COUSINS PROPS INC	150,138		
CUMMINGS INC	51,119		
DARDEN RESTAURANTS	49,476		
EMC CORPORATION	49,390		
ENERGY TRANSFER PARTNERS LP	12,577	7,734	53,715
ENTERPRISE PRODUCT PARTNERS LP	7,669	1,007	81,120
FLOWERS FOODS INC	64,857	64,857	134,798
FOUR CORNERS PPTY TR INC COM	5,866		
GLOBAL X FDS GLOBAL X MSCI COLOMBIA	31,746	31,746	20,976
GLOBAL X FDS GLOBAL X MSCI NIGERIA	29,471	29,471	12,780
GLOBAL X FDS GLOBAL X MSCI NORWAY	30,732	30,732	25,392
HIBBETT SPORTING GOODS	57,520	57,520	74,600
ISHARES MSCI AUSTRIA	16,368	16,368	16,530
ISHARES MSCI SOUTH KOREA	30,849	30,849	29,271
JPMORGAN CHASE & CO	139,369	139,369	302,015
KEYCORP NEW	91,698	91,698	274,050
MARKET VECTORS TR RUSSIA	31,025	31,025	38,196
MARKET VECTORS ETF TR RUSSIA	33,239	33,239	60,944
MERGER FUND	208,832	108,597	112,693
MONDELEZ INTL INC	40,627		
MORGAN STANLEY EMERGING MKTS	98,326	98,326	96,517
MORGAN STANLEY	137,448	137,448	253,500
MS FRONTIER EMERGING MKTS	177,241	180,253	226,922
NUSTAR GP HLDGS LLC	30,762	25,341	57,800
PHILIP MORRIS INTL INC	105,373		
PJT PARTNERS INC COM CL A	1,995		

DAN AND MERRIE BOONE FOUNDATION, INC.			
EIN: 58-2663615			
PART II, LINE 10B ATTACHEMNT - CORPORATE STOCK			
TAX YEAR: 2016			
	12/31/2015	12/31/2016	12/31/2016
	BOOK	BOOK	FAIR MARKET
DESCRIPTION	VALUE	VALUE	VALUE
POWERSHARES GLOBAL EXCHANGE	43,231	43,231	71,150
PROCTOR & GAMBLE CO	93,872		
QUALCOMM INC	101,949	101,949	163,000
ROCHE HOLDINGS	69,946	52,467	85,821
SEI INVT CO	94,956	94,956	197,440
SHIRE PLC SPONSORED ADR	-	42,189	37,824
SPDR KBW REGIONAL BANKING ETF	98,048	98,048	130,410
VERIZON COMMUNICATIONS	67,719		
WAL-MART STORES INC	109,183	-	
WALGREEN CO	67,830	67,830	124,140
TOTAL FIDELITY	3,536,338	2,344,626	3,849,287
SCHWAB INVESTMENTS:			
AUTO DATA PROCESSING	9,660	9,660	20,556
ACE LIMITED	11,463		
BANK OF OZARKS	12,099	16,018	21,036
CANADIAN NATL RY CO F	14,981	14,981	20,220
CARDINAL HEALTH INC	16,364	16,364	28,788
CHUBB LTD		11,463	13,212
CHURCH & DWIGHT CO INC	12,901	12,901	22,095
CVS HEALTH CORP	9,503	19,147	15,782
EOG RESOURCES INC	23,440	23,440	17,583
ECOLAB INC	10,789	10,789	30,330
FACTSET RESEARCH SYSTEMS	9,185	9,185	16,343
FLOWERS FOODS		8,044	9,985
HARRIS CORPORATION	16,840	16,840	40,988
HENRY JACK		8,218	8,878
HORMEL FOODS CORP	7,808	7,808	13,924
LOWES	13,898	13,898	14,224
MCCORMICK & CO INC N-VT	15,154		
MIRCROSOFT		15,495	18,642
MONSANTO CO NEW DEL	13,277	13,277	15,782
NESTLE SA REG B ADR F	12,390	12,390	14,348
NIKE INC	9,503	14,951	15,249
NOVO-NORDISK A-S ADR F	16,126	16,126	17,930
PARKER-HANNIFIN CORP	8,241	8,241	14,000
PERRIGO		22,240	16,646
POLARIS INDUSTRIES INC	14,618	22,957	24,717
ROCHE HLDG LTD SPON ADRF	10,735	10,735	9,415
ROPER INDUSTRIES INC	10,225	10,225	18,308
ROSS STORES		10,676	13,120

