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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 , and ending

Name of foundation

AMERICAN FIDELITY FOUNDATION

A Employer identification number

73-1236059

Number and street (or P.O. box number if mail is not delivered to street address)

PO BOX 25523

Room/suite

B Telephone number (see instructions)

405-523-5008

City or town, state or province, country, and ZIP or foreign postal code

OKLAHOMA CITY

OK

73125

Foreign country name

Foreign province/state/country

Foreign postal code

G Check all that apply

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☒

Address change

☐

Name change

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust☐

Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c),

line 16) ▶ \$ 23,898,291

J Accounting method ☐ Cash ☒ Accrual☐ Other (specify) _____

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

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated under
section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of
amounts in columns (b), (c), and (d) may not necessarily
equal the amounts in column (a) (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)	2,000,000			
	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	526,345	526,345		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	561,222			
	b	Gross sales price for all assets on line 6a 6,741,280				
	7	Capital gain net income (from Part IV, line 2)		561,222		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	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	3,087,567	1,087,567	0	
	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)	12,043			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	33			
	24	Total operating and administrative expenses. Add lines 13 through 23	12,076	0	0	0
	25	Contributions, gifts, grants paid	1,034,357			1,034,357
	26	Total expenses and disbursements. Add lines 24 and 25	1,046,433	0	0	1,034,357
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	2,041,134			
	b	Net investment income (if negative, enter -0-)		1,087,567		
	c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

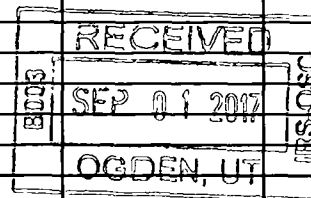
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	283,158	236,801	236,801
	2	Savings and temporary cash investments	959,341	553,481	553,481
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	11,672		
	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)	1,597,752	2,099,760	2,099,760
	b	Investments—corporate stock (attach schedule)	13,775,045	17,011,162	17,011,162
	c	Investments—corporate bonds (attach schedule)	4,622,177	3,948,244	3,948,244
	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 ▶ <u>ACCRUED INTEREST</u>)	51,470	48,843	48,843	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	21,300,615	23,898,291	23,898,291	
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)	0	0	
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	21,598,522	23,598,522	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-297,907	299,769	
	30	Total net assets or fund balances (see instructions)	21,300,615	23,898,291	
31	Total liabilities and net assets/fund balances (see instructions)	21,300,615	23,898,291		

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	21,300,615
2	Enter amount from Part I, line 27a	2	2,041,134
3	Other increases not included in line 2 (itemize) ▶ <u>UNREALIZED GAIN ON INVESTMENTS</u>	3	556,542
4	Add lines 1, 2, and 3	4	23,898,291
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	23,898,291

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	PUBLICLY TRADED SECURITIES			
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 6,741,280		6,180,058	561,222	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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			561,222	
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	561,222
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	0

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	980,554	21,697,081	0.045193
2014	1,020,960	20,440,128	0.049949
2013	761,526	17,540,529	0.043415
2012	648,186	14,290,531	0.045358
2011	786,793	12,297,149	0.063982
2	Total of line 1, column (d)		2 0.247897
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.049579
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4 22,819,679
5	Multiply line 4 by line 3		5 1,131,377
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 10,876
7	Add lines 5 and 6		7 1,142,253
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 1,034,357

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	21,751	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	21,751	
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	21,751	
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,211	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	25,000	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	33,211	
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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,460	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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>		X
c Did the foundation file Form 1120-POL for this year?		X
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>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
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>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) OK		
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>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>http://www.americanfidelityfoundation.org</u>	13	X	
14	The books are in care of ► <u>AMERICAN FIDELITY CORPORATION</u> Telephone no ► <u>405-523-5456</u> Located at ► <u>9000 CAMERON PARKWAY OKLAHOMA CITY OK</u> ZIP+4 ► <u>73114-3701</u>			
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 <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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.

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		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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ► 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		X
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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	N/A
	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?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 3		0		

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

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

Total number of other employees paid over \$50,000	0
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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

0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A	
2	
3	
4	

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

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

Amount

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

Total. Add lines 1 through 3

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	21,448,340
b	Average of monthly cash balances	1b	1,521,917
c	Fair market value of all other assets (see instructions)	1c	196,930
d	Total (add lines 1a, b, and c)	1d	23,167,187
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	23,167,187
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	347,508
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,819,679
6	Minimum investment return. Enter 5% of line 5	6	1,140,984

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,140,984
2a	Tax on investment income for 2016 from Part VI, line 5	2a	21,751
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	21,751
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,119,233
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,119,233
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	1,119,233

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,034,357
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,034,357
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,034,357

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,119,233
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016:				
a From 2011	186,153			
b From 2012				
c From 2013				
d From 2014	47,195			
e From 2015				
f Total of lines 3a through e	233,348			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,034,357				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				1,034,357
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))	84,876			84,876
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	148,472			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	101,277			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	47,195			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014	47,195			
d Excess from 2015				
e Excess from 2016				

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

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 ▶

N/A

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

NONE

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

NONE

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

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

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

N/A

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		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a <i>Paid during the year</i> SEE EXHIBIT A					1,034,357
Total					3a 1,034,357
b <i>Approved for future payment</i> NONE					
Total					3b 0

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

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

OMB No 1545-0047

2016

Name of the organization

AMERICAN FIDELITY FOUNDATION

Employer identification number

73-1236059

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization AMERICAN FIDELITY FOUNDATION	Employer identification number 73-1236059
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Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	AMERICAN FIDELITY ASSURANCE COMPANY P.O. BOX 25523 OKLAHOMA CITY OK 73125 Foreign State or Province _____ Foreign Country _____	\$ 2,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization AMERICAN FIDELITY FOUNDATION	Employer identification number 73-1236059
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization AMERICAN FIDELITY FOUNDATION	Employer identification number 73-1236059
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ 0

Use duplicate copies of Part III if additional space is needed.

