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

▶ Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its separate instructions is at www irs.gov/form990pf Open to Public Inspection

OMB No 1545-0052

		ent of the Treasury Revenue Service  Do not enter so	cial security numbers on 990-PF and its separate				en to Public Inspection	
Fo	r cal	endar year 2016 or tax year beginning			and endin	9	, 20	
_			HENDERSON CHARITABLE			A Employer identification number		
	FOU	NDATION 420426707		65			5234202	
		rand street (or PO box number if mail is not delivered	to street address)		Room/suite	B Telephone number	(see instructions)	
	c/o	FTCI - 280 PARK AVENUE				212	2-632-3000	
		town, state or province, country, and ZIP or foreign pos	stal code					
						C If exemption applicate pending, check here.		
	NEW	YORK, NY 10017				pending, check here.		
		ck all that apply:   Initial return	Initial return of	of a former p	ublic charit	Y D 1 Foreign organization	one check hara	
_		Final return	Amended retu	•		2 Foreign organization		
		X Address change	Name change			85% test, check he computation	re and attach	
Ĥ	Che	ck type of organization: X Section 501						
ï	<del></del> -1	ection 4947(a)(1) nonexempt charitable trust	Other taxable priv		ion	E If private foundation sunder section 507(b)		
$\perp$			unting method X Ca		rual			
•		1 —	ther (specify)	7.00		F If the foundation is in under section 507(b)	1)(B), check here	
			column (d) must be on cas	h basis )		<del>-</del>		
		Analysis of Revenue and Expenses (The					(d) Disbursements	
ته		total of amounts in columns (b), (c), and (d)	(a) Revenue and expenses per	(b) Net inve	I	(c) Adjusted net	for charitable	
		may not necessarily equal the amounts in column (a) (see instructions) )	books	incon	ne	income	purposes (cash basis only)	
_	1							
	2	Contributions, gifts, grants, etc., received (attach schedule).  Check if the foundation is not required to						
	i –	attach Sch B						
	3	Interest on savings and temporary cash investments.	66,954.		4,980.		STMT 1	
	4	Dividends and interest from securities	00,554.		1,000.			
	5a	Gross rents		****				
4.		Net rental income or (loss)	95,428.					
ž	ьа b	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 692, 147	75,420.				-	
Revenue	l _	35000 OV 11110 OU	•	C	5,428.			
Re	7	Capital gain net income (from Part IV, line 2) .			3,420.			
	8	Net short-term capital gain			-			
	9 10a	Income modifications						
	١.	and allowances						
	D	Gross profit or (loss) (attach schedule)					······································	
	1		17,457.		5,121.		STMT 3	
	11	Other income (attach schedule)	179,839.		5,287.			
-	<u> </u>	Compensation of officers, directors, trustees, etc.	1,75,035.		.5,201.	-	······································	
Ś	13				NONE	NONE		
JSe	14	Other employee salaries and wages Pension plans, employee benefits			NONE	NONE		
and Administrative Expense	15 16a	Legal fees (attach schedule)			-10114	2102112		
Ě	L	Accounting fees (attach schedule) STMT. 4.	2,175.		NONE	NONE	2,175	
è	b	Other professional fees (attach schedule) 3 1741. 4.	15,475.	1	4,950.	1,0112	525	
ati	1.7	·	13,173.		-,,,,,,			
str	17	Taxes (attach schedule) (see instructions). 6.	102.					
Ë	18		102.					
트	19	Depreciation (attach schedule) and depletion.						
ĕ	20	Occupancy	1,545.		NONE	NONE	1,545	
pu	21	Travel, conferences, and meetings	1,313.		NONE	NONE		
G	22	Printing and publications	1,343.		48.	HONE	1,295	
ĭ	23 24 25	Other expenses (attach schedule) STMT. 7.	1,141,					
rat	24	Total operating and administrative expenses.	20,640.	1	4,998.	NONE	5,540	
pe	4	Add lines 13 through 23	169,000.		. 4 , 220 .	MOINT	169,000	
0		Contributions, gifts, grants paid	189,640.		4,998.	NONE		
_	26	Total expenses and disbursements Add lines 24 and 25	103,040.	-	LT, 220.	NONE	1/7/040	
	27	Subtract line 26 from line 12	0 001		1			
		Excess of revenue over expenses and disbursements	-9,801.	1 -	0 200			
		Net investment income (if negative, enter -0-)		1.	30,289.			
	C	Adjusted net income (if negative, enter -0-)	1					

JSA For Paperwork Reduction Act Notice, see instructions FX0329 N810 06/21/2017 08:54:55

Form **990-PF** (2016)

P	art II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year		of year
_			amounts only (See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-beari	ng	1,073.	25,159	
	2		cash investments	222,315.	265,796	265,796
	3	Accounts receivable -	<del></del>			5.7
- {			otful accounts >			
	4	Pledges receivable ▶_				
		Less allowance for doub	otful accounts >			
	5	Grants receivable				
	6	Receivables due from	officers, directors, trustees, and other			
- }		disqualified persons (att.	ach schedule) (see instructions)			
	7		eceivable (attach schedule)		<del></del>	
		Less allowance for doub	otful accounts ► NONE			
S	8		se			
Assets	_		eferred charges			
As			government obligations (attac <b>Sachac</b> ula).	311,033.	200,000	226,233
			stock (attach schedule) . STMT .9.		1,880,506	
		•	bonds (attach schedule) . STMT .12.	114,413.	143,779	
	11	Investments - land, building and equipment basis Less accumulated deprecia (attach schedule)	gs, <b>&gt;</b>		110,110	
١	12		loans			
	13	Investments - other (atta	ch schedule) STMT .13.	1,543.	1,485.	135,897
	14	Land, buildings, and equipment basis	▶ [			
		Less accumulated deprecia (attach schedule)	ation			
		•	<b>&gt;</b>			
			completed by all filers - see the	· · · ·		
		instructions Also, see pa	age 1, item I)	2,560,296.	2,516,725	3,088,281
			ccrued expenses		1	
		• •				
S	19	, .			· · · · · · · · · · · · · · · · · · ·	
Liabilities	20		ors, trustees, and other disqualified persons.			
Ē	21	·	otes payable (attach schedule)			-
Ë			e <b>&gt;</b> )		<del></del>	
		Other habilities (describe				
	23	Total liabilities (add line	es 17 through 22)		NONI	4
_		Foundations that foll	low SFAS 117, check here . ▶		110111	
ë		and complete lines 2	24 through 26 and lines 30 and 31.			
an	24	Unrestricted	<u>.</u>			
Balances	25	Temporarily restricted				
פ	26	Permanently restricted .				
Ξ		Foundations that do	not follow SFAS 117, ►X			
Ž		check here and comp	plete lines 27 through 31.			
S	27	Capital stock, trust princ	apal, or current funds	2,560,296.	2,516,725	
set	28	Paid-in or capital surplus, or	r land, bldg , and equipment fund		4	
AS	29	Retained earnings, accumul	lated income, endowment, or other funds			
7	27 28 29 30 31	Total net assets or fund	d balances (see instructions)	2,560,296.	2,516,725	
ž	31	Total liabilities and	net assets/fund balances (see			
			. <u></u> <u></u>	2,560,296.	2,516,725	
P	art III	Analysis of Char	nges in Net Assets or Fund Balar	nces		· · · · · · · · · · · · · · · · · · ·
1			palances at beginning of year - Part I			
	end-	of-year figure reported	d on prior year's return)		<u>1</u>	2,560,296.
			line 27a		2	-9,801.
			ded in line 2 (Itemize) > SEE STAT		3	8,116.
					4	2,558,611.
5	Decr	eases not included in	n line 2 (itemize) ► SEE STAT	EMENT 15	5	41,886.
_6	Tota	I net assets or fund be	alances at end of year (line 4 minus li	ne 5) - Part II, column (b)	, line 30 6	2,516,725.
						Form <b>990-PF</b> (2016)

