



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2016Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation SUTTON FAMILY FOUNDATION		A Employer identification number 65-6238164
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 239-263-8333
715 TENTH STREET SOUTH		C If exemption application is pending, check here ☐
City or town, state or province, country, and ZIP or foreign postal code NAPLES, FL 34102		D 1. Foreign organizations, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity		D 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Final return ☐ Amended return		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
☐ Address change ☐ Name change		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
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, col. (c), line 16) ► \$ 2,153,331	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

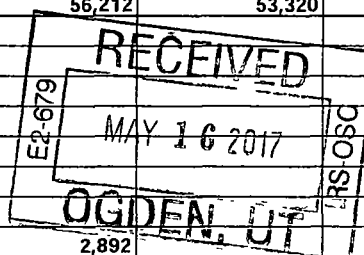
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	2,892			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	43,502	43,502		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,818			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		9,818		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	56,212	53,320			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	17,230	17,230		
	24 Total operating and administrative expenses. Add lines 13 through 23	20,122	17,230		
25 Contributions, gifts, grants paid	110,500			110,500	
26 Total expenses and disbursements. Add lines 24 and 25	130,622	17,230			
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-74,410				
b Net investment income (if negative, enter -0-)		36,090			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

SCANNED MAY 23 2017



25P

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
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	306,261	387,957	387,957
	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 schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,232,187	1,076,081	1,765,374
	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)			
	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)	1,538,448	1,464,038	2,153,331
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,538,448	1,464,038	
	30 Total net assets or fund balances (see instructions)	1,538,448	1,464,038	
	31 Total liabilities and net assets/fund balances (see instructions)	1,538,448	1,464,038	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,538,448
2 Enter amount from Part I, line 27a	2	-74,410
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,464,038
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,464,038

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE STATEMENT 3	P	VARIOUS	VARIOUS
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 310,973		301,155	9,818
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	9,818
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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	118,608	2,305,451	.0514
2014	113,129	2,274,978	.0497
2013	99,500	2,029,648	.0490
2012	82,500	1,821,273	.0453
2011	91,621	1,828,769	.0501

2 Total of line 1, column (d)	2	2455
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	.0491
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,141,863
5 Multiply line 4 by line 3	5	105,165
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	361
7 Add lines 5 and 6	7	105,526
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	110,500

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1		361
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		
3	Add lines 1 and 2	3		361
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		361
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		361
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		☒
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>		☒
c Did the foundation file Form 1120-POL for this year?		☒
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		☒
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? <i>If "Yes," attach a conformed copy of the changes.</i>		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		☒
b If "Yes," has it filed a tax return on Form 990-T for this year?		☒
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	☒	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	☒	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FLORIDA		
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? <i>If "No," attach explanation</i>	☒	
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)? <i>If "Yes," complete Part XIV</i>		☒
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		☒

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	✓
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	✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	✓
14 The books are in care of ► KERMIT S. SUTTON Telephone no. ► 239-263-8333 Located at ► 715 TENTH STREET SOUTH, NAPLES, FL ZIP+4 ► 34102		
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	
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	✓
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here ► ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No		
If "Yes," list the years ► 20____, 20____, 20____, 20____		
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.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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? ☐ Yes ☒ No**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
KERMIT S. SUTTON NAPLES, FL	TRUSTEE-MINIMAL	-0-	-0-	-0-
JENNY W. SUTTON NAPLES, FL	TRUSTEE-MINIMAL	-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 ☐

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

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	1,878,064
b	Average of monthly cash balances	1b	296,416
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,174,480
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,174,480
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	32,617
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,141,863
6	Minimum investment return. Enter 5% of line 5	6	107,093

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	107,093
2a	Tax on investment income for 2016 from Part VI, line 5	2a	361
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	361
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	106,732
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	106,732
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	106,732

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	110,500
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 XII, line 4	4	110,500
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	361
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	110,139

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				106,732
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015 4,385				
f Total of lines 3a through e	4,385			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 110,500				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required—see instructions)		NONE		
c Treated as distributions out of corpus (Election required—see instructions)	NONE			
d Applied to 2016 distributable amount				102,347
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	4,385			4,385
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount—see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions			NONE	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be 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 required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	8,153			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016 8,153				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a 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 $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

JENNY W. SUTTON

- 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.