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

AMERICAN FIDELITY FOUNDATION
FOR YEAR ENDED DECEMBER 31, 2016
ID# 73-1236059
FORM 990PF, PG 1, PART I, LINE 19

Statement 1

Property Description	Date Acquired	Cost	Prior Years Depreciation	Method	Life (yrs)	Current Depreciation	COGS Depreciation not included in Ln 19
Leasehold Improvements	10/31/2009	147,183	147,183	SL	5	0	0

Statement 1

**AMERICAN FIDELITY FOUNDATION
FOR YEAR ENDED DECEMBER 31, 2016
ID# 73-1236059
FORM 990PF, PG 2, PART II, LINE 10**

Statement 2

	BOOK VALUE	MARKET VALUE
<u>U.S. & STATE GOVT OBLIGATIONS HELD AT 12-31-16:</u>		
SMALL BUSINESS ADMINISTRATION	344,525	344,525
SMALL BUSINESS ADMINISTRATION	353,971	353,971
VANGUARD GNMA FUND #536	1,104,981	1,104,981
VANGUARD GNMA FUND #536	296,283	296,283
	<u>2,099,760</u>	<u>2,099,760</u>

STOCKS HELD AT 12-31-16:

3M COMPANY	283,391	283,391
AMERICAN BEACON STEPHENS SMCP	1,987,896	1,987,896
AMERICAN EXPRESS COMPANY	308,617	308,617
APPLE COMPUTER	330,782	330,782
ARTISAN INTERNATIONAL FUND	1,379,758	1,379,758
AUTOMATIC DATA PROCESSING, INC	316,562	316,562
BRISTOL-MYERS SQUIBB COMPANY	218,741	218,741
CISCO SYSTEMS, INC	307,005	307,005
COCA-COLA COMPANY	244,987	244,987
CONOCOPHILLIPS	308,963	308,963
DU PONT (E I) DE NEMOURS	306,959	306,959
ELI LILLY AND COMPANY	260,220	260,220
EMERSON ELECTRIC COMPANY	280,200	280,200
EXXON MOBIL CORPORATION	273,037	273,037
GENERAL ELECTRIC COMPANY	281,524	281,524
GLAXOSMITHKLINE	241,727	241,727
HALLIBURTON COMPANY	360,618	360,618
HARBOR INTERNATIONAL MUTUAL FUND	1,312,437	1,312,437
INTEL CORPORATION	323,021	323,021
INTL BUSINESS MACHINES CORP	301,770	301,770
JPMORGAN CHASE & CO	375,189	375,189
JOHNSON & JOHNSON	271,780	271,780
LAZARD EMERGING MARKETS OPEN END FUND	843,074	843,074
MCDONALD'S CORPORATION	250,743	250,743
METLIFE, INC	335,196	335,196
MICROSOFT CORPORATION	331,330	331,330
NORTHERN SMALL CAP VALUE FUND	1,935,459	1,935,459
NORTHERN TRUST CORP	343,733	343,733
PEPSICO, INC	267,330	267,330
PHILIP MORRIS INTERNATIONAL	245,651	245,651
PROCTOR & GAMBLE COMPANY	275,362	275,362
SCHLUMBERGER LTD	296,511	296,511
SOUTHERN CO	258,739	258,739
STARBUCKS CORP	262,832	262,832
TARGET CORPORATION	246,160	246,160
WALT DISNEY COMPANY	264,510	264,510
WELLS FARGO & COMPANY	299,743	299,743
VANGUARD S/T BOND INDEX	1	1
VERIZON COMMUNICATIONS, INC	279,604	279,604
	<u>17,011,162</u>	<u>17,011,162</u>

BONDS HELD AT 12-31-2016:

BANK OF NEW YORK	200,884	200,884
FEDERAL FARM CREDIT BANK	462,666	462,666
FEDERAL FARM CREDIT BANK	915,470	915,470
EMERSON ELECTRIC COMPANY	152,114	152,114
EXXON MOBIL CORPORATION	497,443	497,443
GEORGE WASHINGTON UNIVERSITY	574,732	574,732
FNR	651,644	651,644
FNR	256,825	256,825
GNR	236,466	236,466
	<u>3,948,244</u>	<u>3,948,244</u>

AMERICAN FIDELITY FOUNDATION
FOR YEAR ENDED DECEMBER 31, 2016
ID# 73-1236059
FORM 990PF, PG 6, PART VIII, LINE 1

Statement 3

NAME AND ADDRESS	TITLE	AVG HRS PER WK	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS & DEFERRED COMPENSATION	EXPENSE ACCT OTHER ALLOWANCES
TOM J MCDANIEL 9000 CAMERON PARKWAY, OKC, OK 73114	PRESIDENT/ DIRECTOR	14	0	0	0
ROBERT D BREARTON 9000 CAMERON PARKWAY, OKC, OK 73114	EXEC VICE-PRES / TREASURER/ DIRECTOR	1	0	0	0
CHRISTOPHER T KENNEY 9000 CAMERON PARKWAY, OKC, OK 73114	SECRETARY	1	0	0	0
JO CAROL CAMERON 9000 CAMERON PARKWAY, OKC, OK 73114	DIRECTOR	1	0	0	0
WILLIAM M CAMERON 9000 CAMERON PARKWAY, OKC, OK 73114	BOARD CHAIRMAN/ DIRECTOR	1	0	0	0
WILLIAM E DURRETT 9000 CAMERON PARKWAY, OKC, OK 73114	DIRECTOR	1	0	0	0
DAVID R CARPENTER 9000 CAMERON PARKWAY, OKC, OK 73114	DIRECTOR	1	0	0	0
GARY E TREDWAY 9000 CAMERON PARKWAY, OKC, OK 73114	DIRECTOR	1	0	0	0

Statement 3

AMERICAN FIDELITY FOUNDATION
FOR YEAR ENDED DECEMBER 31, 2016
ID# 73-1236059
FORM 990PF, PG 1, PART I, LINE 18

Statement 4

2015 Federal Excise Tax Extension Payment	12,000
2016 Foreign Tax Paid on Investment Income	<u>43</u>
Total Taxes	<u><u>12,043</u></u>

