EXTENDED TO NOVEMBER 15, 2017

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation LEO & RHEA FAY FRUHMAN FOUNDATION	A Employer identification number 75-2302749
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 835786 — Room/suite	B Telephone number 972-386-6727
City or town, state or province, country, and ZIP or foreign postal code RICHARDSON, TX 75083-5786	C If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 13,189,392. — J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	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))

	Line	(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			N/A	
	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	242,966.	242,409.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	49,757.			
	b Gross sales price for all assets on line 6a 833,353.				
	7 Capital gain net income (from Part IV, line 2)		49,757.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	292,723.	292,166.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	258,469.	124,174.		134,295.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	250.	0.		250.
	b Accounting fees STMT 3	3,975.	1,988.		1,987.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	14,746.	5,998.		8,748.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3,742.	0.		3,742.
	22 Printing and publications				
	23 Other expenses STMT 5	6,109.	0.		6,109.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	287,291.	132,160.		155,131.
	25 Contributions, gifts, grants paid	544,500.			544,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	831,791.	132,160.		699,631.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-539,068.			
	b **Net investment income** (if negative, enter -0-)		160,006.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	25,833.	62,262.	62,262.
	2 Savings and temporary cash investments	562,700.	602,868.	602,868.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	12,713,819.	12,104,174.	12,524,262.
	14 Land, buildings, and equipment: basis ▶ 1,673.			
	Less accumulated depreciation STMT 7 ▶ 1,673.			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	13,302,352.	12,769,304.	13,189,392.
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			
	22 Other liabilities (describe ▶ STATEMENT 8)	0.	6,020.	
	23 **Total liabilities** (add lines 17 through 22)	0.	6,020.	
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	13,178,595.	13,178,595.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	123,757.	-415,311.	
	30 **Total net assets or fund balances**	13,302,352.	12,763,284.	
	31 **Total liabilities and net assets/fund balances**	13,302,352.	12,769,304.	

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	13,302,352.
2	Enter amount from Part I, line 27a	2	-539,068.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,763,284.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,763,284.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	FIDELITY #5064 - PLEASE SEE ATTACHED FOR			
b	DETAILS	P		
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b	783,188.		783,596.	-408.
c	50,165.			50,165.
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				-408.
c				50,165.
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	49,757.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part 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	735,130.	13,519,432.	.054376
2014	692,508.	14,177,192.	.048847
2013	642,358.	13,938,216.	.046086
2012	650,606.	13,425,887.	.048459
2011	494,009.	13,523,104.	.036531

2 Total of line 1, column (d)	2	.234299
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	.046860
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	12,761,503.
5 Multiply line 4 by line 3	5	598,004.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,600.
7 Add lines 5 and 6	7	599,604.
8 Enter qualifying distributions from Part XII, line 4	8	699,631.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b		1	1,600.
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	1,600.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	1,600.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 8,767.		
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	8,767.
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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	7,167.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	7,167. **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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*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*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JOE GOLDMAN Telephone no. ▶ 972-386-6727

Located at ▶ P.O. BOX 835786, RICHARDSON, TX ZIP+4 ▶ 75083-5786

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		X
	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		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 ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	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. ▶ ____ , ____ , ____ , ____			
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.)* N/A	3b		
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)*

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	**5b**		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		258,469.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. 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

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	12,317,522.
b	Average of monthly cash balances	1b	638,319.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	12,955,841.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,955,841.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	194,338.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,761,503.
6	**Minimum investment return.** Enter 5% of line 5	6	638,075.

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	638,075.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 1,600.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,600.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	636,475.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	636,475.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	636,475.

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	699,631.
b	Program-related investments - total from Part IX-B	1b	0.
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	699,631.
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	5	1,600.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	698,031.

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				636,475.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015 53,788.				
f Total of lines 3a through e	53,788.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 699,631.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				636,475.
e Remaining amount distributed out of corpus	63,156.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	116,944.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	116,944.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015 53,788.				
e Excess from 2016 63,156.				

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

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

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

	Tax year (a) 2016	Prior 3 years (b) 2015	(c) 2014	(d) 2013	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(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).)

