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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.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

WORMSLOE FOUNDATION, INC.
22 W. BRYAN STREET, PMB 300
SAVANNAH, GA 31401

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **\$ 3,985,570.** J Accounting method: Cash Accrual
 Other (specify)

(Part I, column (d) must be on cash basis.)

A	Employer identification number 58-6034319
B	Telephone number (see instructions)
C	If exemption application is pending, check here ► <input type="checkbox"/>
D	1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
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) (see instructions))		(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 (attach schedule)		50,380.			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2,478.	2,478.		
4 Dividends and interest from securities		91,341.	91,341.		
5 a Gross rents b Net rental income or (loss)					
6 a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	1,065,145.	41,118.			
7 Capital gain net income (from Part IV, line 2)			41,118.		
8 Net short-term capital gain				0.	
9 Income modifications					
10 a Gross sales less returns and allowances b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
SEE STATEMENT 1		-7,638.	-7,638.		
12 Total. Add lines 1 through 11		177,679.	127,299.	0.	
13 Compensation of officers, directors, trustees, etc		0.			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule) b Accounting fees (attach sch) SEE ST. 2 c Other professional fees (attach sch) SEE ST. 3		8,200.		8,200.	
5,730.				5,730.	
17 Interest					
18 Taxes (attach schedule) SEE STM 4		2,532.	2,532.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
SEE STATEMENT 2		9,654.	5,798.		3,856.
24 Total operating and administrative expenses. Add lines 13 through 23		26,116.	8,330.		17,786.
25 Contributions, gifts, grants paid	196,058.				196,058.
26 Total expenses and disbursements. Add lines 24 and 25	222,174.	8,330.	0.		213,844.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements		-44,495.			
b Net investment income (if negative, enter -0-)			118,969.		
c Adjusted net income (if negative, enter -0-)				0.	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash -- non-interest-bearing		40,074.	18,537.	18,537.
2	Savings and temporary cash investments		33,384.	121,211.	121,211.
3	Accounts receivable				
	Less: allowance for doubtful accounts				
4	Pledges receivable				
	Less: allowance for doubtful accounts				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7	Other notes and loans receivable (attach sch)				
	Less: allowance for doubtful accounts				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges		3,632.	1,100.	1,100.
10a	Investments -- U S and state government obligations (attach schedule)				
b	Investments -- corporate stock (attach schedule)		1,790,581.	1,608,677.	2,922,222.
c	Investments -- corporate bonds (attach schedule)				
11	Investments -- land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
12	Investments -- mortgage loans				
13	Investments -- other (attach schedule)		196,311.	270,081.	922,500.
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers -- see the instructions Also, see page 1, item I)		2,063,982.	2,019,606.	3,985,570.
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, & other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		0.	0.	
	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		526,109.	526,109.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds		1,537,873.	1,493,497.	
30	Total net assets or fund balances (see instructions)		2,063,982.	2,019,606.	
31	Total liabilities and net assets/fund balances (see instructions)		2,063,982.	2,019,606.	

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	2,063,982.
2	Enter amount from Part I, line 27a	2	-44,495.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 6	3	172.
4	Add lines 1, 2, and 3	4	2,019,659.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 7	5	53.
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	6	2,019,606.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE STATEMENT 8				
b				
c				
d				
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h)) gain minus col. (k), but not less than -0- or Losses (from col. (h))
(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				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss). <input type="checkbox"/> If gain, also enter in Part I, line 7 <input type="checkbox"/> If (loss), enter -0- in Part I, line 7		2	41,118.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): <input type="checkbox"/> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	-70,154.

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	570,265.	3,354,803.	0.169985
2014	212,790.	4,093,165.	0.051987
2013	187,941.	3,859,678.	0.048693
2012	55,415.	3,389,512.	0.016349
2011	153,763.	3,248,350.	0.047336

- 2 Total of line 1, column (d) 2 0.334350
- 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years. 3 0.066870
- 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 4 4,099,345.
- 5 Multiply line 4 by line 3 5 274,123.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 1,190.
- 7 Add lines 5 and 6 7 275,313.
- 8 Enter qualifying distributions from Part XII, line 4 8 213,844.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1	
Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1 2,379.
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 2,379.
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 2,379.
6	Credits/Payments:	
a	2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a 3,632.
b	Exempt foreign organizations – tax withheld at source	6 b
c	Tax paid with application for extension of time to file (Form 8868)	6 c
d	Backup withholding erroneously withheld	6 d
7	Total credits and payments Add lines 6a through 6d	7 3,632.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 1,253.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ► 1,253. Refunded ► 11 0.	