	ns and Losses for Tax on Inve	catilicité illocitic			
	and describe the kind(s) of property sold ( brick warehouse, or common stock, 200	(e g , real estate,	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a PUBLICLY TRADEI	SECURITIES				
b					
c					
<u>d</u>					
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 692,147.		596,719.			95,428.
<u>b</u>					
<u>c</u>					
<u>d</u>					
e		<u> </u>			
Complete only for assets	showing gain in column (h) and owned t	by the foundation on 12/31/69	(1)	Gains (Col (h) ga	ıın mınuş
(i) F M V as of 12/31/69	(j) Adjusted basis	(k) Excess of col (i)	col	(k), but not less t	
(1) 1 141 V 43 O1 127 O17 O3	as of 12/31/69	over col (j), if any		Losses (from co	i. (n)) 
a					95,428.
b					
С					
d					
е		-			
Net short-term capital	gain or (loss) as defined in sections		2		95,428.
_	Part I, line 8, column (c) (see ins	1			
Part I lina 0					
Part V Qualification For optional use by domes	Under Section 4940(e) for Red tic private foundations subject to the	luced Tax on Net Investment l		me.)	
Part V Qualification For optional use by domes section 4940(d)(2) applied was the foundation liable for	Under Section 4940(e) for Red tic private foundations subject to the s, leave this part blank.  or the section 4942 tax on the distributions.	luced Tax on Net Investment Inves	nent inco	<b></b>	Yes X No
Part V Qualification For optional use by domes section 4940(d)(2) applied when the foundation liable for "Yes," the foundation does	Under Section 4940(e) for Red tic private foundations subject to the s, leave this part blank.  or the section 4942 tax on the distrits not qualify under section 4940(e)	luced Tax on Net Investment In e section 4940(a) tax on net investment butable amount of any year in the b Do not complete this part.	nent inco	d?	Yes X No
cor optional use by domest section 4940(d)(2) applies the foundation liable for "Yes," the foundation does the foundation does the enter the appropriate	Under Section 4940(e) for Red tic private foundations subject to the state of the section 4942 tax on the distribution of the section 4942 tax on the distribution of qualify under section 4940(e) amount in each column for each year	butable amount of any year in the b	nent inco	d?	Yes X N
Part V Qualification for optional use by domes section 4940(d)(2) applie fas the foundation liable fo "Yes," the foundation doe  Enter the appropriate  (a)  Base period years Calendar year (or tax year beginning in	Under Section 4940(e) for Red tic private foundations subject to the es, leave this part blank. or the section 4942 tax on the distrit s not qualify under section 4940(e) amount in each column for each yea  (b)  Adjusted qualifying distributions	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making (c) Net value of noncharitable-use assets	nent inco	d?	tio col (c))
cor optional use by domes section 4940(d)(2) applies as the foundation liable for "Yes," the foundation does the foundation do	Under Section 4940(e) for Red tic private foundations subject to the set, leave this part blank.  or the section 4942 tax on the distribution amount in each column for each year (b)  Adjusted qualifying distributions  164,636.	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making  (c)  Net value of noncharitable-use assets  2,991,774.	nent inco	d? tries. (d) Distribution ra	tio col (c)) 0.055030
art V Qualification or optional use by domes section 4940(d)(2) applies as the foundation liable for "Yes," the foundation doe Enter the appropriate (a)  Base period years Calendar year for tax year beginning in 2015  2014	Under Section 4940(e) for Red tic private foundations subject to the set, leave this part blank.  or the section 4942 tax on the distribution amount in each column for each year (b)  Adjusted qualifying distributions  164,636. 207,907.	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making  (c) Net value of noncharitable-use assets  2,991,774. 3,114,784.	nent inco	d? tries. (d) Distribution ra	tio col (c)) 0.055030 0.066748
art V Qualification or optional use by domes section 4940(d)(2) applies as the foundation liable for "Yes," the foundation doe Enter the appropriate (a)  Base period years Calendar year (or tax year beginning in 2015 2014 2013	Under Section 4940(e) for Red tic private foundations subject to the es, leave this part blank.  or the section 4942 tax on the distrit s not qualify under section 4940(e) amount in each column for each yea  (b) Adjusted qualifying distributions  164,636. 207,907. 201,946.	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784. 2,949,938.	nent inco	d? tries. (d) Distribution ra	tic (c)) 0.055030 0.066748 0.068458
art V Qualification or optional use by domes section 4940(d)(2) applies as the foundation liable for each of the section 4940(d)(2) applies as the foundation liable for each of the section of the secti	Under Section 4940(e) for Red tic private foundations subject to the es, leave this part blank.  or the section 4942 tax on the distrit s not qualify under section 4940(e) amount in each column for each yea (b) Adjusted qualifying distributions  164,636. 207,907. 201,946. 159,968.	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784.  2,949,938.  2,572,780.	nent inco	d? tries. (d) Distribution ra	0.066748 0.068458 0.062177
art V Qualification or optional use by domes section 4940(d)(2) applies as the foundation liable for "Yes," the foundation doe Enter the appropriate (a)  Base period years Calendar year (or tax year beginning in 2015 2014 2013	Under Section 4940(e) for Red tic private foundations subject to the es, leave this part blank.  or the section 4942 tax on the distrit s not qualify under section 4940(e) amount in each column for each yea  (b) Adjusted qualifying distributions  164,636. 207,907. 201,946.	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784. 2,949,938.	nent inco	d? tries. (d) Distribution ra	0.066748 0.068458 0.062177