**DAN AND MERRIE BOONE FOUNDATION, INC.**

EIN: 58-2663615

**PART II, LINE 10B ATTACHEMNT - CORPORATE STOCK**

TAX YEAR: 2016

	12/31/2015	12/31/2016	12/31/2016
	BOOK	BOOK	FAIR MARKET
DESCRIPTION	VALUE	VALUE	VALUE
T ROWE PRICE GROUP INC	7,124	7,124	7,526
SEI INVESTMENTS		10,252	9,872
SHERWIN WILLIAMS CO	8,085	8,085	13,437
SUNCOR ENERGY INC NEW F	26,838	26,838	26,152
TIFFANY & CO	16,756		
TJX COS INC	16,807	16,807	30,052
VF CORPORATION	14,917	14,918	21,340
VALSPAR CORPORATION	15,077	15,078	31,083
ENERGY TRANSFER EQUITY	6,927	4,843	27,034
ENTERPRISE PRODUCT PARTNERS LP	2,788	2,788	18,928
EQT MIDSTREAM PARTNERS LP	8,848	7,868	15,336
MAGELLEN MIDSTREAM PARTNERS	13,843	12,032	37,815
MPLX, LP (formerly MARKWEST ENERGY)	6,049		
PLAINS ALL AMERICAN PIPELINE LP	10,470		
SUNOCO LOGISTICS PARTNERS LP	5,608	3,687	14,412
WESTERN GAS PARTNERS LP	8,646	6,570	21,221
WILLIAMS PARTNERS LP	13,051	8,848	20,860
<b>TOTAL SCHWAB</b>	<b>461,034</b>	<b>501,806</b>	<b>767,168</b>
<b>MORGAN STANLEY INVESTMENTS:</b>			
3M COMPANY	98,388		
AFLAC INCORPORATED	43,366		
ALIBABA GROUP HLDG LTD	8,693	8,693	8,781
ALTRIA GROUP	-	11,562	67,620
AMERICAN EXPRESS CO	15,993	15,993	14,816
AMERICAN TOWER REIT COM	45,866		
CIGNA CORPORATION COM	346,071	346,071	333,475
CISCO SYS INC	93,128		
COCA-COLA	-	94,180	165,840
COGNIZANT TECH SOLUTIONS CL A	55,350	55,350	252,135
DARDEN RESTAURANTS		49,476	123,624
GOLDMAN SACHS GRP INC	141,207	141,207	167,615
MICROCHIP TECHNOLOGY INC	30,440		
MICROSOFT CORP	105,779	47,919	93,210
MONDELEZ INTL		40,627	88,660
MYLAN N V	48,626	48,626	45,780
NEWELL RUBBERMAID INC	63,470	63,470	178,600
PHILIP MORRIS		105,373	228,725
PROCTER & GAMBLE		127,500	126,120
TARGET CORPORATION	61,538	61,538	72,230
TEVA PHARMACEUTICALS ADR	52,980	52,980	32,625

**DAN AND MERRIE BOONE FOUNDATION, INC.**

**EIN: 58-2663615**

**PART II, LINE 10B ATTACHEMNT - CORPORATE STOCK**

**TAX YEAR: 2016**

	12/31/2015	12/31/2016	12/31/2016
	BOOK	BOOK	FAIR MARKET
DESCRIPTION	VALUE	VALUE	VALUE
WALT DISNEY CO HLDG CO	121,346		
CALL 3M COMPANY	(5,400)		
CALL ALTRIA GROUP INC		(2,080)	(3,950)
CALL AMERICAN TOWER REIT COM	(5,950)		
CALL COGNIZANT TECH SOLUTIONS		(22,499)	(18,000)
CALL DARDEN RESTAURANTS		(3,060)	(680)
CALL GOLDMAN SACHS GRP		(3,836)	(17,430)
CALL MICROCHIP TECHNOLOGY INC	(4,000)		
CALL MICROSOFT CORP	(9,660)	(5,550)	(7,950)
CALL NEWELL RUBBERMAID	(5,999)		
CALL TARGET CORPORATION		(2,520)	(110)
CALL WALT DISNEY CO.		(3,960)	(7,645)
VERIZON		67,719	106,760
WALMART		109,183	138,240
WALT DISNEY CO HLDG CO		121,346	114,642
WISDOMTREE EUROPE HEDGED EQ.	100,908	100,908	103,320
TOTAL MORGAN STANLEY	1,402,140	1,626,216	2,407,053
<b>PART II, LINE 13 - OTHER INVESTMENTS</b>			
CALVERT SOCIAL INVESTMENT	147,122	165,442	192,571
VANGUARD CAPITAL VALUE FUND	543,808	553,851	610,062
	690,930	719,293	802,633