Part VII-A Statements Regarding Activities

1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
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.		
1 c	Did the foundation file Form 1120-POL for this year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
1 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.
1 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.	Yes <input type="checkbox"/> No <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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
4 b	If 'Yes,' has it filed a tax return on Form 990-T for this year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	
<ul style="list-style-type: none"> • 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? 		
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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions). ►	
GA		
8 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.	Yes <input type="checkbox"/> No <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	Yes <input type="checkbox"/> No <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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

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	Yes	No
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 ► CRAIG BARROW, III	Telephone no. ► (912) 234-5400		
	Located at ► WORMSLOE LIBRARY SAVANNAH GA	ZIP + 4 ► 31406		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A	► □
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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.

1 a	During the year did the foundation (either directly or indirectly):		Yes	No
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If any answer is 'Yes' to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1 b	N/A	
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? ► <input type="checkbox"/>	1 c	X	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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? If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2 b	N/A	
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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __ , 20 __ , 20 __ , 20 __ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4 a	X	
3 a	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	3 b	N/A	
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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4 b	X	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes No Yes No Yes No Yes No Yes Nob 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)?Organizations relying on a current notice regarding disaster assistance check here N/A Yes No

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? . . .

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? . . .

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

5b N/A

6b X

7b

Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9				
-----		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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.

organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
1	N/A
2	
3	
4	

Part IX-B | Summary of Program-Related Investments (see instructions)

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

Describe the longest program related in sections 1 and 2 made by the participant during the tally bar on lines 1 and 2.	
1	-----
N/A	-----
2	-----

All other program-related investments. See instructions

3

Total. Add lines 1 through 3

BAA

Form 990-PF (2016)

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	3,096,135.
b Average of monthly cash balances	1b	143,137.
c Fair market value of all other assets (see instructions)	1c	922,500.
d Total (add lines 1a, b, and c)	1d	4,161,772.
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	4,161,772.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	62,427.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,099,345.
6 Minimum investment return. Enter 5% of line 5	6	204,967.

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	204,967.
2a Tax on investment income for 2016 from Part VI, line 5	2a	2,379.
b Income tax for 2016 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	2,379.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	202,588.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	202,588.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	202,588.

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	213,844.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	213,844.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	213,844.

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				202,588.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0.	
b Total for prior years: 20 ___, 20 ___, 20 ___		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013	1,794.			
d From 2014	12,750.			
e From 2015	405,043.			
f Total of lines 3a through e.	419,587.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 213,844.			0.	
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			202,588.	
e Remaining amount distributed out of corpus	11,256.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	430,843.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2015 Subtract line 4a from line 2a. Taxable amount – see instructions			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 (see instructions)		0.		
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	430,843.			
10 Analysis of line 9:				
a Excess from 2012 ..				
b Excess from 2013 ..	1,794.			
c Excess from 2014 ..	12,750.			
d Excess from 2015 ..	405,043.			
e Excess from 2016 ..	11,256.			

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	<input type="checkbox"/> 4942(j)(3) or		<input type="checkbox"/> 4942(j)(5)	
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)(ii)				
(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).)

SEE STATEMENT 10

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 11

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 12				
Total				► 3a 196,058.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) 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			14 2,478.
4	Dividends and interest from securities			14 91,341.
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			18 41,118.
9	Net income or (loss) from special events			
10	Gross profit or (loss) from sales of inventory			
11	Other revenue			
a	<u>SEE ATTACHED SCHEDULE</u>			18 -7,638.
b				
c				
d				
e				
12	Subtotal Add columns (b), (d), and (e)			127,299.
13	Total Add line 12, columns (b), (d), and (e)			13 127,299.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

(1) Cash..
(2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization .. .
- (2) Purchases of assets from a noncharitable exempt organization .. .
- (3) Rental of facilities, equipment, or other assets .. .
- (4) Reimbursement arrangements .. .
- (5) Loans or loan guarantees .. .
- (6) Performance of services or membership or fundraising solicitations .. .