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:

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

c Any submission deadlines:

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

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 ATTACHMENT			SEE ATTACHMENT	544,500.
Total			▶ 3a	544,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(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			14	242,966.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	49,757.	
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)		0.		292,723.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 292,723.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

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

Joe Sadler 16-2-17 EXECUTIVE DIRECTOR

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
IRA L. NEVELOW	Ira Nevelow	5-29-17		P00083210

Firm's name ▶ WEAVER AND TIDWELL, LLP | Firm's EIN ▶ 75-0786316

Firm's address ▶ 12221 MERIT DRIVE, SUITE 1400 DALLAS, TX 75251 | Phone no. 972-490-1970

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY - BOND PREMIUM	-103,947.	0.	-103,947.	-103,947.	
FIDELITY - DIVIDENDS	136,868.	0.	136,868.	136,868.	
FIDELITY - LTCG DISTRIBUTIONS	50,165.	50,165.	0.	0.	
FIDELITY - ORIGINAL ISSUE DISCOUNT	5,755.	0.	5,755.	5,755.	
FIDELITY - T/E BOND PREMIUM	-456.	0.	-456.	0.	
FIDELITY - T/E INTEREST	1,013.	0.	1,013.	0.	
FIDELITY - TAXABLE INTEREST	203,733.	0.	203,733.	203,733.	
TO PART I, LINE 4	293,131.	50,165.	242,966.	242,409.	

FORM 990-PF	LEGAL FEES	STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	250.	0.		250.
TO FM 990-PF, PG 1, LN 16A	250.	0.		250.

FORM 990-PF	ACCOUNTING FEES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	3,975.	1,988.		1,987.
TO FORM 990-PF, PG 1, LN 16B	3,975.	1,988.		1,987.

FORM 990-PF — TAXES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAX	9,720.	972.		8,748.
FOREIGN TAX	5,026.	5,026.		0.
TO FORM 990-PF, PG 1, LN 18	14,746.	5,998.		8,748.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	2,927.	0.		2,927.
POSTAGE AND DELIVERY	325.	0.		325.
BANK CHARGES	1,176.	0.		1,176.
PROFESSIONAL DUES	750.	0.		750.
COPYING & PRINTING	51.	0.		51.
INSURANCE	750.	0.		750.
REPAIRS & MAINTENANCE	130.	0.		130.
TO FORM 990-PF, PG 1, LN 23	6,109.	0.		6,109.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIDELITY - BONDS	COST	4,521,111.	4,558,661.
FIDELITY - MUTUAL FUNDS	COST	7,583,063.	7,965,601.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,104,174.	12,524,262.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,028.	1,028.	0.
HP PAVILION NOTEBOOK	645.	645.	0.
TOTAL TO FM 990-PF, PART II, LN 14	1,673.	1,673.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 8

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX LIABILITY	0.	6,020.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	6,020.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOE GOLDMAN 6843 QUARTERWAY DRIVE DALLAS, TX 75248	TREASURER (EXECUTIVE DIREC 40.00	120,000.	0.	0.
TIMOTHY P TEHAN C/O AKIN GUMP STRAUSS 1700 PACIFIC AVENUE, SUITE 4100 DALLAS, TX 75201	SECRETARY 0.00	0.	0.	0.
BEVERLY T. GOLDMAN 6843 QUARTERWAY DRIVE DALLAS, TX 75248	PRESIDENT 0.00	0.	0.	0.
RONALD GOLDMAN C/O ARIZONA ELDER CARE 10873 E. PEAR TREE DRIVE CORNVILLE, AZ 86325	VICE PRESIDENT 10.00	26,295.	0.	0.

MICHAEL GOLDMAN 23 CLEARVIEW DRIVE GORHAM, ME 04038	TRUSTEE 10.00	112,174.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		258,469.	0.	0.

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	COMPUTER	05/22/09	200DB	5.00	HY	17	1,028.			514.	514.	514.		0.	514.
2	HP PAVILION NOTEBOOK	10/16/09	200DB	5.00	HY	17	645.			323.	322.	322.		0.	322.
	* TOTAL 990-PF PG 1 DEPR						1,673.			837.	836.	836.		0.	836.

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Leo & Rhea Fay Fruhman Foundation