N/A

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:

JENNY W. SUTTON OR KERMIT S. SUTTON, 715 TENTH STREET SOUTH, NAPLES, FL 34102, 239-263-8333

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

N/A

- c** Any submission deadlines:

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 4	N/A	TAX-EX	CHARITABLE	110,500
Total			3a	110,500
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
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					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)					
13	Total. Add line 12, columns (b), (d), and (e)					

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

[illegible]

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? | | Yes | No |
| | | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | ✓ |
| | (2) Other assets | 1a(2) | | ✓ |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | ✓ |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | ✓ |
| | (4) Reimbursement arrangements | 1b(4) | | ✓ |
| | (5) Loans or loan guarantees | 1b(5) | | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | ✓ |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

5-9-17
Date

TRUSTEE
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 ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

SUTTON FAMILY FOUNDATION
2016 FORM 990-PF

STATEMENT 1
65-6238164

PART I, LINE 1 - CONTRIBUTIONS, GIFTS, GRANTS, ETC. RECEIVED

<u>NAME & ADDRESS OF DONOR</u>	<u>DATE</u>	<u>BOOK VALUE</u>	<u>MKT VALUE</u>
JENNY W. SUTTON NAPLES, FLORIDA: CASH	05/15/16	\$ 2,892	\$ 2,892
		<u>\$ 2,892</u>	<u>\$ 2,892</u>

OTHER PART I INFORMATION:

	<u>COLUMN (a)</u>	<u>COLUMN (b)</u>
LINE 4, DIVIDENDS & INTEREST FROM SECURITIES - TD AMERITRADE - DIVIDENDS	\$ 43,502	\$ 43,502
TOTALS	<u>\$ 43,502</u>	<u>\$ 43,502</u>

LINE 18 - TAXES

TAX ON NET INVESTMENT INCOME ON 2015 990-PF	\$ 2,892	\$ -
FOREIGN TAX WITHHELD ON DIVIDENDS		
TOTALS	<u>\$ 2,892</u>	<u>\$ -</u>

LINE 23 - OTHER EXPENSES

INVESTMENT MANAGEMENT FEES	\$ 17,230	\$ 17,230
TOTALS	<u>\$ 17,230</u>	<u>\$ 17,230</u>

PART II INFORMATION:

	<u>BOOK BEGINNING</u>	<u>BOOK ENDING</u>	<u>MARKET ENDING</u>
PART II, LINE 10a - U.S. SECURITIES			
TDAMERITRADE - STATEMENT 2	\$ -	\$ -	\$ -
TOTAL	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

PART II, LINE 10b - INVESTMENTS (COMMON STOCKS AND MUTUAL FUNDS)

TDAMERITRADE - STATEMENT 2	\$ -	\$ -	\$ -
	1,232,187	1,076,081	1,765,374
TOTAL	<u>\$ 1,232,187</u>	<u>\$ 1,076,081</u>	<u>\$ 1,765,374</u>

PART II, LINE 10c - INVESTMENTS (CORPORATE BONDS)

TDAMERITRADE - STATEMENT 2	\$ -	\$ -	\$ -
TOTAL	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