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

	Yes	No
1a (1)		X
1a (2)		X
1b (1)		X
1b (2)		X
1b (3)		X
1b (4)		X
1b (5)		X
1b (6)		X
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?

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here *Day Baum, II* 5/10/17 ► **OFFICER**
Signature of officer or trustee Date Title
May the IRS discuss
this return with the
preparer shown below
(see instructions)?
 Yes No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	CAROL L. DRAKE, CPA	<i>Carol L. Drake CPA</i>	5/9/17		P00076785
	Firm's name	► KRT CPAS PC		Firm's EIN ► 58-1202894	
Firm's address	► 6600 ABERCORN STREET SUITE 200 SAVANNAH, GA 31405		Phone no (912) 232-0475		

BAA

Form 990-PF (2016)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

Schedule of Contributors

2016

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the **General Rule** and a **Special Rule**. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CRAIG BARROW III	\$ 50,380	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
	22 W. BRYAN ST. PMB 300		(Complete Part II for noncash contributions.)
	SAVANNAH, GA 31401		
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)

Name of organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	174 SHARES - CHARTER COMMUNICATIONS	\$ 50,380	12/19/16
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year (Enter this information once. See instructions) ► \$ _____ N/A
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee			

2016

FEDERAL STATEMENTS

PAGE 1

WORMSLOE FOUNDATION, INC.

58-6034319

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SEE ATTACHED SCHEDULE	\$ -7,638.	\$ 0.	\$ 0.
TOTAL	<u>\$ -7,638.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHISOLM ACCOUNTING KRT CPAS PC	\$ 5,100. 3,100.			\$ 5,100. 3,100.
TOTAL	<u>\$ 8,200.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 8,200.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ARCHAEOLOGICAL SURVEY	\$ 2,300.			\$ 2,300.
CAITLIN TEUTON - FELLOW.	1,000.			1,000.
ELLIS PAINTER RATTERREE & ADAMS	930.			930.
KEITH BRADLEY - BOTANICAL SERVICES	1,500.			1,500.
TOTAL	<u>\$ 5,730.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 5,730.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US TREASURY - 2016	\$ 2,532.	\$ 2,532.	\$ 0.	\$ 0.
TOTAL	<u>\$ 2,532.</u>	<u>\$ 2,532.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

WORMSLOE FOUNDATION, INC.

58-6034319

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1 ACTIVITIES: INVESTMENT EXP . . .	\$ 5,742.	\$ 5,742.		
K-1 ACTIVITIES: MISC EXP . . .	56.	56.		
OFFICE EXPENSE . . .	52.			
REPAIRS AND MAINTENANCE . . .	3,804.			
TOTAL	\$ 9,654.	\$ 5,798.	\$ 0.	\$ 3,804.
				\$ 3,856.

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

NONTAXABLE DISTRIBUTIONS . . .	\$ 172.
TOTAL	\$ 172.

STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NON-DEDUCTIBLE EXPENSES FROM K-1S. . .	\$ 53.
TOTAL	\$ 53.

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	1000 DISCOVER FINL SVCS	PURCHASED	12/17/2015	2/24/2016
2	4000 FORD MOTOR COMPANY	PURCHASED	10/27/2015	7/11/2016
3	1500 HP INC	PURCHASED	11/15/2015	11/11/2016
4	1000 METLIFE INC	PURCHASED	7/30/2015	5/18/2016
5	2000 MICRON TECH	PURCHASED	7/01/2015	5/18/2016
6	2500 MOSAIC COMPANY	PURCHASED	VARIOUS	8/23/2016
7	2000 VODAFONE GROUP NEW ADR	PURCHASED	6/13/2016	11/21/2016
8	1000 MELLANOX TECHS LTD	PURCHASED	10/27/2016	12/20/2016
9	10000 SCORPIO TANKERS INC	PURCHASED	VARIOUS	8/15/2016
10	2000 CAMPBELL SOUP COMPANY	PURCHASED	11/21/2013	3/16/2016
11	5000 CYPRESS SEMICONDUCTOR	PURCHASED	7/25/2014	3/03/2016
12	1500 HP INC	PURCHASED	6/01/2015	11/11/2016
13	2000 MICRON TECH	PURCHASED	3/16/2015	5/18/2016
14	2000 NVIDIA CORP	PURCHASED	1/30/2015	3/18/2016
15	2000 TEXTRON INC	PURCHASED	12/11/2013	8/02/2016
16	1000 MELLANOX TECHS LTD	PURCHASED	7/24/2015	12/20/2016
17	1000 NXP SEMICONDUCTORS	PURCHASED	2/18/2015	9/29/2016
18	500 AMERICAN TOWER CORP	PURCHASED	3/04/2010	6/03/2016
19	174 CHARTER COMMS INC	DONATED	12/19/2016	12/20/2016
20	1000 CONOCOPHILLIPS	PURCHASED	5/01/2000	2/24/2016