AMERICAN FIDELITY FOUNDATION
FOR YEAR ENDED DECEMBER 31, 2016
ID# 73-1236059
FORM 990PF, PG 1, PART I, LINE 23

Statement 5

2016 Other Expenses - Cash/Custodial Fee
Total Other Expenses

33

33

EMPLOYER IDENTIFICATION #73-1236059
SUPPLEMENTAL INFORMATION ON THE 2016 TAX RETURN, YEAR ENDED DECEMBER 31, 2016
(FORM 990-PF, PART XV 3(a))

RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
A CHANCE TO CHANGE FOUNDATION 2113 WEST BRITTON ROAD OKLAHOMA CITY, OK 73120	NONE	PC	Education/Prevention for Addiction	1,000
ACCESS SPORTS 7676 ASHLEY TRAIL EDMOND, OK 73025	NONE	PC	Event Sponsorship	2,100
ALLIED ARTS FOUNDATION 1015 NORTH BROADWAY, SUITE 200 OKLAHOMA CITY, OK 73102	NONE	PC	Advancement of the Arts/Campaign Pledge	63,050
ALZHEIMER'S ASSOCIATION 2123 N CLASSEN BLVD OKLAHOMA CITY, OK 73106	NONE	PC	Alzheimer's research Event Sponsorship	2,100
AMBASSADORS' CONCERT CHOIR 1500 N E 4TH STREET SUITE 207 OKLAHOMA CITY, OK 73117	NONE	PC	Study and performance of music	1,000
AMERICAN CANCER SOCIETY 6525 NORTH MERIDIAN, SUITE 110 OKLAHOMA CITY, OK 73116	NONE	PC	Cancer research	200
AMERICAN FUND FOR CHARITIES C/O CHAPEL & YORK LIMITED 1000 N WEST STREET SUITE 1200 WILMINGTON, DE 19801	NONE	PC	Charity/Non-profit support	1,050
AMERICAN HEART ASSOCIATION 3401 N W 63RD STREET SUITE 200 OKLAHOMA CITY, OK 73116	NONE	PC	Heart disease/stroke research & Event sponsorship	13,550
AMERICAN INDIAN CULTURAL CENTER FOUNDATION 659 AMERICAN INDIAN BLVD OKLAHOMA CITY, OK 73129	NONE	PC	Awareness for American Indian culture/hentage	20,000
AMERICAN-NICARAGUAN FOUNDATION 1000 N W 57TH CT SUITE 770 MIAMI, FL 33126	NONE	PC	Reduce poverty in Nicaragua	5,000
AMERICAN RED CROSS 601 NE 6TH OKLAHOMA CITY, OK 73104	NONE	PC	Disaster Relief	6,500
ARISE MINISTRIES PO BOX 2973 EDMOND, OK 73083	NONE	PC	Relief for single mothers/ Conference plegde	1,500
ARKANSAS SHERIFFS' YOUTH RANCHES, INC P O BOX 3964 BATESVILLE, AR 72503	NONE	PC	Foster care program	400
ARTS COUNCIL OF OKLAHOMA CITY 400 WEST CALIFORNIA AVENUE OKLAHOMA CITY, OK 73102	NONE	PC	Support for the Arts	860
AVON BREAST CANCER CRUSADE 1201 CONNECTICUT AVENUE N W SUITE 300 WASHINGTON, DC 20036	NONE	PC	Breast cancer research grants	40
BART CONNER EDUCATIONAL PROGRAMS 3214 BART CONNER DR NORMAN, OK 73072	NONE	PC	Campaign for gymnastics espenses	5,000
BIG BROTHERS BIG SISTERS OF OKLAHOMA 224 NW 10TH STREET OKLAHOMA CITY, OK 73103	NONE	PC	Mentorng program/ Bowl For Kids Sake Donation	5,125
BISHOP MCGUINNESS 801 NW 50TH OKLAHOMA CITY, OK 73118	NONE	PC	Event sponshorship	4,500
BOYS AND GIRLS CLUB OF MAURY COUNTY 210 WEST 8TH STREET COLUMBIA, TN 38401	NONE	PC	Youth mentoring program	250
BOYS AND GIRLS CLUBS OF OKLAHOMA COUNTY PO BOX 18701 OKLAHOMA CITY, OK 73154	NONE	PC	Youth mentoring program	6,730
CALM WATERS CENTER FOR CHILDREN AND FAMILIES 4334 NORTHWEST EXPRESSWAY STE 101 OKLAHOMA CITY, OK 73116	NONE	PC	Grief counseling for children & families	5,000

EMPLOYER IDENTIFICATION #73-1236059
SUPPLEMENTAL INFORMATION ON THE 2016 TAX RETURN, YEAR ENDED DECEMBER 31, 2016
(FORM 990-PF, PART XV 3(a))

RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
CANTERBURY VOICES 424 COLCORD DR SUITE D OKLAHOMA CITY, OK 73102	NONE	PC	Youth Choruses Program	20,000
CARPENTER SQUARE THEATER 806 W MAIN STREET OKLAHOMA CITY, OK 73106	NONE	PC	Theater support	250
CASA OF OKLAHOMA COUNTY 5905 N CLASSEN COURT #302 OKLAHOMA CITY, OK 73118	NONE	PC	Volunteer Training Programs	5,000
CASADY SCHOOL P O BOX 20390 OKLAHOMA CITY, OK 73156-0390	NONE	PC	General financial support	50
CATHOLIC CHARITIES 1232 N CLASSEN BLVD OKLAHOMA CITY, OK 73106	NONE	PC	Event sponsorship/ Support for families in need	3,017
CATHOLIC MEDICAL MISSION BOARD 100 WALL STREET FLOOR 9 NEW YORK, NY 10005	NONE	PC	Medical aid to underdeveloped countries	100
CATHOLIC RELIEF SERVICES P O BOX 17152 BALTIMORE, MD 21297	NONE	PC	Assistance for the poor	100
CAUSES FOR A CURE 11523 CANYON WOODS DR TOMBALL, TX 77377-7644	NONE	PC	Cancer research	100
CENTER OF FAMILY LOVE P O BOX 245 OKARCHIE, OK 73762-0245	NONE	PC	Assistance for the disabled	2,500
CENTRAL OKLAHOMA HUMANE SOCIETY 9300 N MAY AVE SUITE 400-281 OKLAHOMA CITY, OK 73120	NONE	PC	Event sponsorship/ Pet wellness/adoptions	1,304
CHILDREN'S HOSPITAL FOUNDATION 6501 BROADWAY EXT #190 OKLAHOMA CITY, OK 73116	NONE	PC	Event Sponsorship	4,500
THE CHILDREN'S WISH FOUNDATION INTERNATIONAL 8615 ROSWELL ROAD ATLANTA, GA 30350-1822	NONE	PC	Last wishes for terminally ill children	25
CHRISTIAN APPALACHIAN PROJECT P O BOX 55911 LEXINGTON, KY 40555-5911	NONE	PC	Poverty assistance in Appalachia	1,000
CHRISTIAN ARTS AND THEATRE OF CORONA 815 W 6TH STREET SUITE 110 CORONA, CA 92882	NONE	PC	Theatre assistance	500
CHRISTIAN BUSINESS MEN'S COMMITTEE 10 EAST MEMORIAL ROAD BUILDING B OKLAHOMA CITY, OK 73114	NONE	PC	Event Sponsorship	1,290
CITY RESCUE MISSION P O BOX 960021 OKLAHOMA CITY, OK 73196-0021	NONE	PC	Assistance for the homeless	305
CIVIC CENTER FOUNDATION 201 NORTH WALKER AVENUE OKLAHOMA CITY, OK 73102	NONE	PC	Theater assistance	1,000
COLONIAL WILLIAMSBURG FOUNDATION P O BOX 1776 WILLIAMSBURG, VA 23187-1776	NONE	PC	Grant initiative for educators	6,500
COMMUNITIES FOUNDATION OF OKLAHOMA - JOHN W REX CHARTER ELEMENTARY SCHOOL 2932 N W 122ND STREET, STE D OKLAHOMA CITY, OK 73120-1955	NONE	PC	Philanthropic support for OK communities	20,000
CORNERSTONE INTERNATIONAL P O BOX 192 WILMORE, KY 40390	NONE	PC	Mission support	1,000
CREATIVE OKLAHOMA 133 WEST MAIN STREET SUITE 100 OKLAHOMA CITY, OK 73102	NONE	PC	Event Sponsorship	2,350
CYSTIC FIBROSIS FOUNDATION PO BOX 96305 WASHINGTON, DC 20090-6305	NONE	PC	Cystic fibrosis research	1,000

EMPLOYER IDENTIFICATION #73-1236059
SUPPLEMENTAL INFORMATION ON THE 2016 TAX RETURN, YEAR ENDED DECEMBER 31, 2016
(FORM 990-PF, PART XV 3(a))

RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
DEADCENTER FILM FESTIVAL 726 W SHERIDAN AVE , SUITE 170 OKLAHOMA CITY, OK 73102	NONE	PC	Festival donation	3,200
DEAN MCGEE EYE INSTITUTE FOUNDATION 608 STANTON L YOUNG BLVD SUITE 346 OKLAHOMA CITY, OK 73104	NONE	PC	Vision research	10,000
DELTA GAMMA FOUNDATION 3250 RIVERSIDE DRIVE COLUMBUS, OH 43221	NONE	PC	Scholarship support	5,100
DOCTORS WITHOUT BORDERS USA 333 7TH AVE, 2ND FLOOR NEW YORK, NY 10001-5004	NONE	PC	Worldwide medical assistance	100
DOWN SYNDROME ASSOCIATION OF CENTRAL OKLAHOMA 600 N W 23RD ST OKLAHOMA CITY, OK 73103	NONE	PC	Down syndrome awareness	2,500
DOWNTOWN OKLAHOMA CITY INITIATIVES, INC 210 PARK AVENUE, SUITE 230 OKLAHOMA CITY, OK 73102	NONE	PC	Event Sponsorship	2,110
EASTER SEALS OKLAHOMA 701 NORTHEAST 13TH STREET OKLAHOMA CITY, OK 73104-5003	NONE	PC	Event Sponsorship	4,640
ESCONDIDO GIRLS SOFTBALL LEAGUE P O BOX 1208 ESCONDIDO, CA 92033	NONE	PC	League sponsorship	1,000
EXECUTIVE SERVICE CORPS OF CENTRAL OKLAHOMA 600 N WALKER STREET, SUITE 210 OKLAHOMA CITY, OK 73102	NONE	PC	Volunteer management consulting	2,500
FAMILY BUILDERS 415 N W FIFTH ST OKLAHOMA CITY, OK 73102	NONE	PC	Family abuse and violence assistance	4,475
FIELDS AND FUTURES 7001 NW 164TH EDMOND, OK 73013	NONE	PC	Event sponsorship	2,080
THE FIRST TEE OF METROPOLITAN OKLAHOMA CITY 600 N MARTIN LUTHER KING OKLAHOMA CITY, OK 73101	NONE	PC	Education outreach	5,000
FOOD FOR THE POOR 6401 LYONS ROAD COCONUT CREEK, FL 33073	NONE	PC	Relief and development for the poor	100
FOREVER FRIENDS HUMANE SOCIETY 103766 SOUTH 4650 ROAD SALLISAW, OK 74955	NONE	PC	Animal adoption assistance	250
FREE TO LIVE P O BOX 5884 EDMOND, OK 73083	NONE	PC	Animal adoption assistance	150
GAMMA KAPPA OF KAPPA SIGMA FOUNDATION 15 N W. 44TH STREET LAWTON, OK 73505	NONE	PC	Scholarship assistance	10,000
GIRL SCOUTS - WESTERN OKLAHOMA, INC 6100 N ROBINSON OKLAHOMA CITY, OK 73118	NONE	PC	Event sponsorship	2,700
GOLD4KIDS CANCER FOUNDATION OF TULSA 12223 S 99TH EAST AVE BIXBY, OK 74008	NONE	PC	Cancer treatment	3,500
GOOD SHEPHERD CATHOLIC SCHOOL AT MERCY 13404 N MERIDIAN AVENUE OKLAHOMA CITY, OK 73120	NONE	PC	Special needs education	500
GREAT EXPECTATIONS FOUNDATION 717 NORTH GRAND AVENUE #108 TAHLEQUAH, OK 74464	NONE	PC	Teacher training	500
HABITAT FOR HUMANITY INTERNATIONAL 121 HABITAT STREET AMERICUS, GA 31709	NONE	PC	Advocacy for affordable housing	30
HEART AND HAND MINISTRIES 1308 N W 9TH STREET, SUITE 2 OKLAHOMA CITY, OK 73106	NONE	PC	Counseling services	1,000