PART II, LINE 10b (STOCKS, FUNDS, OPTIONS)	SHARES	BOOK BEGINNING	BOOK ENDING	MARKET ENDING
MUTUAL FUNDS, ETF'S.				
SPDR S&P MIDCAP 400 ETF TRUST	1,000 00	83,807 50	83,807.50	301,730 00
OPTIONS				
NONE				
STOCKS.				
AMERICAN EXPRESS CO	1,200 00	62,646 27	62,646 27	88,896 00
AMERISOURCE BERGEN CORP	1,800 00	70,439 56	70,439 56	140,742 00
APPLE INC	700 00	50,058 91	50,058.91	81,074 00
BOEING CO	500 00		64,705 90	77,840 00
COMCAST CORP	900 00	47,761 68	47,761 68	62,145 00
EXPRESS SCRIPTS HOLDING CO	324 00	18,210 42	18,210 42	22,287 96
FIRST TRUST ENERGY	3,000 00	60,010 83		
GILEAD SCIENCES INC	600 00	60,949 83	-	-
HONDA MOTOR LTD	1,000 00	30,716 75	-	-
JOHNSON & JOHNSON	800 00	46,958 16	46,958 16	92,168 00
JOHNSON CONTROLS INC	1,800 00	35,586 00	-	-
MAGELLAN MIDSTREAM PARTNERS	400 00	32,623 95	-	-
MEDTRONIC PLC	1,147.00	88,261 65	87,413.57	81,700 81
MERCK & CO INC	1,800 00	69,441 61	69,441.61	105,966 00
NEXTERA ENERGY INC	600.00	30,895 86	30,895 86	71,676 00
PEPSICO INC	1,200 00	59,553 46	59,553 46	125,556 00
PFIZER INC	2,000 00	57,027 55	57,027 55	64,960 00
PROCTOR GAMBLE CO	400 00	28,873 19	28,873 19	33,632 00
SCHLUMBERGER LTD	600 00	52,290 72	-	-
SIMON PROPERTY GROUP	400.00	56,566 05	56,566 05	71,068 00
STATE STREET CORP	600 00	41,047 89	41,047 89	46,632 00
TJX COMPANIES INC	600 00	36,195 89	36,195 89	45,078 00
UNITED TECHNOLOGIES CORP	1,000 00	36,265 28	36,265.28	109,620 00
VERIZON COMMUNICATIONS	1,500 00	72,397 95	72,397 95	80,070 00
WALT DISNEY CO	600 00		55,814 67	62,532.00
WP GLIMCHER INC	200.00	3,600 22	-	-
		1,232,187 18	1,076,081 37	1,765,373 77

STATEMENT 3
65-6238164

SHORT-TERM GAINS & LOSSES

[illegible][illegible]

LONG-TERM GAINS & LOSSES	DATE ACQ'D	DATE SOLD	SALES PRICE	COST	GAIN (LOSS)
HONDA MOTOR LTD ADR - 1,000 SHARES	10/29/14	06/17/16	25,942	30,717	(4,775)
JOHNSON CONTROLS INC - 1,800 SHARES	02/11/04	08/04/16	80,937	35,586	45,351
FIRST TRUST ENERGY COM CLOSED END FUND - 3,000 SHARES	05/24/12	10/31/16	55,251	56,930	(1,679)
GILEAD SCIENCES INC - 600 SHARES	04/10/15	10/31/16	44,478	60,950	(16,472)
SCHLUMBERGER LTD - 600 SHARES	01/28/11	10/31/16	47,178	52,291	(5,113)
WASHINGTON PRIME GROUP INC - 200 SHARES	01/29/14	10/31/16	2,113	3,542	(1,429)
MAGELLAN MIDSTREAM PARTNERS - 400 SHARES	02/04/15	10/31/16	26,589	32,624	(6,035)