## 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
FIDELITY INVESTMENTS	19.	19.	
K-1 ENERGY TRANSFER EQUITY, L.P.	102.	102.	
K-1 ENERGY TRANSFER PARTNERS, L.P.	298.	298.	
K-1 ENTERPRISE PRODUCTS PARTNERS LP	20.	20.	
K-1 EQT MIDSTREAM PARTNERS, LP	18.	18.	
K-1 MAGELLAN MIDSTREAM PARTNERS LP	1.	1.	
K-1 MPLX, LP	2.	2.	
K-1 THE BLACKSTONE GROUP LP	1,058.	1,058.	
K-1 WESTERN GAS PARTNERS LP	43.	43.	
K-1, NUSTAR GP HOLDINGS LLC	92.	92.	
K-1, PLAINS ALL AMERICAN PIPELINE LP	6.	6.	
K-1, SUNOCO LOGISTICS PARTNERS LP	18.	18.	
MORGAN STANLEY	96.	96.	
TOTAL TO PART I, LINE 3	1,773.	1,773.	

## 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
CALVERT SOCIAL INVESTMENT FUND	18,320.	17,087.	1,233.	1,233.	
FIDELITY INVESTMENTS	98,473.	2,953.	95,520.	95,520.	
K-1 ENERGY TRANSFER EQUITY L.P.	86.	0.	86.	86.	
K-1 ENERGY TRANSFER PARTNERS, L.P.	241.	0.	241.	241.	
K-1 MPLX, LP	6.	0.	6.	6.	
K-1 NUSTAR GP HOLDINGS	27.	0.	27.	27.	
K-1 THE BLACKSTONE GROUP LP	233.	0.	233.	233.	

K-1, SUNOCO  
LOGISTICS PARTNERS  
LP

	99.	0.	99.	99.
MORGAN STANLEY	38,137.	0.	38,137.	38,137.
SCHWAB	10,788.	0.	10,788.	10,788.
VANGUARD CAPITAL VALUE	10,043.	0.	10,043.	10,043.
TO PART I, LINE 4	176,453.	20,040.	156,413.	156,413.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K1 ENERGY TRANSFER PARTNERS LP	65.	65.	
K1 BLACKSTONE GROUP LP	1,047.	1,047.	
K1 ENTERPRISE PRODUCTS PARTNERS LP	2.	2.	
K1 ENERGY TRANSFER EQUITY LP	37.	37.	
NON-DIVIDEND DISTRIBUTIONS	2,926.	2,926.	
K-1 WILLIAMS PARTNERS LP	1.	1.	
LEGAL SETTLEMENT - EPE HOLDINGS	30.	30.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,108.	4,108.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,240.	4,120.		0.
TO FORM 990-PF, PG 1, LN 16B	8,240.	4,120.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX BASED ON INVESTMENT INCOME	15,669.	0.		0.	
FOREIGN TAXES PAID	3,762.	3,762.		0.	
TO FORM 990-PF, PG 1, LN 18	19,431.	3,762.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	30,438.	30,438.		0.	
SECRETARY OF STATE REGISTRATION FEE	30.	0.		0.	
INVESTMENT EXPENSES	8,015.	8,015.		0.	
NON-DEDUCTIBLE EXPENSES	96,600.	0.		0.	
LEGAL	242.	0.		0.	
BOARD MEETINGS & CONFERENCES	6,503.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	141,828.	38,453.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
FIDELITY INVESTMENTS-SEE ATTACHED	2,344,626.	3,849,287.		
SCHWAB INVESTMENTS-SEE ATTACHED	501,806.	767,168.		
MORGAN STANLEY INVESTMENTS-SEE ATTACHED	1,626,216.	2,407,053.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,472,648.	7,023,508.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS-SEE ATTACHED	COST	719,293.	802,633.
LP INVESTMENTS TIMING DIFFERENCES	COST	74,469.	0.
CVR NITROGEN LP (FORMERLY RENTECH)	COST	1,884.	1,884.
FIDELITY- EURO (EUR)	COST	771.	725.
FIDELITY- POUND STERLING (GBP)	COST	2,173.	2,335.
TOTAL TO FORM 990-PF, PART II, LINE 13		798,590.	807,577.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LP DISTRIBUTIONS RECEIVABLE	2,100.	100.	100.
TO FORM 990-PF, PART II, LINE 15	2,100.	100.	100.