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RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
HEARTLAND RABBIT RESCUE FUND P O BOX 224 BLANCHARD, OK 73010	NONE	PC	Animal adoption	1,000
HEARTLINE, INC P O BOX 12832 OKLAHOMA CITY, OK 73157-2832	NONE	PC	Event donation	700
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202	NONE	PC	World hunger/poverty relief	600
HOLLAND HALL SCHOOL 5666 EAST 81ST STREET TULSA, OK 74137-2099	NONE	PC	Education assistance	200
INFANT CRISIS SERVICES 4224 N LINCOLN BLVD OKLAHOMA CITY, OK 73105-5211	NONE	PC	Baby mobile	5,000
INJURED MARINE SEMPER FI FUND P O BOX 555193 CAMP PENDLETON, CA 92055	NONE	PC	Post 9/11 support	200
INTEGRIS FOUNDATION 3030 N W EXPRESSWAY, SUITE 1600 OKLAHOMA CITY, OK 73112	NONE	PC	Event sponsorship	2,100
INTERNATIONAL CHILDREN'S FUND 619 MAIN STREET NEENAH, WI 54956	NONE	PC	Humanitarian aid	100
I2E, INC 840 RESEARCH PARKWAY, SUITE 250 OKLAHOMA CITY, OK 73104	NONE	PC	Governor's Cup	1,940
JEWISH FEDERATION OF GREATER OKC 710 WEST WILSHIRE BLVD SUITE 103 OKLAHOMA CITY, OK 73116	NONE	PC	Enhancement of the Jewish community	706
JIM THORPE ASSOCIATION, INC P O BOX 270716 OKLAHOMA CITY, OK 73137	NONE	PC	Coaches Exhibit Sponsorship	10,000
JOHN MARSHALL HIGH SCHOOL FOUNDATION 2524 N W 114TH TERRACE OKLAHOMA CITY, OK 73120-6621	NONE	PC	John Marshall Finance Academy	2,000
JUBILEE PARTNERS ASSOCIATION 1121 N PENN AVENUE OKLAHOMA CITY, OK 73107	NONE	PC	Education for Urban youth	1,000
JUNIOR ACHIEVEMENT OF OKLAHOMA 211 N ROBINSON SUITE 201 OKLAHOMA CITY, OK 73102	NONE	PC	Student empowerment	8,500
JUNIOR LEAGUE OF OKC 1001 N W GRAND BLVD OKLAHOMA CITY, OK 73118-6039	NONE	PC	Community improvement	1,000
KIPP REACH COLLEGE PREPARATORY 1901 N E 13TH STREET OKLAHOMA CITY, OK 73117	NONE	PC	College prep for HS students	5,000
KNIGHTS OF COLUMBUS BUILDING CORP OF OKC 2915 N CLASSEN SUITE 400 OKLAHOMA CITY, OK 73106	NONE	PC	Event Sponsorship	9,424
KNIGHTS OF COLUMBUS CHARITIES P O BOX 1966 NEW HAVEN, CT 06509-1966	NONE	PC	Financial aid for needy	1,000
LAST FRONTIER COUNCIL - BOY SCOUTS OF AMER 3031 N W 64TH STREET OKLAHOMA CITY, OK 73116	NONE	PC	2016 Friends of Scouting Campaign	12,030
LATINO COMMUNITY DEVELOPMENT FOUNDATION 420 SW 10TH ST OKLAHOMA CITY, OK 73109	NONE	PC	Event sponsorship	1,520
LEADERSHIP OKLAHOMA 5500 NORTH WESTERN, SUITE 142 OKLAHOMA CITY, OK 73118	NONE	PC	Event sponsorship/ Education outreach	5,100
LEADERSHIP OKLAHOMA CITY 730 WEST WILSHIRE BLVD, SUITE 116 OKLAHOMA CITY, OK 73116	NONE	PC	Annual campaign/Youth in Action	10,510