STATEMENT 8 (CONTINUED)

FORM 990-PF, PART IV, LINE 1

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
21	1000 MURPHY OIL CORP	PURCHASED	7/09/2001	5/18/2016
22	FROM BSR TRUST LLC K-1	PURCHASED	VARIOUS	12/31/2016
23	FROM BSR TRUST LLC K-1	PURCHASED	VARIOUS	12/31/2016
24	FROM CHATHAM SMALL CAP LP K-1	PURCHASED	VARIOUS	12/31/2016
25	FROM CHATHAM SMALL CAP LP K-1	PURCHASED	VARIOUS	12/31/2016
26	FROM ENTERPRISE PRODUCTS K-1	PURCHASED	VARIOUS	12/31/2016
27	CAPITAL GAIN DISTRIBUTIONS	PURCHASED	VARIOUS	12/31/2016
28	FROM APOLLO GLOBAL K-1	PURCHASED	VARIOUS	12/31/2016
29	FROM APOLLO GLOBAL K-1	PURCHASED	VARIOUS	12/31/2016

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	45,469.		54,928.	-9,459.				\$ -9,459.
2	51,783.		60,497.	-8,714.				-8,714.
3	23,007.		21,459.	1,548.				1,548.
4	43,959.		56,840.	-12,881.				-12,881.
5	19,927.		38,330.	-18,403.				-18,403.
6	72,243.		70,127.	2,116.				2,116.
7	50,244.		62,076.	-11,832.				-11,832.
8	40,827.		43,656.	-2,829.				-2,829.
9	51,148.		60,914.	-9,766.				-9,766.
10	126,065.		78,768.	47,297.				47,297.
11	40,793.		50,464.	-9,671.				-9,671.
12	23,007.		24,502.	-1,495.				-1,495.
13	19,927.		57,501.	-37,574.				-37,574.
14	67,203.		38,914.	28,289.				28,289.
15	75,322.		64,771.	10,551.				10,551.
16	40,827.		46,508.	-5,681.				-5,681.
17	96,043.		85,254.	10,789.				10,789.
18	52,774.		21,710.	31,064.				31,064.
19	50,311.		50,381.	-70.				-70.
20	32,051.		20,589.	11,462.				11,462.
21	28,774.		15,731.	13,043.				13,043.
22	325.		0.	325.				325.
23	133.		0.	133.				133.
24	133.		0.	133.				133.
25	12,514.		0.	12,514.				12,514.
26	0.		107.	-107.				-107.
27	299.		0.	299.				299.
28	3.		0.	3.				3.
29	34.		0.	34.				34.
							TOTAL \$	<u>41,118.</u>