Form 990-PF EIN: 75-2302749

Page 11 - Part XV - Line 3a - Contributions paid during the year

Company	Address	City	State	ZIP	Relationship	Category	Foundation Status of Recipient	2016
Akiba Academy of Dallas	12324 Merit Drive	Dallas	TX	75251	None	EDUCATION	PC	$10 000
Bryan's House	P O Box 35868	Dallas	TX	75235	None	HEALTH - HIV & AIDS CARE	PC	$5 000
Callier Center for Communication Disorders	1966 Inwood Rd	Dallas	TX	75235	None	HEALTH - MEDICAL RESEARCH & SERVICES	PC	$3,000
Children s Medical Center Office of Development	2777 Stemmons Freeway, Suite 700	Dallas	TX	75207	None	HEALTH MEDICAL RESEARCH & SERVICES	PC	$10 000
Jewish Studies Initiative of North Texas	3831 Duchess Trail	Dallas	TX	75229	None	EDUCATION	PC	$5,000
Dallas Hebrew Free Loan Assoc	P O Box 671235	Dallas	TX	75367	None	COMMUNITY ASSISTANCE LOANS TO NEEDY	PC	$5 000
Dallas Jewish Historical Society	7900 Nothaven	Dallas	TX	75230	None	EDUCATION HISTORICAL PRESERVATION	PC	$1,000
Gemiluth Chassodim, Congregation	2021 Turner St	Alexandria	LA	71301	None	RELIGION	PC	$5,000
Legacy Senior Communities	6101 Ohio Dr Ste 100	Dallas	TX	75024	None	HEALTH HOME FOR AGED	PC	$15 000
Jewish Children's Regional Service	P O Box 7368	Metairie	LA	70010	None	HEALTH CHILD WELFARE	PC	$5,000
Jewish Community Center of Dallas	7900 Nothaven	Dallas	TX	75230	None	COMMUNITY ASSISTANCE	PC	$5,000
Jewish Family Sevice	The Edna Zale Building 5402 Arapaho Road	Dallas	TX	75248	None	HEALTH SOCIAL & MENTAL HEALTH SERVICES	PC	$21,000
Jewish Federation of Greater Dallas	7800 Northaven	Dallas	TX	75230	None	COMMUNITY ASSISTANCE	PC	$54,300
North Texas Food Bank	4500 S Cockrell Hill Rd	Dallas	TX	75236	None	COMMUNITY ASSISTANCE	PC	$20,000
BBYO	7900 Northeaven Rd	Dallas	TX	75230	None	EDUCATION TEENS	PC	$10,000
Prescott College	220 Grove Avenue	Prescott	AZ	86301	None	EDUCATION	PC	$10,000
Learning Ally	20 Roszel Rd	Princeton	NJ	08540	None	HEALTH DISABILITY SERVICES	PC	$5 000
Ronald McDonald House of Dallas	4707 Bengal Street	Dallas	TX	75235	None	HEALTH CHILD WELFARE	PC	$10,000
St Jude's Children s Research Hospital	501 St Jude Place	Memphis	TN	38105	None	HEALTH MEDICAL RESEARCH & SERVICES	PC	$10 000
Temple Emanu El	8500 Hillcrest Road	Dallas	TX	75225	None	RELIGION	PC	$8 700
Temple Emanu El Brotherhood	8500 Hillcrest Road	Dallas	TX	75225	None	RELIGION	PC	$5,000
Temple Emanu El Music Dept	8500 Hillcrest Road	Dallas	TX	75225	None	RELIGION	PC	$10 000
Temple Emanu El Sisterhood	8500 Hillcrest Road	Dallas	TX	75225	None	RELIGION	PC	$5 000
Texas Scottish Rite Hospital	2222 Welborn	Dallas	TX	75219	None	HEALTH MEDICAL RESEARCH & SERVICES	PC	$20,000
American Jewish Committee	12720 Hillcrest Rd , Suite 210	Dallas	TX	75230	None	EDUCATION	PC	$5 000
Vogel Alcove	PO Box 150948	Dallas	TX	75315	None	HEALTH CHILD WELFARE	PC	$5 000
Winston School	5707 Royal Ln	Dallas	TX	75229	None	EDUCATION	PC	$10,000
UTD - Holocaust Studies Program	800 West Campbell Road SPN10	Richardson	TX	75080	None	EDUCATION	PC	$2 500
Chai Community Home for Adults	13101 Preston Rd Suite 312	Dallas	TX	75240	None	HEALTH HOME FOR ADULTS WITH INTLLECTUAL DISABILITIES	PC	$35 000
Rotary Club of Sedona	P O Box 2170	Sedona	AZ	86339	None	COMMUNITY ASSISTANCE	PC	$1,000
Hadassah	40 Wall Street	New York	NY	10005	None	HEALTH & EDUCATION	PC	$5 000
American Jewish Joint Distribution Committee	711 3rd Ave, 10th Floor	New York	NY	10017	None	HEALTH HUMANITARIAN AID	PC	$10 000
Angel Flight South Central	P O Box 763760	Dallas	TX	75376	None	COMMUNITY ASSISTANCE	PC	$1 000
Jewish Community Alliance of Southern Maine	57 Ashmont Street	Portland	ME	04103	None	COMMUNITY ASSISTANCE	PC	$55,000
Univ North Texas (UNT) Jewish Studies Program	1155 Union Circle #305369	Denton	TX	76203	None	EDUCATION	PC	$3,000
Temple Beth El	400 Deering Ave	Portland	ME	04103	None	RELIGION	PC	$1 000
Shalom Austin	7300 Hart Lane	Austin	TX	78731	None	EDUCATION	PC	$2,000
Greene Family Camp	2907 Ivory Creek	San Antonioo	TX	78258	None	RELIGION CAMP	PC	$2,500
Dallas Holocaust Museum	211 N Record St Suite 100	Dallas	TX	75202	None	EDUCATION	PC	$6 500
Southern Poverty Law Center	400 Washington Ave	Montgomery	AL	36104	None	EDUCATION LEGAL	PC	$5 000
Visiting Nurse Association - Meals on Wheels	1600 Viceroy Suite 400	Dallas	TX	75235	None	HEALTH FOOD DIST	PC	$4 000
Hillel of Dallas	7615 Currin Drive	Dallas	TX	75230	None	RELIGION EDUCATION	PC	$3,000
Yavneh Academy	12324 Merit Drive	Dallas	TX	75251	None	EDUCATION	PC	$5,000
Juvenile Diabetes Research Foundation	(grant via internet)				None	HEALTH	PC	$1 000
Exponent Philathropy	1720 N Street NW	Washington	DC	20036	None	EDUCATION	PC	$1 000
Congregation Bet Ha am	81 Westbrook St	South Portland	ME	04106	None	RELIGION	PC	$7,600
Jewish Community of Sedona and Verde Valley	P O Box 13	Sedona	AZ	86339	None	RELIGION	PC	$3 000
KGNU Community Radio	4700 Walnut St	Boulder	CO	80301	None	EDUCATIONAL Public Radio	PC	$500
Sedona Montessori School	90 Deer Trail Drive	Sedona	AZ	86336	None	EDUCATION	PC	$2,500
National Council of Jewish Women	6025 Royal Lane Ste 219-9	Dallas	TX	75230	None	RELIGION	PC	$5 000
Planned Parenthood Federation of America	123 Williams St	New York	NY	10038	None	HEALTH	PC	$5 000
Foundation Fighting Blindness	2800 28th Street, Suite 310	Santa Monica	CA	90405	None	HEALTH	PC	$1,000
National Jewish Health	1400 Jackson Street	Denver	CO	80206	None	HEALTH	PC	$3 000
Levey Day School	400 Deering Ave	Portland	ME	04103	None	EDUCATION	PC	$13,400