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RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
LEUKEMIA & LYMPHOMA SOCIETY 500 N BROADWAY SUITE 250 OKLAHOMA CITY, OK 73102	NONE	PC	Leukemia/lymphoma research	250
LIBRARY ENDOWMENT TRUST 300 PARK AVENUE OKLAHOMA CITY, OK 73102	NONE	PC	Event sponsorship	4,740
LITTLE ONES MINISTRIES 1204 S W 81ST ST OKLAHOMA CITY, OK 73139	NONE	PC	Community support	1,000
LONE SURVIVOR FOUNDATION 2626 S LOOP W, SUITE 415 HOUSTON, TX 77054	NONE	PC	Event sponsorship	4,000
LYRIC THEATRE 1727 N W 16TH STREET OKLAHOMA CITY, OK 73106	NONE	PC	Show Director/Event sponsorship	4,980
MARCH OF DIMES 5100 N BROOKLINE AVE, SUITE 850 OKLAHOMA CITY, OK 73112-3627	NONE	PC	March For Babies Sponsorship	6,000
MARY ABBOTT CHILDREN'S HOUSE P O BOX 6316 NORMAN, OK 73070	NONE	PC	Advocacy for children of abuse & neglect	250
MERCY HEALTH FOUNDATION 13321 N MERIDIAN, SUITE 206 OKLAHOMA CITY, OK 73120	NONE	PC	Event sponsorship	1,200
MOUNTAIN RESCUE-ASPEN, INC 630 WEST MAIN STREET ASPEN, CO 81611	NONE	PC	Mountain safety education	5,000
MUSCULAR DYSTROPHY ASSOCIATION 5601 N W 72ND STREET SUITE 124 OKLAHOMA CITY, OK 73132	NONE	PC	Muscular dystrophy research	100
MUSTARD SEED DEVELOPMENT CORP P O BOX 16457 OKLAHOMA CITY, OK 73113	NONE	PC	Community improvement	200
MYRIAD GARDENS FOUNDATION 301 WEST RENO OKLAHOMA CITY, OKLAHOMA 73102	NONE	PC	Event sponsorship	1,380
NATIONAL COWBOY & WESTERN HERITAGE MUSEUM 1700 NE 63RD STREET OKLAHOMA CITY, OK 73111	NONE	PC	Western history preservation	9,880
NATIONAL MILITARY FAMILY ASSOCIATION 3601 EISENHOWER AVENUE SUITE 425 ALEXANDRIA, VA 22304	NONE	PC	Military family support	50
THE NEA FOUNDATION 1201 16TH STREET NW, SUITE 416 WASHINGTON, DC 20036-3290	NONE	PC	Event sponsorship	25,000
NEIGHBORHOOD ALLIANCE OF CENTRAL OKLAHOMA 1236 N W 36TH STREET OKLAHOMA CITY, OK 73118	NONE	PC	Event sponsorship	1,175
NEIGHBORHOOD SERVICES ORGANIZATION 431 S W 11TH STREET OKLAHOMA CITY, OK 73109	NONE	PC	Housing assistance for the homeless	250
NICHOLS HILLS PARKS, INC 6407 AVONDALE DRIVE NICHOLS HILLS, OK 73116	NONE	PC	Park maintenance	50
NORTH SIDE YMCA 10000 N PENNSYLVANIA AVE OKLAHOMA CITY, OK 73120	NONE	PC	Youth development	500
NORTHWEST JUNIOR PIPE BAND 20126 BALLINGER WAY N E. #247 SHORELINE, WA 98155	NONE	PC	Music education	250
OAKDALE SCHOOL FOUNDATION 10901 N SOONER ROAD EDMOND, OK 73013-8463	NONE	PC	Education grants	500
OETA FOUNDATION PO BOX 960022 OKLAHOMA CITY, OKLAHOMA 73196-0022	NONE	PC	Event sponsorship	3,250

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RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
OKLAHOMA AIDS CARE FUND 6608 N WESTERN SUITE 219 OKLAHOMA CITY, OK 73116	NONE	PC	Event sponsorship	4,250
OKLAHOMA BAPTIST HOMES FOR CHILDREN 3800 N MAY AVE OKLAHOMA CITY, OK 73112	NONE	PC	Youth services	1,050
OKLAHOMA CENTER FOR NONPROFITS 720 W WILSHIRE BLVD , SUITE 115 OKLAHOMA CITY, OK 73116	NONE	PC	Event sponsorship	8,720
OKLAHOMA CHILDREN'S THEATRE 2501 NORTH BLACKWELDER OKLAHOMA CITY, OK 73106	NONE	PC	Event sponsorship	1,000
OKLAHOMA CHRISTIAN UNIVERSITY 2501 E MEMORIAL RD , BOX 11000 OKLAHOMA CITY, OK 73136-1100	NONE	PC	Actuanal Internship Program	7,530
OKC BEAUTIFUL, INC 3535 CLASSEN BLVD OKLAHOMA CITY, OK 73118	NONE	PC	Annual campagn	1,000
OKLAHOMA CITY ALL SPORTS ASSOCIATION 211 NORTH ROBINSON STE 250 OKLAHOMA CITY,OK 73102	NONE	PC	Athletic expansion	5,000
OKLAHOMA CITY BALLET 7421 NORTH CLASSEN OKLAHOMA CITY, OK 73116	NONE	PC	Annual campaign	10,000
OKLAHOMA CITY BOATHOUSE FOUNDATION 725 S LINCOLN BLVD OKLAHOMA CITY, OK 73129	NONE	PC	Riversport expansion & support	12,500
OKLAHOMA CITY NATIONAL MEMORIAL FOUNDATION P O BOX 323 OKLAHOMA CITY, OK 73101	NONE	PC	Event sponsorship	3,100
OKLAHOMA COUNCIL ON ECONOMIC EDUCATION 100 N UNIVERSITY DRIVE, BOX 103 EDMOND, OK 73034	NONE	PC	Education outreach	3,000
OKLAHOMA CITY MUSEUM OF ART 415 COUCH DRIVE OKLAHOMA CITY, OK 73102	NONE	PC	Event sponsorship	9,520
OKLAHOMA CITY ORCHESTRA LEAGUE 3815 N SANTA FE AVENUE SUITE 105 OKLAHOMA CITY, OK 73118	NONE	PC	Orchestral music support	500
OKLAHOMA CITY PHILHARMONIC 424 COLCORD DRIVE SUITE B OKLAHOMA CITY, OK 73102	NONE	PC	Annual concert sponsorship	9,700
OKLAHOMA CITY UNIVERSITY 2501 N BLACKWELDER OKLAHOMA CITY, OK 73106	NONE	PC	Event sponsorship	11,300
OKLAHOMA CITY UNIVERSITY HALL OF HONOR 2501 N BLACKWELDER OKLAHOMA CITY, OK 73106	NONE	PC	Community leadership	1,685
OKLAHOMA CITY UNIVERSITY SCHOOL OF LAW 2501 N BLACKWELDER OKLAHOMA CITY, OK 73106	NONE	PC	Scholorship donation	1,000
OKLAHOMA CLEATS FOR KIDS 720 W WILSHIRE BLVD STE 120 OKLAHOMA CITY, OK 73116	NONE	PC	Event sponsorship	3,180
OKLAHOMA CONTEMPORARY ARTS CENTER 3000 GENERAL PERSHING BLVD OKLAHOMA CITY, OK 73107	NONE	PC	Education outreach grant	5,000
OKLAHOMA ENGINEERING FOUNDATION 220 N E 28TH STREET OKLAHOMA CITY, OK 73105	NONE	PC	MATHCOUNTS program	20,125
OKLAHOMA FOUNDATION FOR THE DISABLED 8421 NORTH WALKER AVENUE OKLAHOMA CITY, OK 73114-3316	NONE	PC	Health services for the disabled	700
OKLAHOMA FOUNDATION FOR EXCELLENCE 101 PARK AVENUE SUITE 420 OKLAHOMA CITY, OK 73102	NONE	PC	Fall Fouum sponsorship	1,500