art V Qualification or optional use by domes section 4940(d)(2) applies as the foundation liable full full full full full full full fu	Under Section 4940(e) for Red tic private foundations subject to the es, leave this part blank.  or the section 4942 tax on the distrit s not qualify under section 4940(e) amount in each column for each yea (b) Adjusted qualifying distributions  164,636. 207,907. 201,946. 159,968.	butable amount of any year in the b Do not complete this part.  ar; see the instructions before makin  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784.  2,949,938.  2,572,780.  2,869,206.	nent inco	d? tries. (d) Distribution ra	tio col (c)) 0.055030 0.066748 0.068458 0.062177 0.057591
art V Qualification or optional use by domes section 4940(d)(2) applies as the foundation liable for eyes," the foundation doe Enter the appropriate (a) Base period years calendar year for tax year beginning in 2015 2014 2013 2012 2011  Total of line 1, columns Average distribution in	Under Section 4940(e) for Red tic private foundations subject to the set, leave this part blank.  Or the section 4942 tax on the distril is not qualify under section 4940(e) amount in each column for each year (b)  Adjusted qualifying distributions  164,636. 207,907. 201,946. 159,968. 165,241.	butable amount of any year in the bound of any year in the bound complete this part.  ar; see the instructions before making (c) Net value of noncharitable-use assets 2,991,774. 3,114,784. 2,949,938. 2,572,780. 2,869,206.	ase perio	d? tries. (d) Distribution ra	0.055030 0.066748 0.068458 0.062177 0.057591
art V Qualification or optional use by domes section 4940(d)(2) applies sec	Under Section 4940(e) for Red tic private foundations subject to the as, leave this part blank.  or the section 4942 tax on the distrit is not qualify under section 4940(e) amount in each column for each yea  (b) Adjusted qualifying distributions  164,636. 207,907. 201,946. 159,968. 165,241.	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784.  2,949,938.  2,572,780.  2,869,206.  de the total on line 2 by 5, or by the less than 5 years.	ase perio	d?  tries. (d)  Distribution ra (col (b) divided by	0.055030 0.066748 0.068458 0.062177 0.057591 0.310004
Cart V Qualification For optional use by domes section 4940(d)(2) applies Tas the foundation liable for "Yes," the foundation does I Enter the appropriate  (a) Base period years Calendar year for tax year beginning in 2015 2014 2013 2012 2011  Total of line 1, column Average distribution in number of years the following in the column of	Under Section 4940(e) for Red tic private foundations subject to the tics, leave this part blank.  The section 4942 tax on the distrit s not qualify under section 4940(e) amount in each column for each yea  (b) Adjusted qualifying distributions  164,636. 207,907. 201,946. 159,968. 165,241.  In (d)	butable amount of any year in the b Do not complete this part.  ar; see the instructions before making  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784.  2,949,938.  2,572,780.  2,869,206.  de the total on line 2 by 5, or by the less than 5 years.	ase perio	d?  tries. (d)  Distribution ra (col (b) divided by	0.055030 0.066748 0.068458 0.062177 0.057591 0.310004 0.062001 979,394.
Part V Qualification For optional use by domes section 4940(d)(2) applies as the foundation liable for "Yes," the foundation doed 1 Enter the appropriate (a) Base period years Calendar year for tax year beginning in 2015 2014 2013 2012 2011  2 Total of line 1, column average distribution in number of years the following the following in 4 Enter the net value of 5 Multiply line 4 by line	Under Section 4940(e) for Red tic private foundations subject to the tic private foundation 4940(e) tic private foundation 4942 tax on the district sond qualify under section 4940(e) amount in each column for each year (b) Adjusted qualifying distributions 164,636. 207,907. 201,946. 159,968. 165,241.  In (d)	butable amount of any year in the b Do not complete this part.  ar; see the instructions before makin  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784.  2,949,938.  2,572,780.  2,869,206.  de the total on line 2 by 5, or by the less than 5 years.  from Part X, line 5	ase perio	d?  tries. (d)  Distribution ra (col (b) divided by	0.055030 0.066748 0.068458 0.062177 0.057591 0.310004 0.062001 979,394. 184,725.
Part V Qualification For optional use by domes section 4940(d)(2) applies fast the foundation liable for "Yes," the foundation does I Enter the appropriate (a) Base period years Calendar year for tax year beginning in 2015 2014 2013 2012 2011  Total of line 1, columns Average distribution in number of years the fill Enter the net value of Multiply line 4 by line Enter 1% of net invest	Under Section 4940(e) for Red tic private foundations subject to the tic private foundation 4940(e) tic private foundation 4942 tax on the distributions on the distribution 4940(e) tic private for the section 4940(e) tic private for the foundation has been in existence if le tic private foundation has been in existence if le tic private foundation 4940(e) for Red tic private foundation 4940(e) tic p	butable amount of any year in the b Do not complete this part.  ar; see the instructions before makin  (c) Net value of noncharitable-use assets  2,991,774.  3,114,784.  2,949,938.  2,572,780.  2,869,206.  de the total on line 2 by 5, or by the ess than 5 years.  from Part X, line 5	ase perio	d?  tries. (d)  Distribution ra (col (b) divided by	