STATEMENT 9
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
MRS. DIANA D. BARROW 7601 SKIDAWAY ROAD SAVANNAH, GA 31401	CHAIRMAN 2.00	\$ 0.	\$ 0.	\$ 0.
MR. CRAIG BARROW, III 7601 SKIDAWAY ROAD SAVANNAH, GA 31406	TREASURER 5.00	0.	0.	0.
DORINDA DALLMEYER 3246 BOOGER HILL ROAD DANIELSVILLE, GA 30633	TRUSTEE 1.00	0.	0.	0.
MR. J. WILEY ELLIS P.O. BOX 9946 SAVANNAH, GA 31412	TRUSTEE 1.00	0.	0.	0.
MR. THORNTON D. BARROW P.O. BOX 8346 SAVANNAH, GA 31412	TRUSTEE 1.00	0.	0.	0.
MRS. ELFRIDA B. SINKLER 2180 ROSEBANK ROAD WADMALAW ISLAND, SC 29487	TRUSTEE 1.00	0.	0.	0.
MRS. BRANDY LORETTA BARROW 221 MARINERS WAY SAVANNAH, GA 31419-9308	TRUSTEE 1.00	0.	0.	0.
MS. JULIET CHISOLM 5 WATERFORD LANE SAVANNAH, GA 31411	SECRETARY 5.00	0.	0.	0.
DR. CHARLES KNAPP 310 INDIAN PIPE DRIVE BIG CANOE, GA 30143	TRUSTEE 1.00	0.	0.	0.
SARAH ROSS P.O. BOX 40 ROARING GAP, NC 28668	PRESIDENT 4.00	0.	0.	0.
DEAN DAN NADENICEK 285 S. JACKSON STREET ATHENS, GA 30602	TRUSTEE 1.00	0.	0.	0.

TOTAL \$ 0. \$ 0. \$ 0.

2016

FEDERAL STATEMENTS

PAGE 5

WORMSLOE FOUNDATION, INC.

58-6034319

STATEMENT 10
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

MR. CRAIG BARROW, III
 MRS. ELFRIDA B. SINKLER

STATEMENT 11
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: CRAIG BARROW, III
 CARE OF:
 STREET ADDRESS: P.O. BOX 8346
 CITY, STATE, ZIP CODE: SAVANNAH, GA 31412
 TELEPHONE:
 E-MAIL ADDRESS:
 FORM AND CONTENT: LETTER
 SUBMISSION DEADLINES:
 RESTRICTIONS ON AWARDS: LIMITED TO THE PRESERVATION AND STUDY OF AGRICULTURE,
 HORTICULTURE, FORESTRY AND HISTORIC SITES AND DOCUMENTS.

STATEMENT 12
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
UNIVERSITY OF GEORGIA FDN 394 SOUTH MILLEDGE AVE ATHENS GA 30602	N/A	T/E	PRESERVATION	\$ 5,000.
OSSABAW ISLAND EDUCATION ALLIANCE SAVANNAH GA	N/A	T/E	PRESERVATION	2,500.
UNIVERSITY OF GA ARCH FOUNDATION 394 SOUTH MILLEDGE AVENUE ATHENS GA 30602	N/A	T/E	PRESERVATION	50,000.
WORMSLOE INSTITUTE FOR ENVIRON HISTORY ISLE OF HOPE SAVANNAH GA 31406	N/A	T/E	HISTORICAL PRESERVATION	75,000.
UNIV OF GA FDN - ODUM SCHOOL OF ECOLOGY 140 EAST GREEN STREET ATHENS GA 30602	N/A	T/E	NATURAL RESOURCES PRESERVATION	5,000.

2016**FEDERAL STATEMENTS****PAGE 6****WORMSLOE FOUNDATION, INC.****58-6034319****STATEMENT 12 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
UNIV OF GA FDN - GRADUATE SCHOOL 279 WILLIAMS STREET ATHENS GA 30602	N/A	T/E	EDUCATIONAL	\$ 2,500.
UGA COLLEGE OF ENVIRONMENTAL DESIGN 285 S. JACKSON STREET ATHENS GA 30602	N/A	T/E	NATURAL RESOURCES PRESERVATION	43,841.
GA STATE UNIV RESEARCH FOUNDATION P.O. BOX 4105 ATLANTA GA 30302	N/A	T/E	EDUCATIONAL	6,217.
COASTAL WILDSCAPES P.O. BOX 1106 DARIEN GA 31315	N/A	T/E	HORTICULTURAL ASSISTANCE	6,000.
TOTAL <u>\$ 196,058.</u>				

Wormsloe Foundation, Inc
58-6034319
Year ended 12/31/16

Part I, Line 11 - Other Income

	Other Income	Amount
1	NW Quadrant Partners, L P	6,156
2	Apollo Global Management LLC	34
3	BSR Trust LLC	(8,115)
4	Starwood Property Trust	1,159
5	Gerber Settlement	30
6	Enterprise Products Partners LP	(6,902)
	Total	<u>(7,638)</u>

Wormsloe Foundation, Inc.
 58-6034319
 Year ended 12/31/16

Part I, Line 3 - Interest

Interest	Amount
1 NW Quadrant Partners, L.P.	41
2 BSR Trust LLC	2,327
3 Enterprise Products Partners LP	13
4 Apollo Global Management LLC	97
Total	<u>2,478</u>

Part I, Line 4 - Dividends

Dividends	Amount
1 Chatham Small Cap Partnership	5,408
2 Lazard Ltd	1,140
3 Apollo Global Management LLC	5
4 Stifel, Nicolaus & Company	<u>84,788</u>
Total	<u>91,341</u>

Part II, Line 1 - Cash

	Cash	Cost 12/31/16	FMV 12/31/16
1 South State Bank		<u>18,112</u>	<u>18,112</u>
Total		<u>18,112</u>	<u>18,112</u>

Part II, Line 2 - Savings and Temporary Cash Investments

	Savings and Temporary Cash Investments	Cost 12/31/16	FMV 12/31/16
1 Stifel, Nicolas & Company - Money Market		<u>121,211</u>	<u>121,211</u>
		<u>121,211</u>	<u>121,211</u>

Wormsloe Foundation, Inc
 58-6034319
 Year ended 12/31/16

Part II, Line 10b - Corporate Stocks

	Corporate Stocks	# of Shares	Cost 12/31/16	FMV 12/31/16
1	Abbvie Inc	1,000	20,561	62,620
2	AFLAC Inc	1,000	28,399	69,600
3	AT & T Inc	2,000	49,331	85,060
4	Abbott Laboratories	1,000	18,961	38,410
5	Altria Group Inc	2,000	34,028	135,240
6	American Tower Corp	500	21,710	52,840
7	Apple, Inc.	500	54,418	57,910
8	Aqua America Inc	1,875	33,311	56,325
9	Automatic Data Processing Inc	1,000	35,543	102,780
10	Bristol Myers Squibb Co	2,000	19,703	116,880
11	CVS Health Corp	1,000	13,832	78,910
12	Cisco Systems Inc	2,000	38,336	60,440
13	Coca-Cola Company	1,200	46,179	49,752
14	Costco Wholesale Corp	1,000	33,276	160,110
15	Dupont E I DeNemours	1,200	42,022	88,080
16	Exxon Mobil Corp	2,500	7,730	225,650
17	General Electric Company	2,000	37,108	63,200
18	Genuine Parts Company	1,000	35,521	95,540
19	Intel Corp	2,000	52,127	72,540
20	International Business Machines	500	67,435	82,995
21	Johnson & Johnson Common	1,000	37,240	115,210
22	Kinder Morgan	2,500	54,992	51,775
23	Macy's Inc	2,000	61,792	71,620
24	Marathon Oil Corp	4,000	61,382	69,240
25	Merck & Company	1,500	56,258	88,305
26	Murphy USA Inc	1,000	32,896	61,470
27	Oracle Corp	2,000	79,049	76,900
28	Penske Automotive Group	2,000	80,202	103,680
29	Pfizer Inc	1,500	49,433	48,720
30	Qualcomm Inc	1,000	60,894	65,200
31	Southern Company	1,500	71,431	73,785
32	Starwood Property Trust	3,000	62,552	65,850
33	Synchrony Financial	1,500	41,695	54,405
34	Verizon Communications	2,000	76,624	106,760
35	Wal-Mart Stores Inc	1,000	48,718	69,120
36	Scorpio Tankers Inc.	10,000	43,988	45,300
			<hr/>	<hr/>
			1,608,677	2,922,222
			<hr/>	<hr/>
			TB	

Wormsloe Foundation, Inc.
58-6034319
Year ended 12/31/16

Part II, Line 13 - Investments (Other)

Investments (Other)	Cost 12/31/16	FMV 12/31/16
1 Chatham Small Cap Partnership I, L P.	251,369	555,730
2 BSR Trust LLC (Summit Housing)	(21,071)	200,000
3 Northwest Quadrant Partners LP	(106,278)	-
4 Apollo Global Mgmt LLC	59,162	58,080
5 Larard Ltd Shares A	32,392	41,090
6 Enterprise Products Partners LP	54,507	67,600
	<u>270,081</u>	<u>922,500</u>