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RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
OKLAHOMA HEALTH CENTER FOUNDATION 800 RESEARCH PARKWAY, SUITE 400 OKLAHOMA CITY, OK 73104	NONE	PC	Event sponsorship	1,300
OKLAHOMA HERITAGE ASSOCIATION 1400 CLASSEN DRIVE OKLAHOMA CITY, OK 73106	NONE	PC	Event sponsorship	18,850
OKLAHOMA HOSPITALITY CLUB 5420 N W 117TH STREET OKLAHOMA CITY, OK 73162	NONE	PC	Event sponsorship	525
OKLAHOMA MEDICAL RESEARCH FOUNDATION 825 NORTHEAST 13TH STREET OKLAHOMA CITY, OK 73104-5097	NONE	PC	Event sponsorship	15,100
OKLAHOMA PROJECT WOMAN PO BOX 14026 TULSA, OK 74159-1026	NONE	PC	Event sponsorship	4,720
OKLAHOMA SCHOOL OF SCIENCE & MATH FOUNDATION 1141 NORTH LINCOLN BLVD OKLAHOMA CITY, OK 73104-2898	NONE	PC	Event sponsorship	4,628
OKLAHOMA SHAKESPEARE IN THE PARK P O BOX 1437 OKLAHOMA CITY, OK 73101-1437	NONE	PC	Education outreach grant	1,000
OKLAHOMA STATE FAIR, INC P O BOX 74943 OKLAHOMA CITY, OK 73147	NONE	PC	Student scholarship program	5,000
OSU FOUNDATION PO BOX 1749 STILLWATER, OK 74076-1749	NONE	PC	Cyber security conference/ Actual partnership intern program	18,195
OKLAHOMA YOUTH ORCHESTRAS 2501 NORTH BLACKWELDER OKLAHOMA CITY, OK 73106	NONE	PC	Music education	7,500
OKLAHOMANS FOR THE ARTS 111 N W 9TH STREET OKLAHOMA CITY, OK 73102	NONE	PC	Art advocacy	1,000
OU FOUNDATION P O BOX 258856 OKLAHOMA CITY, OK 73125	NONE	PC	MIS advocacy/Heart Rhythm institute/Annual gift	9,285
OSU FOUNDATION - MEN'S GOLF 400 SOUTH MONROE STILLWATER, OK 74074	NONE	PC	Scholarship assistance	5,950
PARKINSON FOUNDATION OF OKLAHOMA 720 W WILSHIRE BLVD SUITE 101H OKLAHOMA CITY, OK 73116	NONE	PC	Parkinson's research	100
PATRICK HENRY MEMORIAL FOUNDATION 1250 RED HILL ROAD BROOKNEAL, VA 24528-3302	NONE	PC	Historic preservation	30
PITTSBURG STATE UNIVERSITY FOUNDATION PO BOX 4005 PITTSBURG, KS 66762-9910	NONE	PC	Scholarship assistance	500
PLANNED PARENTHOOD FEDERATION OF AMERICA, INC 123 WILLIAM STREET 10TH FLOOR NEW YORK, NY 10038	NONE	PC	Advocacy for women	100
PLAYSMART, INC 1311 WESTSHORE BLVD SUITE 317 TAMPA, FL 33607	NONE	PC	Sports scholarships	500
PLAZA DISTRICT ASSOCIATION 1624 N BLACKWELDER APT 1 OKLAHOMA CITY, OK 73106	NONE	PC	Event sponsorship	393
POSSIBILITIES P O BOX 60254 OKLAHOMA CITY, OK 73146-0254	NONE	PC	Education Outreach program	20,360
REGIONAL FOOD BANK OF OKLAHOMA 3355 SOUTH PURDUE AVENUE OKLAHOMA CITY, OK 73179	NONE	PC	Annual food drive	15,405
RIDING ON INSULIN P O BOX 1516 WHITEFISH, MT 59937	NONE	PC	Support for athletes with Type 1 diabetes	1,000
RIGHT HAND MINISTRIES P O BOX 241206 LITTLE ROCK, AR 72223-1206	NONE	PC	Missionary work in SE India	100