Form 990-PF (2016)

X

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Louis	65-6234202			age o
Par	t 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		Yes	No
	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 ▶ FIDUCIARY TRUST COMPANY INTL Telephone no ▶ (212) 632	<u>-300</u>	0	
	Located at ▶ 280 PARK AVENUE, NEW YORK, NY ZIP+4 ▶ 10017			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		▶	Ш
	and enter the amount of tax-exempt interest received or accrued during the year			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority		Yes	No
	over a bank, securities, or other financial account in a foreign country?	16		<u> X</u>
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of	,		ŀ
	the foreign country ▶		i	7
Par	t 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.	16.5%	Yes	No
1a	During the year did the foundation (either directly or indirectly)			-
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No	1	ç T	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a		- `	1
	disqualified person? Yes X No		, ,	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No	٠ <del>٠</del> ٢		•
	(5) Transfer any income or assets to a disqualified person (or make any of either available for	<b>4</b> 3	- 1	,
	the benefit or use of a disqualified person)?		, '	-
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the	r,		`
	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)		•	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	1b		X
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	10		
	Organizations relying on a current notice regarding disaster assistance check here	į , ·		
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that	1c		X
	were not corrected before the first day of the tax year beginning in 2016?			
2	operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
	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	ļ." "		
	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	ĺ		
	all years listed, answer "No" and attach statement -see instructions)	2b		X
	of the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	, , ,		
	<b>&gt;</b>		٠.	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise	F	\$	
	at any time during the year?		,	
t	of "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or	2-	,	-
	disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the	, t	'	
	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	, ,	ļ	
	foundation had excess business holdings in 2016 )	3b		
48	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	ļ	X
ł	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		<u> X</u>
	Fo	.rm 99	IO-PF	12016

Form !	990-PF (2016)		65-62	34202		Page (
Par	t VII-B Statements Regarding Activities for	or Which Form 4				
5a	During the year did the foundation pay or incur any amout (1) Carry on propaganda, or otherwise attempt to influer (2) Influence the outcome of any specific public elective directly or indirectly, any voter registration drive?	nce legislation (section ection (see section 4	955), or to carry or	),		
	<ul> <li>(3) Provide a grant to an individual for travel, study, or of</li> <li>(4) Provide a grant to an organization other than a section 4945(d)(4)(A)? (see instructions)</li> </ul>	ther similar purposes? charitable, etc., org	anization described i	. Yes X No		
	(5) Provide for any purpose other than religious, ch purposes, or for the prevention of cruelty to children	naritable, scientific, l or animals?	iterary, or educations	. Yes X No	,	
b	If any answer is "Yes" to 5a(1)-(5), did any of the Regulations section 5.3 4945 or in a current notice regard Organizations relying on a current notice regarding disas	ding disaster assistani	ce (see instructions)?			
С	If the answer is "Yes" to question 5a(4), does the because it maintained expenditure responsibility for the of the statement required by Regulations sec	foundation claim exgrant?	cemption from the t	ax	,	
6a	Did the foundation, during the year, receive any fun on a personal benefit contract?			. Yes X No		7
b	Did the foundation, during the year, pay premiums, direct	tly or indirectly, on a p	personal benefit contra	oct?	. 6b	X
7a	If "Yes" to 6b, file Form 8870  At any time during the tax year, was the foundation a pai	which a problem and any	abaltar transpation?	Yes X No		
	If "Yes," did the foundation receive any proceeds or have				l í	-
	Information About Officers, Director					
1	and Contractors List all officers, directors, trustees, foundation ma	anagere and their o	omponention /soo	instructions)		
- <u>:</u> -	(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 other allow	
					i	
SEE	STATEMENT 16					
	·	}		į	i	
		<del> </del>				
		1			İ	
		<del> </del>				
		ļ				
2	Compensation of five highest-paid employees "NONE."	(other than those	e included on lin		ons). If nor	e, ente
	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 deterred compensation	(e) Expense other allow	
NONE			-0-	-0-	<del></del>	-0-
				i 1		

NONE

Form 990-PF (2016)

Form	9	9	0-	P	F	(20	1	6

1N/A

**3NONE** 

All other program-related investments. See instructions

Part	Minimum Investment Return (All domestic foundations must complete this part. see instructions.)		ions,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable,	etc.,	<del> </del>
	purposes:	i	
а	Average monthly fair market value of securities	1a	2,823,270.
b	Average of monthly cash balances	1b	201,495.
C	Fair market value of all other assets (see instructions)	1c	NONE
ď	<b>Total</b> (add lines 1a, b, and c)	1d	3,024,765.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,024,765.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount,	see	
	instructions)	🔼	45,371.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, lin	ne 4 <b>5</b>	2,979,394.
6	Minimum investment return. Enter 5% of line 5	6	148,970.
Part	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	148,970.
2a		606.	
b	l =: 1		
C	Add lines 2a and 2b	2c	2,606.
3	Distributable amount before adjustments. Subtract line 2c from line 1		146,364.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	<u> 146,364.</u>
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part	XIII,	
	line 1	7	146,364.
Part	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	174,540.
b	• • • • • • • • • • • • • • • • • • • •	· · ·	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable,		
	purposes	l i	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
а		За	NONE
b			NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, li		174,540.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income		2,1,510.
	Enter 1% of Part I, line 27b (see Instructions)		N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4		174,540.
-	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years who		
	qualifies for the section 4940(e) reduction of tax in those years	_	

Form **990-PF** (2016)

L CI	t XIII Undistributed Income (see instruc	(a)	(b)	(c)	(d)
1	Distributable amount for 2016 from Part XI,	Corpus	Years prior to 2015	2015	2016
•	line 7				146,364.
	Undistributed income, if any, as of the end of 2016 Enter amount for 2015 only			NONE	
	Total for prior years 20 14 ,20 ,20		NONE	1,01,12	
	Excess distributions carryover, if any, to 2016		None		
	From 2011 23,669.				
ъ ь	From 2012				
c	From 2013	li di			
	From 2014				
е	From 2015 16,408.			1	
	Total of lines 3a through e	189,909.			
4	Qualifying distributions for 2016 from Part XII, line 4 > \$ 174,540.				
а	Applied to 2015, but not more than line 2a			NONE	<del> </del>
Ь	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
	Treated as distributions out of corpus (Election				
C	required - see instructions)	NONB			
d	Applied to 2016 distributable amount				146,364.
	Remaining amount distributed out of corpus	28,176.			
5	Excess distributions carryover applied to 2016 .	NONE			NONI
6	(If an amount appears in column (d), the same amount must be shown in column (a) )  Enter the net total of each column as				
-	indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	218,085.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
С	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a)		NONE		
d	tax has been previously assessed				<del></del>
	amount - see instructions		NONE		
е	Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f	Undistributed income for 2016 Subtract lines			1	
·	4d and 5 from line 1 This amount must be				17017
	distributed in 2017				NONE
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	NONE			
	required - see instructions)	NONE			
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) , , ,	23,669.			
9	Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	194,416.			
10	Analysis of line 9				
	Excess from 2012 34 , 419 .				
	Excess from 2013 58,009.				
	Excess from 2014				
	Excess from 2015 16,408.				
	Excess from 2016 28,176.			İ	