Tiferet Israel Congregation	10909 Hillcrest Rd	Dallas	TX	75230	None	RELIGION	PC	$3,000
Portland Chamber Music Festival	P O Box 15385	Portland	ME	04112	None	EDUCATION	PC	$1,000
Young Judaea Global	575 Eighth Ave , 11th Floor	New York	NY	10018	None	EDUCATION TEENS	PC	$1,000
Bnai Zion Foundation	7920 Belt Line Road, #695	Dallas	TX	75254	None	HEALTH	PC	$2,000
Child & Family Guidance Center	8915 Harry Hines Blvd	Dallas	TX	75235	None	HEALTH	PC	$5 000
Anti-Defamation League (ADL)	5720 LBJ Freeway, Suite 120	Dallas	TX	75240	None	EDUCATION	PC	$10,000
Moishe House	5007 Providence Road, Ste E216	Charlotte	NC	28226	None	EDUCATION	PC	$3 000
Jewish National Fund	60 Revere Dr , Suite 725	Northbrook	IL	60062	None	COMMUNITY ASSISTANCE	PC	$4 000
Jonathan's Place	P O Box 140085	Dallas	TX	75214	None	HEALTH	PC	$5 000
Sedona Film Festival	2030 W State Rt 89A, Suite A3	Sedona	AZ	86336	None	COMMUNITY ASSISTANCE	PC	$5 300
Sedona Charter School	165 Kachina Drive	Sedona	AZ	86336	None	EDUCATION	PC	$26 200
Zionist Organization of America (ZOA)	4 East 34th Street	New York	NY	10016	None	EDUCATION	PC	$5,000
American Diabetes Association	2451 Crystal Dr , Suite 800	Arington	VA	2202	None	HEALTH	PC	$3,000
Community Financial Literacy	309 Cumberland Ave , Suite 205	Portland	ME	04101	None	COMMUNITY ASSISTANCE	PC	$1,000
Yavapai Food Council	2020 Conractors Rd , Ste 6	Sedona	AZ	86336	None	COMMUNITY ASSISTANCE	PC	$500
KNAU Arizona Public Radio	P O Box 5764	Flagstaff	AZ	86011	None	EDUCATIONAL Public Radio	PC	$500
William H Rowe School	52 School Street	Yarmouth	ME	04096	None	EDUCATION	PC	$1 000
School Square	72 Ocen St , Suite 308	South Portland	ME	04106	None	EDUCATION	PC	$5,000
Verde Valley School	3511 Verde Valley School Road	Sedona	AZ	86351	None	EDUCATION	PC	$500
							Total	$544,500