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RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
ROTARY CLUB 29 FOUNDATION 119 N ROBINSON, #360 OKLAHOMA CITY, OK 73102	NONE	PC	Philanthropic support	175
SAMARITAN'S PURSE P O BOX 3000 BOONE, NC 28607	NONE	PC	Aid to victims of war	100
SCHOOLS FOR HEALTHY LIFESTYLES 500 N BROADWAY, SUITE 225 OKLAHOMA CITY, OK 73102	NONE	PC	Children's wellness award	2,140
SEATTLE WALDORF SCHOOL 2728 NE 100TH STREET SEATTLE, WA 98125	NONE	PC	Education funding	250
ST JUDE CHILDREN'S RESEARCH HOSPITAL P O BOX 50 MEMPHIS, TN 38101-9929	NONE	PC	Childhood cancer research	1,325
SIGMA NU EDUCATIONAL FOUNDATION P O BOX 1869 LEXINGTON, VA 24450	NONE	PC	Educational initiatives	1,000
SKYLINE URBAN MINISTRY 500 SE 15 OKLAHOMA CITY, OK 73129	NONE	PC	Poverty prevention	200
SMART START CENTRAL OKLAHOMA P O BOX 21505 OKLAHOMA CITY, OK 73156	NONE	PC	Early child development	5,000
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	PC	Legal aid	200
SPECIAL CARE 12201 NORTH WESTERN AVENUE OKLAHOMA CITY, OK 73114	NONE	PC	Education outreach program	2,500
SPECIAL OLYMPICS OKLAHOMA 6835 S CANTON AVE TULSA, OK 74136	NONE	PC	Support for athletes with disabilities	75
SPECIES SURVIVAL FUND 1000 SOUTH HAWKINS LANE GODDARD, KS 67052	NONE	PC	Support for exotic animals	1,000
ST ANTHONY FOUNDATION P O BOX 205 OKLAHOMA CITY, OK 73101	NONE	PC	Event sponsorship	2,100
SUNBEAM FAMILY SERVICES 1100 N W 14TH STREET OKLAHOMA CITY, OK 73106	NONE	PC	Event sponsorship	2,050
TEACH FOR AMERICA 309 N W 13TH STREET OKLAHOMA CITY, OK 73103	NONE	PC	Education outreach program	7,500
THE EDUCATION & EMPLOYMENT MINISTRY 14 N E 13TH STREET OKLAHOMA CITY, OK 73104	NONE	PC	Education grant	5,000
THE FOUNDATION FOR OKLAHOMA CITY PUBLIC SCHOOLS 431 W MAIN STREET SUITE E OKLAHOMA CITY, OK 73102	NONE	PC	Puerto Rico Teachers project/ Event sponsorship	24,620
THE NATURE CONSERVANCY 408 N W 7TH ST OKLAHOMA CITY, OK 73102	NONE	PC	Nature conservation	100
THE OKLAHOMA CARING FOUNDATION P O BOX 3283 TULSA, OK 74102-3283	NONE	PC	Champions of Health donation	5,240
THE ROTARY FOUNDATION 1560 SHERMAN AVENUE EVANSTON, IL 60201	NONE	PC	Community assistance	500
THE SALVATION ARMY P O BOX 2095 OKLAHOMA CITY, OK 73101-2095	NONE	PC	Disaster relief	555
THE TAPESTRY PROJECT P O BOX 890363 OKLAHOMA CITY, OK 73189	NONE	PC	Community development	50

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RECIPIENT NAME & ADDRESS	RELATIONSHIP TO FOUNDATION	ORGANIZATIONAL STATUS	PURPOSE	AMOUNT
THE TREE BANK FOUNDATION 3535 N CLASSEN OKLAHOMA CITY, OK 73118	NONE	PC	Annual campaign	550
UNITED SERVICE ORGANIZATION P O BOX 96860 WASHINGTON, DC 20077-7677	NONE	PC	Aid for military families	30
UNITED WAY OF THE BLUEGRASS 100 MIDLAND AVE STE 300 LEXINGTON, KY 40508	NONE	PC	Community assistance	500
UNITED WAY OF CENTRAL OKLAHOMA PO BOX 837 OKLAHOMA CITY, OKLAHOMA 73101	NONE	PC	Campaign pledge	220,000
UNIVERSITY OF CENTRAL OKLAHOMA 100 N UNIVERSITY DRIVE EDMOND, OKLAHOMA 73034	NONE	PC	Scholarship	12,750
UNIVERSITY OF TULSA 800 SOUTH TUCKER DRIVE TULSA, OK 74104-9985	NONE	PC	Scholarship	300
UNIVERSITY OF SOUTHERN MISSISSIPPI FOUNDATION 118 COLLEGE DRIVE, #10014 HATTIESBURG, MS 39406-0001	NONE	PC	Scholarship	1,000
URBAN LEAGUE OF OKLAHOMA CITY 3900 N MARTIN LUTHER KING JR AVE OKLAHOMA CITY, OK 73111	NONE	PC	Event sponsorship	1,750
THE URBAN MISSION 3737 N PORTLAND AVE OKLAHOMA CITY, OK 73112	NONE	PC	Food assistance	100
VANDERBILT UNIVERSITY PMB 407727 2301 VANDERBILT PLACE NASHVILLE, TN 37203-9700	NONE	PC	Scholarship assistance	25
VARIETY CARE FOUNDATION P O BOX 2098 OKLAHOMA CITY, OK 73101	NONE	PC	Event sponsorship	11,250
WALTERS PUBLIC EDUCATION FOUNDATION P O BOX 447 WALTERS, OK 73572	NONE	PC	Education fund	406
WES WELKER FOUNDATION P O BOX 20777 OKLAHOMA CITY, OK 73156-2777	NONE	PC	Event sponsorship	2,100
WINDSONG CHAMBER CHOIR 8100 W LAKESHORE DRIVE OKLAHOMA CITY, OKLAHOMA 73132	NONE	PC	Music education	200
WORLD NEIGHBORS P O BOX 270058 OKLAHOMA CITY, OK 73137-0058	NONE	PC	Global Hunger initiative	5,000
WORLD VISION, INC P O BOX 9716 FEDERAL WAY, WA 98063	NONE	PC	Poverty aid Other	1,000
WOUNDED WARRIORS FAMILY SUPPORT 920 W 107TH AVENUE SUITE 250 OMAHA, NE 68114	NONE	PC	Training programs for wounded servicemen	500
YALE UNIVERSITY P O BOX 803 NEW HAVEN, CT 06503-0803	NONE	PC	Scholarship assistance	25
YMCA OF GREATER OKLAHOMA CITY 500 N BROADWAY, SUITE 500 OKLAHOMA CITY, OK 73102	NONE	PC	Annual campaign/Camp Classen	30,200
YOUTH SERVICES FOR OKLAHOMA COUNTY 201 NE 50TH ST OKLAHOMA CITY, OK 73105	NONE	PC	Youth counseling	1,925
YWCA OKLAHOMA CITY 2460 N W 39TH STREET OKLAHOMA CITY, OK 73112	NONE	PC	Event sponsorship	2,250
TOTAL CONTRIBUTIONS				<u>1,034,357</u>