Form	990-PF (2016)			65-	6234202	Page 10
Pai	rt XIV Private Op	erating Foundations	(see instructions a	nd Part VII-A, quest	ion 9)	NOT APPLICABLE
18	If the foundation has	received a ruling or d	etermination letter tha	it is a private oper	rating	
	foundation, and the ruling	•	•		<del></del>	<del></del>
þ	Check box to indicate v	whether the foundation	is a private operating	foundation described i	n section   494	2(j)(3) or 4942(j)(5)
2 a	Enter the lesser of the ad-	Tax year		Prior 3 years		(e) Total
	justed net income from Part	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
	I or the minimum investment return from Part X for each					
	year listed				<u> </u>	
b	85% of line 2a	L				
С	Qualifying distributions from Part					
	XII, line 4 for each year listed .	L				
d	Amounts included in line 2c not					
	used directly for active conduct of exempt activities					
е	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 "Assets" alternative test - enter					
a	(1) Value of all assets	1				
	(2) Value of assets qualifying				<del> </del>	
	under section					
ь	4942(j)(3)(B)(i) "Endowment" alternative test-					
	enter 2/3 of minimum invest-					
	ment return shown in Part X,					
	"Support" alternative test - enter	<del></del>				
٠	(1) Total support other than					
	gross investment income					
	(interest, dividends, rents, payments on securities					
	loans (section 512(a)(5)),					
	or royalties)		<del></del>		<del> </del>	
	public and 5 or more					
	exempt organizations as provided in section 4942					
	(j)(3)(B)(m)	<u> </u>	<del></del>			<del></del>
	<li>(3) Largest amount of sup- port from an exempt</li>					
	organization					
Da	(4) Gross investment income.	tory Information (	Complete this part	only if the founds	tion had \$5 000	or more in assets at
FEL		uring the year - see		only if the lounds	ation nau \$5,000	or more in assers at
_	Information Regarding				·	
		_		e than 2% of the tot	tal contributions rec	eived by the foundation
	before the close of any					
		•	•	·		
_ <u>_</u>	NONE	the foundation who	own 10% or more o	f the stock of a gor	poration for an agu	ally large portion of the
U	ownership of a partner					any large portion of the
				. Has a voys ov greats		
	NONE					
	Information Regarding	Contribution Grant	Gift Loan Scholarch	n etc Programs:		
2	<u> </u>			•		
	Check here ► X if t	the foundation only	makes contributions	to preselected char	ritable organization:	s and does not accept s or organizations under
	other conditions, comp			ants, etc. (see instruc	ctions) to mulvidual	s or organizations under
_	The name, address, an				nlications should be	addrosad:
а	rne name, address, an	a telephone number o	r e-mail address of the	e person to whom ap	plications should be	addressed:
_	The face which are	lastana shanlalka sul			ala a del la alcoda	
D	The form in which app	lications should be sui	omitted and information	on and materials they	snoula include.	
	A				<del></del>	
C	Any submission deadle	nes:				
			<del></del>			
d	Any restrictions or li factors:	mitations on awards	, such as by geogr	aphical areas, charit	table fields, kinds	of institutions, or other
	1400010.					

Form 990-PF (2016)	<del></del>			Page 11
Part XV Supplementary Information	(continued)			
8 Grants and Contributions Paid Durin	If recipient is an individual,	Foundation	uture Payment	1
3 Grants and Contributions Paid Durin Recipient Name and address (home or business)	show any relationship to any foundation manager	status of	Purpose of grant or contribution	Amount
a Paid during the year	or substantial contributor	recipioni		
• ,				
SEE STATEMENT 24				169,000.
		İ	•	
		1		
		1		
				Ì
		ļ		
- -				
	<u> </u>	<u></u>	<u> </u>	
Total	· · · · · · · · · · · · · · · · · · ·	<del></del>	▶ 3a	169,000.
<b>b</b> Approved for future payment				
NONE				
NOME				
			l.	
	<u> </u>	<u></u>	<u> </u>	<u> </u>
Total	<u></u>	· · · · · ·	<u>3b</u>	<u> </u>

Part XVI				Established at 1	1000ton E40 E40	(a)
Enter gross	amounts unless otherwise indicated.	(a)	ated business income		y section 512, 513, or 514	(e) Related or exempt
1 Program	service revenue.	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	function income (See instructions)
a						
	· · · · · · · · · · · · · · · · · · ·	·				
e						
	and contracts from government agencies					
	ship dues and assessments					
	in savings and temporary cash investments •					
4 Dividend	ds and interest from securities			14	66,954.	
5 Net rent	al income or (loss) from real estate					
a Debt	-financed property					
	debt-financed property · · · · ·					
6 Net renta	l income or (loss) from personal property. •	-		<del></del>		
7 Other in	vestment income			14	17,457.	
8 Gain or (l	oss) from sales of assets other than inventory		<u></u>	18	95,428.	
	me or (loss) from special events					
	ofit or (loss) from sales of inventory					
	venue a			<del> </del>		<del></del>
				-		
				-		
e						
	Add columns (b), (d), and (e)			<del>-  </del>	179,839.	
	dd line 12, columns (b), (d), and (e)					179,839
See worksh	leet in line 13 instructions to verify calcu	lations)	• • • • • • • • • • • • •			
Part XVI-	Relationship of Activities	to the A	ccomplishment of E	xempt Pur	poses	·
Line No	Explain below how each activity	y for which	income is reported	in column (e	e) of Part XVI-A contribu	ted importantly to the
▼	accomplishment of the foundation					
			· · · · · · · · · · · · · · · · · · ·		· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·
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	<u> </u>		·			Form 990-PF (201)