310,973	301,155	9,818
---------	---------	-------

Sutton Family Foundation
Donation Schedule - 2016

STATEMENT 4
65-6238164

American Council of Trustees and Alumni

1726 M Street NW, Suite 802 Washington DC 20036 2016 Donation 3,000

Audubon of the Western Everglades

1020 Eighth Avenue South, Suite 2 Naples FL 34102 Donation 1,500

Brooke Action for Working Horses

4089 Iron Works Pkwy Lexington KY 40511 2016 Donation 500

Cato Institute

1000 Massachusetts Avenue NW Washington DC 20001 2016 Donation 5,000

Children's Advocacy Center

1036 Sixth Avenue North Naples FL 34102 2016 Donation 1,000

Community School of Naples

13275 Livingston Road Naples FL 34109 2016 Donation 1,000

Drake University Law School

2507 University Avenue Des Moines IA 50311 2016 Law School Donation 5,000

Folds of Honor Foundation

5800 North Patriot Drive Owasso OK 74055 2016 Donation 1,000

Foundation for Economic Education

30 South Broadway Irving-on-Hudson NY 10533 2016 Donation 3,000

Foundation for Government Accountability

15275 Collier Blvd Naples FL 34119 2016 Donation 5,000

GBS/CIDP Foundation International

The Holly Building - 104 1/2 Forrest Ave. Narberth PA 19072 2016 Donation 1,000

Hillsdale College

33 East College Street Hillsdale MI 49242 2016 Donation 3,000

Humane Society of Naples

370 Airport Road North Naples FL 34104 2016 Donation 2,500

Intercollegiate Studies Institute

3901 Centerville Rd Wilmington DE 19807 William F Buckley Society 5,000

Judicial Watch

P O Box 96234 Washington DC 20077 2016 Donation 2,500

Sutton Family Foundation

Donation Schedule - 2016

Legacy of the Lakes Museum

205 3rd Avenue West, Box 1216	Alexandria	MN	56308	Donation	2,500
-------------------------------	------------	----	-------	----------	-------

Lynn University

3601 North Military Trail	Boca Raton	FL	33431	2016 Donation	1,500
---------------------------	------------	----	-------	---------------	-------

Mackinac Center for Public Policy

140 West Main Street	Midland	MI	48640	2016 Donation	3,000
----------------------	---------	----	-------	---------------	-------

Naples Botanical Garden

4820 Bayshore Drive	Naples	FL	34112	Brian Holley Donation	1,000
---------------------	--------	----	-------	-----------------------	-------

Naples Equestrian Challenge

206 Ridge Drive	Naples	FL	34108	2016 Donation	1,000
-----------------	--------	----	-------	---------------	-------

National Outdoor Leadership School

284 Lincoln Street	Lander	WY	82520	2016 Donation	1,000
--------------------	--------	----	-------	---------------	-------

NCH Healthcare Foundation

P O Box 234	Naples	FL	34106	NCH Medical Diplomats Cour	5,000
-------------	--------	----	-------	----------------------------	-------

Neighborhood Health Clinic

120 Goodlette Road North	Naples	FL	34102	2016 Donation	5,000
--------------------------	--------	----	-------	---------------	-------

Network of Enlightened Women

1210 Massachusetts Avenue NW, #1201	Washington	DC	20005	2016 Donation	3,000
-------------------------------------	------------	----	-------	---------------	-------

No Barriers USA

224 Canyon Avenue, Suite 207	Fort Collins	CO	80521	Complete Life Adventure	5,000
------------------------------	--------------	----	-------	-------------------------	-------

NYC Blue Gavel Scholarship Fund, Inc.

700 Fourteenth Avenue South	Naples	FL	34102	2016 Donation	1,000
-----------------------------	--------	----	-------	---------------	-------

Oakdale Memorial Gardens

2501 Eastern Avenue	Davenport	IA	52803	Donation	500
---------------------	-----------	----	-------	----------	-----

Paws Assistance Dogs

3173 Horseshoe Drive South	Naples	FL	34104	2016 Donation	2,500
----------------------------	--------	----	-------	---------------	-------

Shaker Village of Pleasant Hill

3501 Lexington Road	Harrodsburg	KY	40330	Annual Fund Donation	10,000
---------------------	-------------	----	-------	----------------------	--------

St. Jude Children's Research Hospital

501 St Jude Place	Memphis	TN	38105	2016 Donation	1,000
-------------------	---------	----	-------	---------------	-------

Sutton Family Foundation

Donation Schedule - 2016

St. Matthews House

2001 Airport Road South	Naples	FL	34112	2016 Donation	2,500
-------------------------	--------	----	-------	---------------	-------

The American Enterprise Institute

1150 17th Street NW	Washington	DC	20036	2016 Donation	2,500
---------------------	------------	----	-------	---------------	-------

The Antique Boat Museum

750 Mary Street	Clayton	NY	13624	Donation	2,500
-----------------	---------	----	-------	----------	-------

The Heritage Foundation

214 Massachusetts Avenue NE	Washington	DC	20002	2016 Donation	10,000
-----------------------------	------------	----	-------	---------------	--------

The James Madison Institute

100 North Duval Street	Tallahassee	FL	32301	2016 Donation	7,500
------------------------	-------------	----	-------	---------------	-------

The Salvation Army

3180 Estey Avenue	Naples	FL	34101	2016 Donation	2,500
-------------------	--------	----	-------	---------------	-------

110,500