Form-9	90-PF (20	16)				65-6234202			Page 13
Part	XVII	Information R Exempt Organ	egarding Tra nizations	nsfers To and Tran	sactions a		ps With Nonc		
				engage in any of the fo				Ye	s No
			de (other than s	section 501(c)(3) organ	izations) or ın	section 527, relat	ting to political	İ	
	organiza								
				a noncharitable exempt	_				
								1a(1)	<u> X</u>
		er assets ansactions:	• • • • • • • • •		• • • • • • •			1a(2)	X
	(1) Sale	s of assets to a none	charitable exem	pt organization				1b(1)	X
	(2) Purc	hases of assets from	n a noncharitabl	e exempt organization.				1b(2)	X
				assets				1b(3)	X
		-							X
									X
			·	or fundraising solicitat					X
	_		_	s, other assets, or paid					<u> </u>
				s," complete the follow ces given by the report	-		•		
				ement, show in colum					
(a) Lu	$\overline{}$	(b) Amount involved	<del></del>	oncharitable exempt organizat		escription of transfers, t			
10/	-	(b) Amount money	(b) Name of he	Sheriar Rabie exempt organizat	(4) 5	escription of transfers, t	rungeonono, una silan	ng an ang c	
	<del></del>				<del></del>				
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									····
					-				
							·		
			•	liated with or related	•	•	ganizations _		
				her than section 501(c)	(3)) or in secti	on 527?	L	Yes	_X No
<u>b</u>	If "Yes,"	complete the follow							
		(a) Name of organization	<u> </u>	(b) Type of organiz	ration	(e) U	escription of relations	nip	
		<del></del>						<del></del>	
			<del></del>						
		<del></del>	<del></del>			<u> </u>			
			<del></del>			<del></del>			<del></del>
	Under	penalties of periury, I decla	are that I have examin	ed this return, including accomp	anying schedules a	I nd statements, and to the	e best of my knowledge	e and belief	, it is tru
	correct,			xpayer) is based on all information					
Sign		W. Handes &	the bear !.	<b>(</b>   06/21/2017	DDE	SIDENT	May the IRS		
Here	Signa	ture of officer of trustee	- Jung	Date	Title	OIDENI	with the pre	s)? X Ye	
	Jigila		<del>-</del>	5510	11110		(see instruction	-,, <u>A</u> 16	
	<del>'-</del> -	Print/Type preparer's na	me	Preparer's signature	•	Date	Check If P	TIN	
Paid		זגגדת ממגזודת			·	- 06/21/201	Clieck   "	200044	777

212-632-4087 Form **990-PF** (2016)

Firm's EIN ► 13-5069335

Preparer

Use Only Firm's address ▶ 280 PARK AVENUE, 7TH FL

NEW YORK, NY

► FIDUCIARY TRUST COMPANY INTL

10017

# FORM 990 PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES	NET	
DESCRIPTION	DED BOOKS	INVESIMENT	
	PER BOOKS		
AUTOMATIC DATA PROCESSING INC	2,120.	2,120.	
BROOKFIELD REAL ASSETS INCOME FUND INC	1,335.	949.	
BROOKFIELD TOTAL RETURN FUND INC	5,320.	4,692.	
CVS CORP	213.	213.	
CISCO SYS INC	624.	624.	
CITIGROUP INC	420.	420.	
COMCAST CORP NEW CL A	1,451.	1,451.	
CORNING INC	559.	559.	
CROWN CASTLE INTERNATIONAL CORP	3,297.	2,954.	
DANAHER CORP.	510.	510.	
DENTSPLY SIRONA INC	23.	23.	
DISCOVER FINANCIAL SERVICES (USD)	2,385.	2,385.	
DOUBLELINE TOTAL RETURN BOND FUND CL-N	1,989.	1,989.	
EOG RES INC	74.	74.	
PUREFUNDS ISE CYBER SECURITY ETF	57.	5 <b>7</b> .	
EXXON MOBIL CORP	300.	300.	
PUREFUNDS ISE CYBER SECURITY ETF	33.	33.	
FORTIVE CORP	75.	75.	
GOVERNMENT NATL MTG ASSN MTG PL #542221	99.	99.	
GENERAL ELEC CO	2,542.	2,542.	
ISHARES NASDAQ BIOTECHNOLOGY ETF	27.	27.	
KANSAS CITY SOUTHN INDS INC	446.	446.	
NEW MOUNTAIN GUARDIAN CORP	4,080.	3,650.	
NY ST MUN BD BK AGY RECOVERY ACT REV SER	9,954.	9,954.	
NEWTON CNTY GA SCH DIST GO CALL REF SER	2,487.	2,487.	
OUTFRONT MEDIA INC	3,050.	3,050.	
PJT PARTNERS INC CL A	6.	6.	
PFIZER INC. R	300.	300.	
PIMCO INCOME FUND DTD 11/1/2009	3,237.	3,237.	
PIMCO MORTGAGE OPPORTUNITIES FUND DTD 9/	577.	577.	
RAYTHEON CO NEW	860.	860.	
ROCKWELL INTL CORP NEW	1,732.	1,732.	
AUTOMATIC DATA PROCESSING INC BROOKFIELD REAL ASSETS INCOME FUND INC BROOKFIELD TOTAL RETURN FUND INC CVS CORP CISCO SYS INC CITIGROUP INC COMCAST CORP NEW CL A CORNING INC CROWN CASTLE INTERNATIONAL CORP DANAHER CORP. DENTSPLY SIRONA INC DISCOVER FINANCIAL SERVICES (USD) DOUBLELINE TOTAL RETURN BOND FUND CL-N EOG RES INC PUREFUNDS ISE CYBER SECURITY ETF EXXON MOBIL CORP PUREFUNDS ISE CYBER SECURITY ETF FORTIVE CORP GOVERNMENT NATL MTG ASSN MTG PL #542221 GENERAL ELEC CO ISHARES NASDAQ BIOTECHNOLOGY ETF KANSAS CITY SOUTHN INDS INC NEW MOUNTAIN GUARDIAN CORP NY ST MUN BD BK AGY RECOVERY ACT REV SER NEWTON CNTY GA SCH DIST GO CALL REF SER OUTFRONT MEDIA INC PJT PARTNERS INC CL A PFIZER INC. R PIMCO INCOME FUND DTD 11/1/2009 PIMCO MORTGAGE OPPORTUNITIES FUND DTD 9/ RAYTHEON CO NEW ROCKWELL INTL CORP NEW FX0329 N810 06/21/2017 08:54:55	420426707	-, · ·	STATEMENT 1

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65-6234202

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES ------

TOTAL	66,954. ========	64,980.
STIP 1: US TREASURY ONLY	89.	89.
FTCI MONEY MARKET FUND	2.	2.
WILLIAMS SONOMA INC	504.	504.
WELLTOWER INC	3,846.	3,760.
WABTEC	370.	370.
UNIVERSITY OF OK REVS CALL SER B DTD 2/2	8,852.	8,751.
US BANCORP DEL COM NEW	1,922.	1,922.
THERMO ELECTRON CORP	90.	90.
FINANCIAL SELECT SECTOR SPDR FUND	534.	534.
SCHLUMBERGER LTD	563.	563.
DESCRIPTION	PER BOOKS	INCOME
	EXPENSES	INVESTMENT
	AND	NET
	REVENUE	

65-6234202

FORM 990PF, PART I - OTHER INCOME 

	REVENUE AND	NET
DESCRIPTION	EXPENSES PER BOOKS	INVESTMENT INCOME
ENTERPRISE PRODUCTS PARTNERS LP	1,570.	440.
MAGELLAN MIDSTREAM PARTNERS	487.	-278.
ENERGY TRANSFERS PARTNERS LP	665.	-82.
EQT MIDSTREAM PARTNERS LP	1,678.	-702.
BLACKSTONE GROUP LP	3,560.	2,051.
SECURITIES CLASS ACTION SETTLEMENTS	147.	147.
AMERIGAS PARTNERS LP	9,350.	-16,697.
TOTALS	17,457.	-15,121.

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FORM 990PF, PART I - ACCOUNTING FEES 

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE		2,175.			2,175.
	TOTALS	2,175.	NONE	NONE	2,175.

65-6234202

# FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FTCI CUSTODY FEES WILLIAM JONES & ASSOCIATES	2,626. 12,849.	2,101. 12,849.	525.
TOTALS	15,475.	14,950.	525.

FORM 990PF, PART I - TAXES 

> REVENUE AND EXPENSES PER BOOKS

DESCRIPTION

FEDERAL EXCISE TAX

102.

TOTALS

102. =============

65-6234202

FORM 990PF, PART I - OTHER EXPENSES

	1011120	2,313.	=======================================	=======================================
	TOTALS	1,343.	48.	1,295.
OTHER EXPENSES		1,295.	40.	1,295.
BANK FEES		48.	48.	
DESCRIPTION		AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
		REVENUE		

# 65-6234202

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV 
UNIVERSITY OKLA REVS CALL TXBL NEWTON CNTY GA SCH DIST GO CAL NY ST MUN BD BK AGY RECOVERY A UNIVERSITY OKLA REVS CALL TXBL	15,000. 45,000.	16,244. 51,626.
NEWTON CNTY GA SCH DIST GO CAL NY ST MUN BD BK AGY RECOVERY A	35,000. 105,000.	37,903. 120,460.
TOTALS	200,000.	226,233.

# 65-6234202

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ALLERGAN PLC AMERIGAS PARTNERS LP	119,384.	119,800. 71,946.
AUTOMATIC DATA PROCESSING INC BLACKSTONE GROUP LP CDK GLOBAL INC	44,858.	71,940.
CELGENE CORP	36,802.	34,725.
CISCO SYSTEMS INC COMCAST CORP CL A	18,316. 22,443.	
CROWN CASTLE INTERNATIONAL COR	51,799.	60,739.
DANAHER CORP DISCOVER FINANCIAL SERVICES	43,363. 56,409.	52,542. 72,090.
ENTERPRISE PRODUCTS PARTNERS L	·	•
EQT MIDSTREAM PARTNERS LP	18,510. 151,807.	29,522. 218,595.
FACEBOOK INC CL A GENERAL ELECTRIC CO	54,628.	63,200.
KANSAS CITY SOUTHERN	39,187. 67,316.	38,183. 91,445.
LIBERTY BROADBAND CORP CL A LIBERTY GLOBAL PLC CL A	45,673.	
NEW MOUNTAIN GUARDIAN CORP	31,534. 51,114.	29,610. 65,667.
NXP SEMICONDUCTORS NV OUTFRONT MEDIA INC	64,872.	55,783.
PJT PARTNERS INC CL A ROCKWELL AUTOMATION INC	60,012.	67,200.
SCHEIN HENRY INC	27,598.	53,099.
THERMO FISHER SCIENTIFIC INC	18,749. 52,192.	21,165. 71,918.
US BANCORP DEL COM WABTEC	36,821.	72,227.
WELLTOWER INC WILLIAMS SONOMA INC	71,326.	66,930.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV 
AUTOMATIC DATA PROCESSING INC BLACKSTONE GROUP LP CDK GLOBAL INC	19,225.	30,834.
CELGENE CORP	14,721.	13,890.
CITIGROUP INC	49,897.	•
COMCAST CORP CL A	9,619.	•
CORNING INC	12,763.	25,119.
CROWN CASTLE INTERNAITONAL COR CVS HEALTH CORP	22,200.	26,031.
DANAHER CORP	13,134.	15,957.
DISCOVER FINANCIAL SERVICES	39,863.	50,463.
ENERGY TRANSFERS PARTNERS LP ENTERPRISE PRODUCTS PARTNERS L		
EOG RES INC	4,958.	11,121.
EQT MIDSTREAM PARTNERS LP	7,933.	12,652.
GENERAL ELECTRIC CO	18,959.	21,962.
LIBERTY BROADBAND CORP CL A		
LIBERT GLOBAL PLC CL A	19,598.	18,048.
MAGELLAN MIDSTREAM PARTNERS	8,303.	11,345.
NEW MOUNTAIN GUARDIAN CORP PJT PARTNERS INC CL A	13,514.	12,690.
RAYTHEON CO NEW	32,774.	42,600.
ROCKWELL AUTOMATION INC	11,127.	12,096.
SCHEIN HENRY INC	11,828.	22,757.
US BANCORP DEL		
VERITIV CORP		
WABTEC		
WELLTOWER INC	35,663.	33,465.
WILLIAMS SONOMA INC		

# 65-6234202

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PUREFUNDS ISE CYBER SECURITY E FORTIVE CORP SCHLUMBERGER LTD FINANCIAL SELECT SECTOR SPDR F ISHARES NASDAQ BIOTECHNOLOGY E ALPHABET INC CL A EXXON MOBIL CORP FORTIVE CORP PFIZER INC SCHLUMBERGER LTD ISHARES NASDAQ BIOTECHNOLOGY E DENTSPLY SIRONA INC	14,100. 29,759. 103,663. 12,817. 94,953. 18,832. 9,237. 18,184. 15,202. 13,812. 19,155.	18,073. 33,580. 116,250. 11,942. 99,056. 18,052. 10,726. 16,240. 16,790. 13,269. 17,319.
TOTALS	1,880,506.	2,302,460.

# 65-6234202

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DOUBLELINE TOTAL RETURN BOND F PIMCO INCOME FUND DTD 11/1/200 DOUBLELINE TOTAL RETURN BOND F PIMCO INCOME FUND DTD 11/1/200 PIMCO MORTGAGE OPPORTUNITIES F BROOKFOELD REAL ASSETS INCOME	19,545. 22,230. 16,620. 85,384.	18,839. 22,749. 16,320. 74,828.
TOTALS	143,779.	132,736.

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FORM	990PF,	PART	II	-	OTHER	INVESTMENTS

	TOTALS	1,485.	135,897.
GOVERNMENT NATL MTG ASSN MTG P NORTHWESTERN MUTUAL LIFE INS	c c	1,484. 1.	1,432. 134,465.
DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV

FORM 990PF,	PART III -	OTHER	INCREASES	IN NET	WORTH O	R FUND BALANCES
=========	==========	======	-=======	======	======	=======================================

DESCRIPTION		AMOUNT
TAX COST BASIS ADJ - R.O.C.		148.
AMORTIZATION ADJUSTMENT		101.
2016 CHECKS CLEARED IN 2017		3,000.
OTHER BASIS ADJUSTMENTS		4,867.
	TOTAL	8,116.
		=======================================

FORM 990P	F, PART	III -	OTHER	DECREASES	IN NE'	r WORTH	OR	FUND	BALANCES

DESCRIPTION	TRUOMA
BASIS ADJUSTMENT ON SALE OF ENERGY TRANS	10,513.
MUTUAL FUNDS CASH ADJ FACTOR	972.
BASIS ADJUSTMENT ON SALE OF BLACKSTONE	6,132.
BASIS ADJUSTMENT ON SALE OF ENTERPRISE P	24,269.
TOTAL	41,886.
	=======================================

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

W. HARDY ESHBAUGH

ADDRESS:

209 MCKEE AVENUE OXFORD, OH 45056

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

PEGGY VANCOLLER

ADDRESS:

BOX 93

VAALWATER,

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

STEPHEN H ESHBAUGH

ADDRESS:

1550 MT. ELLIS LANE BOZEMAN, MT 59715

TITLE:

SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JEFF ESHBAUGH

ADDRESS:

8899 SANDY CREEK LANE

BOZEMAN, MT 59715

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

BETH VANCOLLER BRAND

ADDRESS:

BOX 299

KOMMETJIE 7976,

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MARK VANCOLLER

ADDRESS:

BOX 620

NOORDHOEK 7979,

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID RECIPIENT NAME: AUDUBON ALASKA RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC AMOUNT OF GRANT PAID ..... 5,000. RECIPIENT NAME: INT'L CRANE FOUNDATION RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC AMOUNT OF GRANT PAID ..... 6,000. RECIPIENT NAME: ARTS CENTERED EDUCATION SOCIETY RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 2,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: MONTANA OUTDOOR SCIENCE SCHOOL RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC

18

1,000.

65-6234202 ELIZABETH WAKEMAN HENDERSON CHARITABLE FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID \_\_\_\_\_\_ RECIPIENT NAME: OXFORD COMMUNITY ARTS CENTER RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 10,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: THREE VALLEY CONSERVATION TRUST RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 7,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: AMERICAN FUND FOR CHARITIES RELATIONSHIP: NONE PURPOSE OF GRANT: SMRA FOUNDATION STATUS OF RECIPIENT: PUBLIC 8,000. AMOUNT OF GRANT PAID ...... RECIPIENT NAME: AUDUBON MIAMI VALLEY RELATIONSHIP: NONE PURPOSE OF GRANT: EARTH EXPEDITIONS SCH FOUNDATION STATUS OF RECIPIENT: PUBLIC 3,500. AMOUNT OF GRANT PAID .....

 ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID \_\_\_\_\_\_\_ RECIPIENT NAME: ATLANTIC SALMON FEDERATION RELATIONSHIP: NONE PURPOSE OF GRANT: ASF/PENOB FOUNDATION STATUS OF RECIPIENT: PUBLIC AMOUNT OF GRANT PAID ..... 6,000. RECIPIENT NAME: GALLITIN VALLEY LAND TRUST RELATIONSHIP: NONE PURPOSE OF GRANT: DAVID DOUG SCHOOL FOUNDATION STATUS OF RECIPIENT: PUBLIC AMOUNT OF GRANT PAID ..... 4,000. RECIPIENT NAME: MIAMI UNIVERSITY RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC AMOUNT OF GRANT PAID ..... 4,000. RECIPIENT NAME: UNIVERSITY OF MONTANA RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC AMOUNT OF GRANT PAID ..... 3,000. ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID RECIPIENT NAME: AMERICAN BIRD CONSERVANCY RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 5,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: ENDANGERED WILDLIFE TRUST RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 42,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: GARDEN CITY HARVEST RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 1,500. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: OREGON COLLEGE OF ORIENTAL MEDICINE RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSE FOUNDATION STATUS OF RECIPIENT: PUBLIC 13,500. AMOUNT OF GRANT PAID .....

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- ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID \_\_\_\_\_\_ RECIPIENT NAME: CATESBY COMMEMORATIVE TRUST RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC AMOUNT OF GRANT PAID ..... 17,000. RECIPIENT NAME: AUDUBON INTERNATIONAL ALLIANCES RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 5,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: AUDUBON PUFFIN PROJECT RELATIONSHIP: NONE PURPOSE OF GRANT: ROSY BLOOM SCHOLARSHIP FOUNDATION STATUS OF RECIPIENT: PUBLIC 1,000. AMOUNT OF GRANT PAID ...... RECIPIENT NAME: AULLWOOD AUDUBON CENTER AND FARM RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC

AMOUNT OF GRANT PAID ......

22

1,000.

· ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID RECIPIENT NAME: CINCINNATI NATURE CENTER RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 5,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: ADOPTIONS MADAGASCAR RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 2,500. AMOUNT OF GRANT PAID ...... RECIPIENT NAME: BOTANICAL SOCIETY OF AMERICA RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 1,000. AMOUNT OF GRANT PAID ...... RECIPIENT NAME: CONSERVE SCHOOL RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 1,500. AMOUNT OF GRANT PAID .....

· ELIZABETH WAKEMAN HENDERSON CHARITABLE 65-6234202 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID RECIPIENT NAME: GALLATIN RIVER TASK FORCE RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 5,000. AMOUNT OF GRANT PAID ..... RECIPIENT NAME: OXFORD COMMUNITY FOUNDATION RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 1,000. AMOUNT OF GRANT PAID ...... RECIPIENT NAME: WILD FOUNDATION RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 5,000. AMOUNT OF GRANT PAID ...... RECIPIENT NAME: HOPA MOUNTAIN RELATIONSHIP: NONE PURPOSE OF GRANT: GENERAL PURPOSES FOUNDATION STATUS OF RECIPIENT: PUBLIC 2,500. AMOUNT OF GRANT PAID ..... 169,000. TOTAL GRANTS PAID: