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# Form **990-PF**

, and ending

Department of the Treasury Internal Revenue Service

For calendar year 2016 or tax year beginning

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 <a href="https://www.irs.gov/form990pf">www.irs.gov/form990pf</a>

2016

MAY 1,

Na	me of	foundation				A Employer identification	n number
T	2T. 7	CK & PHILLIPS FOUNDATION	N, INC.			57-0928657	7
		nd street (or P O box number if mail is not delivered to street a	<del></del>		Room/suite		<del></del>
		EAST MAIN STREET	r rouni sand	B Telephone number 864-582-85	564		
		own, state or province, country, and ZIP or foreign p	notal code		<del></del>	C If exemption application is	
		RTANBURG, SC 29302	ostal code			o il exemption application is p	bending, check here
G	Check	all that apply: Initial return	Initial return of a fo	ormer public o	harity	D 1, Foreign organization	s, check here
		Final return	Amended return				
		Address change	Name change			Foreign organizations m check here and attach c	eeting the 85% test, omputation
Н	Check	type of organization: X Section 501(c)(3) ex	cempt private foundation			E If private foundation st	atus was terminated
	Se		Other taxable private founda	ition		under section 507(b)(1	
1 F	air ma	arket value of all assets at end of year   J   Accounti	ng method: Cash	X Accr	ual	F If the foundation is in a	60-month termination
(1	rom l	Part II, col (c), line 16)	ther (specify)			under section 507(b)(1	
_	<b>\$</b>	3,020,048. (Part I, colu	mn (d) must be on cash b	asis)	<del></del>		
P	art I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net in		(c) Adjusted net	(d) Disbursements for charitable purposes
		necessarily equal the amounts in column (a)	expenses per books	inco	ome	income	(cash basis only)
£.5.7	1	Contributions, gifts, grants, etc., received				N/A	
يخ	2	Check X if the foundation is not required to attach Sch. 8					
	3	Interest on savings and temporary cash investments					
:	4	Dividends and interest from securities	61,124.	6	1,124.		STATEMENT 1
360	5a	Gross rents					<u> </u>
	b	Net rental income or (loss)	4 2 2 2 4 2				<u> </u>
(	6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all	100,213.				<del> </del>
7 1 63 15 C	В	assets on line 6a		1.0	0 01 0		ļ
Tetter :	7	Capital gain net income (from Part IV, line 2)		τυ	0,213.		
, <b>-</b>	"	Net short-term capital gain				K	+CEIVED
)	9	Income modifications Gross sales less returns	ļ				200
	1	and allowances				S AUG	
		Less Cost of goods sold				I AUG	W   W   W   W   W   W   W   W   W   W
	11	Gross profit or (loss) Other income				00	DEN LIT
	12	Total. Add lines 1 through 11	161,337.	16	1,337.		DCIV, UI
	13	Compensation of officers, directors, trustees, etc	0.		0.		0.
	14	Other employee salaries and wages					
	15	Pension plans, employee benefits					
2000	3 16a	Legal fees					
2	В	Accounting fees STMT 2	2,195.		1,098.		1,097.
5	दे ६	Other professional fees STMT 3	13,040.	1	3,040.		0.
9	17	Interest				<u> </u>	
Administrative Evne	18	Taxes STMT 4	2,953.		2,953.	<del></del>	0.
2	19	Depreciation and depletion					<del> </del>
Ë	20	Occupancy					ļ
4	21	Travel, conferences, and meetings	<del></del>	<del> </del>		<del></del>	<del> </del>
ב		Printing and publications Other expenses STMT 5	245.		245.		0.
Onerating	23	•	243.	-	243.		ļ
Ž	24	Total operating and administrative expenses. Add lines 13 through 23	18,433.	1 '	7,336.		1 007
Č	25	Contributions, gifts, grants paid	128,404.	<u>+</u> _	.,,,,,,,,		1,097. 128,404.
	•	Total expenses and disbursements.				<u> </u>	120,303.
	-	Add lines 24 and 25	146,837.	1	7,336.		129,501.
_	27	Subtract line 26 from line 12:			,		1
	!	Excess of revenue over expenses and disbursements	14,500.				
	1 .	Net investment income (if negative, enter -0-)		14	4,001.		
	C	Adjusted net income (if negative, enter -0-)				N/A	

Cash - non-motises-beams   Cash - non-motises-beams   Cash - non-motises   Cash - non-motis	D	<u> </u>	Balance Sheets Attached Schedules and amounts in the description	Degining of year	End of	year
2 Surrogs and temporary cash investments 3 Accounts receivable □ Less: allowance for doubtful accounts □ Corrust receivable Less: allowance for doubtful accounts □ Corrust receivable 1 Receivables due from officers, directors, Irrustees, and other descalating persons 7 One tree entails receivable 1 Receivables due from officers directors for doubtful accounts □ 1 Investments - U.S. and state powerment obligations 1 Investments - U.S. and state powerment obligations 1 Investments - Corporate bonds 1 Inves		arı	column should be for end-of-year amounts only	(a) Book Value		
2 Surrogs and temporary cash investments 3 Accounts receivable □ Less: allowance for doubtful accounts □ Corrust receivable Less: allowance for doubtful accounts □ Corrust receivable 1 Receivables due from officers, directors, Irrustees, and other descalating persons 7 One tree entails receivable 1 Receivables due from officers directors for doubtful accounts □ 1 Investments - U.S. and state powerment obligations 1 Investments - U.S. and state powerment obligations 1 Investments - Corporate bonds 1 Inves		1	Cash - non-interest-bearing	-3,805.	109,763.	109,763.
3 Accounts recordable   Less allowance for doubtful accounts    4 Pletges recervable    5 Grants econocible    8 Recovables due from officers, directors, functions, lucitiess, and other disputational persons    9 Prepara despresses and deferred charges    19 Prepara despresses and deferred charges    10 Prepara despresses and despresses    11 Land, Dublings, and equipment basis    12 Investments - nontripage leans    13 Investments - nontripage leans    13 Investments - nontripage leans    14 Land, Dublings, and equipment basis    15 Investments - nontripage leans    15 Investments - nontripage leans    15 Investments - nontripage leans    16 Investments - nontripage leans    17 Investments - nontripage leans    18 Investments - nontripage leans    19 Duffered recomplication yail Maria - see the instructions, Allou, see page 1, Intern 1)    17 Accounts populate and accreated expensions    18 Investments - nontripage leans    19 Duffered recomplication population and other fined population    10 Duffered recomplication    10 Duffered recomplication    10 Duffered recomplication    11 ASS 1, 0.34 . 1, 465, 534 .    12 Investments - from the fillings and net assets/fund descriptions    10 Duffered recomplication    10 Duffered recomplication    11 ASS 1, 0.34 . 1, 465, 534 .    12 Pertamentary restricted    12 Pertamentary restricted    12 Pertamentary restricted    13 Investments - from the fillings and net assets/fund balances    14 ASS 1, 0.34 . 1, 465, 534 .    15 Inv						
Less: allowance for doubtful accounts   Less: allowance for doubtful accounts   6 Receivables due from officers, directors, involves, and other disquarified persons  7 Orien as indices readed  8 Receivables due from officers, directors, involves, and other disquarified persons  9 Prepaid suppenses and deferred charges  10 Investments - U.S. and state government obligations  1 Investments - Corporate stock  2 Investments - Involvency and equipment obligations  3 Investments - Involvency and equipment obligations  1 Investments - Involvency and equipment obligations  1 Investments - Involvency and equipment obligations  2 Investments - Involvency and equipment obligations  3 Investments - Involvency and equipment obligations  4 Lead, buildings, and equipment basis  1 Less submired servation  1 Investments - Involvency and equipment basis  1 Investments - Involvency and equipment basis  2 Less submired servation  3 Investments - Involvency and equipment basis  2 Less submired servation  3 Investments - Involvency and equipment basis  2 Less submired servation  3 Collera direction obligations  4 Lead, buildings, and equipment basis  2 Collerand receivable  3 Total inet assets or fund belances as the primary of year - Part III, column (a), line 30  1 Ly 451, 034. 1, 465, 534.  2 Total inet assets or fund belances as the primary of year - Part III, column (a), line 30  1 Ly 451, 034. 1, 465, 534.  3 Total i						
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Prepaid expenses and deferred charges						
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1   NewStreetts - corporate stock   c   1,450,272.   1,352,953.   2,905,987.	155	1	· · · · · · · · · · · · · · · · · · ·			
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11				1,450,272.	1,352,953.	2,905,987.
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13   Investments - other     14   Land, buildings, and equipment: basis		1				
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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 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 31 Total liabilities and net assets/fund balances 4 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) 20 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 30 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 31 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 32 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 33 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 34 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 35 Decreases not included in line 2 (itemize) 5 36 Decreases not included in line 2 (itemize) 5 37 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 38 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	ال	22	Other liabilities (describe ACCRUED FEDERAL IN)	0.	1,480.	
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 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 31 Total liabilities and net assets/fund balances 4 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) 20 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 30 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 31 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 32 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 33 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 34 Total net assets or fund balances at beginning of year - Part II, column (b), line 30 35 Decreases not included in line 2 (itemize) 5 36 Decreases not included in line 2 (itemize) 5 37 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 38 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30					1 100	
and complete lines 24 through 26 and lines 30 and 31.  Unrestricted Temporarily restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  Capital stock, trust principal, or current funds Part III Analysis of Changes in Net Assets or Fund Balances  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) Capital stock, trust principal, or current funds Total net assets or fund balances  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) Capital stock, trust principal, or current funds 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) Capital stock, trust principal, or current funds 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) Capital net assets or fund balances at lend of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Capital sassets or fund balances at end of	_	23			1,480.	
Unrestricted Temporarily restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. Capital stock, trust principal, or current funds Pad-in-in-or capital surplus, or land, bldg., and equipment fund Retained earnings, accumulated income, endowment, or other funds Total 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)  Enter amount from Part I, line 27a (must agree with end-of-year figure reported on prior year's return)  Enter amount from Part I, line 27a (and 3)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 1, 465, 534.			, ,			
31 Total liabilities and net assets/fund balances  1,451,034. 1,467,014.  Part III Analysis of Changes in Net Assets or Fund Balances  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)  Enter amount from Part I, line 27a  Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 1,465,534.	ces		· · · · · · · · · · · · · · · · · · ·	1,451,034.	1,465,534.	
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Part III Analysis of Changes in Net Assets or Fund Balances  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)  Enter amount from Part I, line 27a  Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  1 1, 451, 034.  1 1, 451, 034.  2 14, 500.  3 0.  4 1, 465, 534.	Ne.	30	Total net assets or fund balances	1,451,034.	1,465,534.	
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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)  2    Enter amount from Part I, line 27a  3		31	Total liabilities and net assets/fund balances	1,451,034.	1,467,014.	<del></del>
(must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  1 1,451,034.  2 14,500.  3 0.  4 1,465,534.  5 0.	Р	art	Analysis of Changes in Net Assets or Fund Ba	lances		
(must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  1 1,451,034.  2 14,500.  3 0.  4 1,465,534.  5 0.	-	Total	not access or fund halaness at haginning of visce. Doet II. column (a) line	30		
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ► 3 O. 4 Add lines 1, 2, and 3 4 1, 465, 534. 5 Decreases not included in line 2 (itemize) ► 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 1, 465, 534.				UU		1 451 034
3 0.  Add lines 1, 2, and 3 4 1, 465, 534.  Decreases not included in line 2 (itemize) ► 5 0.  Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 1, 465, 534.					<del> </del>	
Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  4 1,465,534.  5 0.  1,465,534.					<del></del>	
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 1, 465, 534.						
Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 1, 465, 534.					<del>  </del>	
				olumn (b), line 30		

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Form 990-PF (2016)

Part IV Capital Gains a	ing Losses for Tax on In	vestment	Income				
(a) List and descr 2-story brick wa		( <b>b)</b> How P - Pu D - Do	acquired rchase nation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)		
1a PUBLICLY TRADEL	PUBLICLY TRADED SECURITIES				P	VARIOUS	04/30/17
<u>b</u>	<del></del>			ļ			
<u> </u>		<del>- ,</del>	<del> </del>	<del></del>			<del> </del>
<u>d</u>	<del></del>	<del> </del>		<del> </del>			<del> </del>
e	(f) Depreciation allowed	(a) Coo	t or other basis	Ч——	J	(h) Com or floo	1
(e) Gross sales price	(or allowable)		xpense of sale			(h) Gain or (los (e) plus (f) minus	s (g)
a 297,265.		ļ <u></u>	197,05	52.			100,213.
<u>b</u>		<b> </b>					
d		ļ <u></u>					· <del></del>
e							
····	g gain in column (h) and owned by t	he foundation	on 12/31/69	<del>-  </del>		(I) Gains (Col. (h) gai	n minue
	(j) Adjusted basis	T	cess of col. (I)			ol. (k), but not less th	an -0-) <b>or</b>
(i) F.M.V. as of 12/31/69	as of 12/31/69		col. (j), if any	İ		Losses (from col.	(h))
a							100,213.
b							
С							
d		<u> </u>					
е						<del></del>	
	oital loss) { If gain, also enter   If (loss), enter -0:	ın Part I, line	7	] [	1		100 013
2 Capital gain net income or (net cap	oital loss) $\int If (loss), enter -0$	- ın Part I, line	7	1 2	<del> </del>	<del></del>	100,213.
3 Net short-term capital gain or (los		d (6):		٦			
If gain, also enter in Part I, line 8, column (c).  If (loss), enter -0- in Part I, line 8				}	{	N/A	1
Part V   Qualification Ur	nder Section 4940(e) for	Reduced	Tax on Net	Investn	ent Inc	ome 11/1	
(For optional use by domestic private	foundations subject to the section 4	940(a) tax on	net investment in	come.)			
		, ,		•			
If section 4940(d)(2) applies, leave th	is part biank.						
Was the foundation liable for the secti	on 4942 tax on the distributable am	ount of any yea	ar in the base per	lods			X Yes No
If "Yes," the foundation does not quali							
	ach column for each year; see the in	structions befo	ore making any ei				(8)
(a) Base period years	(b) Adjusted qualifying dist	tributions	Net value of no	(C) ancharitable	-ilea secate	Distr	(d)
Calendar year (or tax year beginnin	g in) Adjusted qualifying dist	iributions	IVEL VAIGE DI IIC			(col. (b) 0	vided by col. (c))
2015 2014						<del></del>	
2013				<del></del>			
2012							
2011							<del></del>
2 Total of line 1, column (d)						2	
3 Average distribution ratio for the 5	-year base period - divide the total c	on line 2 by 5, o	or by the number	of years			
the foundation has been in existen	ce if less than 5 years					3	<del></del>
		_				1.1	
4 Enter the net value of noncharitable	e-use assets for 2016 from Part X, I	ine 5				4	
F. Multiply line 4 by line 2						1 .	
5 Multiply line 4 by line 3						5	<del></del>
6 Enter 1% of net investment income	e (1% of Part I line 27h)					6	
CALCI TA OF HOURINGOSTHICHE INCOME	Carrott art is into Er of					<del></del>	
7 Add lines 5 and 6						7	
8 Enter qualifying distributions from	Part XII, line 4					8	
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, line	1b, and comp	lete that part usin	ng a 1% tax	rate.		

BLACK & PHILLIPS FOUNDATION, INC.

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10/11/050 11 (2010)	INC.	57-092		Page 4
Part VI   Excise Tax Based on Investment Income (Section 494	<del></del>	948 - see	Instruct	ions)
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 ne	cessary-see instructions)	1 1		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here	and enter 1%	1	2	<u>,880.</u>
of Part I, line 27b				
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 49	% of Part I, line 12, col. (b). リ	1		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. O	Others enter -0-)	2		0.
3 Add lines 1 and 2		3	2	,880.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only.	Others enter -0-)	4		0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2	,880.
6 Credits/Payments:				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 1,400.	]		
<b>b</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	<u> </u>		
7 Total credits and payments. Add lines 6a through 6d		7	1	,400.
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is att	tached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	▶	9	1	,480.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	. · · · · · · · · · · · · · · · · · · ·	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax	Refunded >	11		
Part VII-A Statements Regarding Activities				
1a During the tax year, did the foundation attempt to influence any national, state, or local legi	islation or did it participate or interven	e in		es No
any political campaign?			1a	X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purpo	oses (see instructions for the definition	1)?	16	X
If the answer is "Yes" to 1a or 1b. attach a detailed description of the activities a	and copies of any materials publisi	ned 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 th				
(1) On the foundation. > \$ (2) On foundation manager		_	1 1	
e Enter the reimbursement (if any) paid by the foundation during the year for political expend	diture tax imposed on foundation			
managers. > \$0.				
2 Has the foundation engaged in any activities that have not previously been reported to the	IRS?		2	<u> </u>
If "Yes," attach a detailed description of the activities				
3 Has the foundation made any changes, not previously reported to the IRS, in its governing		)r		1
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the chang			3 +	X X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year	ar'?	37 / 3	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	?		5	X
If "Yes," attach the statement required by General Instruction T	Maria			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied e	eitner:			
By language in the governing instrument, or	de la de la	. 1		
By state legislation that effectively amends the governing instrument so that no mandato	ry directions that conflict with the stat	e iaw		v
remain in the governing instrument?				$\frac{x}{x}$
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," co	omplete Part II, col (c), and Part X\	/	7	<del>^</del>
8a Enter the states to which the foundation reports or with which it is registered (see instructi	ons) NONE		1	1
62 Eliter the states to which the foundation reports of with which it is registered (see instructi	10115)		-	
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)		-	1
of each state as required by General Instruction G? If "No," attach explanation	SEE STATE	MENT 9	8b	X
<ul> <li>Is the foundation claiming status as a private operating foundation within the meaning of s</li> </ul>	·-		"	<del></del>
year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes,"			9	x
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a sched	•		10	$\frac{1}{x}$
, ,			Form <b>990</b> -	

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X

36

4a

N/A

Form 4720, to determine if the foundation had excess business holdings in 2016)

had not been removed from jeopardy before the first day of the tax year beginning in 2016?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could geopardize its charitable purpose that

Form 990-PF (2016) BLACK & PHILLIPS FOUNDATION Part VII-B   Statements Regarding Activities for Which			57-09286	57	Page 6
5a During the year did the foundation pay or incur any amount to:		jeonune	100)		
(1) Carry on propaganda, or otherwise attempt to influence legislation (sec	ction 4945(e))?	√ Ye	s X No		
(2) Influence the outcome of any specific public election (see section 4955	, ,,				
any voter registration drive?	, , ,		s X No	1	
(3) Provide a grant to an individual for travel, study, or other similar purpo	ses?	Ye			
(4) Provide a grant to an organization other than a charitable, etc., organization	ation described in section				
4945(d)(4)(A)? (see instructions)		Ye	s X No	1	
(5) Provide for any purpose other than religious, charitable, scientific, literature	ary, or educational purposes, or i	or			
the prevention of cruelty to children or animals?		Ye	s X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify	under the exceptions described	ın Regulations	_	ļ	
section 53.4945 or in a current notice regarding disaster assistance (see in	structions)?		N/A	5b	Ì
Organizations relying on a current notice regarding disaster assistance chec					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption	on from the tax because it mainta	ined		j	1
expenditure responsibility for the grant?	1	√ I/A	s 🔲 No	ł	-
If "Yes," attach the statement required by Regulations section 53.49	945-5(d).		_	ł	}
6a Did the foundation, during the year, receive any funds, directly or indirectly,				-	
a personal benefit contract?	•	☐ Ye	s X No	}	}
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on	a personal benefit contract?			6ь	х
If "Yes" to 6b, file Form 8870	·		F		1
7a At any time during the tax year, was the foundation a party to a prohibited to	ax shelter transaction?	Ye	s X No	-	- 1
b If "Yes," did the foundation receive any proceeds or have any net income att	ributable to the transaction?			7b	
Part VIII Information About Officers, Directors, Tru		nagers, Highly			
Paid Employees, and Contractors					
List all officers, directors, trustees, foundation managers and the	<del></del>	[(1) (1)	(d) 0	<del></del> -	
(a) Name and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans and deferred	(e) E	xpense nt, other
· · · · · · · · · · · · · · · · · · ·	to position	enter -0-)	and deferred compensation	allov	vances
ARIANNA HABISREUTINGER	TRUSTEE		_		
80 E. MAIN STREET					
SPARTANBURG, SC 29302	0.00	0.	0 <u>.</u>	ļ	0.
AULA B. BAKER	TRUSTEE	]		ļ	
80 E. MAIN STREET					
PARTANBURG, SC 29302	0.00	0.	0.		0.
		]			
		ļ		ļ	
	$\dashv$	1			
	_	[ ]			
Compensation of five highest-paid employees (other than those	included on line 1) If none	enter "NONE "		L	
Compensation of the mignest-paid employees (other than those)	(b) Title, and average		(d) Contributions to	(e) F	xpense
(a) Name and address of each employee paid more than \$50,000	hours per week	(c) Compensation	employee benefit plans and deferred	accour	xpense nt, other vances
NONE	devoted to position	<del>                                     </del>	compensation	allow	vances
NONE		]			
		<del>                                     </del>			
		]			
		<del> </del>			
		]			
	<del></del>		<del></del>		
	<del>-  </del>	1			
	<del> </del>	<del>                                     </del>		<del></del>	
	<del>- </del>	]			
otal number of other employees paid over \$50,000	<u></u>	·	<b>&gt;</b>		0
Table 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	<del></del>			000 DI	F (2016)
			Form	99U-PI	г (ушкі

Form 990-PF (2016) BLACK & PHILLIPS FOUNDATION, INC.		0928657 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NC	DNE."	<del></del>
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	· · · · · · · · · · · · · · · · · · ·	
		<del></del>
Total number of others receiving over \$50,000 for professional services  Part IX-A   Summary of Direct Charitable Activities		<u>▶</u> 0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical number of organizations and other beneficiaries served, conferences convened, research papers produced,		Expenses
1 N/A	, 0.00.	
		0.
2		<u>~_</u>
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	Tand 2.	Amount
2		
All other program-related investments. See instructions.	· · · · · · · · · · · · · · · · · · ·	
3		
Tatal Add lines 1 through 2		

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, s	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	2,671,400.
b	Average of monthly cash balances	1b	2,671,400. 34,893.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,706,293.
е	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	2,706,293.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,594.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,665,699.
6	Minimum investment return. Enter 5% of line 5	6	133,285.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations ar	nd certain	
	foreign organizations check here 🕨 🔲 and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	133,285.
2a	Tax on investment income for 2016 from Part VI, line 5		
b	Income tax for 2016. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	2,880.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	130,405.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	130,405.
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	130,405.
Ξ	art XII Qualifying Distributions (see instructions)	<del></del>	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	.	129,501.
a		1a	129,301.
þ	Program-related investments - total from Part IX-B	1b 2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes		
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	129,501.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	1-4-	143,301.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		n
_	Income. Enter 1% of Part I, line 27b	6	129,501.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	qualilles for	me section

Form **990-PF** (2016)

Part XIII Undistributed Income (see instructions)

		( <b>a)</b> rpus	(b) Years prior to 2015	(c) 2015	( <b>d)</b> 2016
1 Distributable amount for 2016 from line 7	m Part XI,				130,405.
2 Undistributed income, if any, as of the en	d of 2016		· · · · · · · · · · · · · · · · · · ·		
a Enter amount for 2015 only				129,401.	
b Total for prior years:			0.		
3 Excess distributions carryover, if a	iny, to 2016:				
a From 2011					İ
<b>b</b> Fram 2012		1			ļ
c From 2013					
d From 2014				}	
e From 2015		_ {			
f Total of lines 3a through e		0.	····		
4 Qualifying distributions for 2016 fr		ļ.			
Part XII, line 4: ► \$12					
a Applied to 2015, but not more than			<del></del>	129,401.	
<b>b</b> Applied to undistributed income of		}	_		
years (Election required - see instr	· · · · · · · · · · · · · · · · · · ·		0.		
c Treated as distributions out of corp	1				
(Election required - see instruction	,	0.			
d Applied to 2016 distributable amou					100.
e Remaining amount distributed out	,	0.	· · · · · · · · · · · · · · · · · · ·		
5 Excess distributions carryover applied to (If an amount appears in column (d), the s must be shown in column (a))		0.			0.
6 Enter the net total of each column indicated below:	ı as				
a Corpus Add lines 3f, 4c, and 4e Subtrac	t line 5	0.			
<b>b</b> Prior years' undistributed income.	Subtract	ì			
line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a r deficiency has been issued, or on the section 4942(a) tax has been p	which			-	-
assessed			0.		
d Subtract line 6c from line 6b. Taxa	ble	]	_		
amount - see instructions	<b>1</b>		0.		
e Undistributed income for 2015. Su	§ .				i
4a from line 2a. Taxable amount -	<del></del>			0.	
f Undistributed income for 2016. Su		Ì			
lines 4d and 5 from line 1. This am	nount must	1			120 205
be distributed in 2017					130,305.
7 Amounts treated as distributions of corpus to satisfy requirements imp				ii ii	
section 170(b)(1)(F) or 4942(g)(3)	=				
may be required - see instructions	1	0.			
8 Excess distributions carryover from					
not applied on line 5 or line 7	112011	0.			
9 Excess distributions carryover to	2017.				
Subtract lines 7 and 8 from line 6a	ľ	0.			
O Analysis of line 9:					
a Excess from 2012		ŀ			
b Excess from 2013		1			
c Excess from 2014					
d Excess from 2015					
e Excess from 2016		1			
					5 000 DE (00 (0)

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Part XIV Private Operating F	oundations (see in:	structions and Part VII	-A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter that	it is a private operating	}		
foundation, and the ruling is effective fo	r 2016, enter the date of t	he ruling	▶ ∟		· · · · · · · · · · · · · · · · · · ·
b Check box to indicate whether the found	d <u>ation is a private operatir</u>	g foundation described in	n section	4942(j)(3) or 49	)42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
investment return from Part X for					
each year listed					
<b>b</b> 85% of tine 2a					
c Qualifying distributions from Part XII,					
line 4 for each year listed	ĺ				
d Amounts included in line 2c not					
used directly for active conduct of			ļ	<b>,</b>	
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					
	<u> </u>		<del> </del>	<del> </del>	<del></del>
(2) Value of assets qualifying				1	
under section 4942(j)(3)(B)(i) <b>b</b> "Endowment" alternative test - enter			<del> </del>	<del> </del>	
2/3 of minimum investment return					
shown in Part X, line 6 for each year				Į.	
listed				<del> </del>	<del></del>
c "Support" alternative test - enter:					1
(1) Total support other than gross investment income (interest,				1	; ;
dividends, rents, payments on				1	1
securities loans (section			ļ		1
512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt					1
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 Info			the foundation	had \$5,000 or mor	e in assets
at any time during t	ne year-see instru	uctions.)			
1 Information Regarding Foundation	n Managers:				
a List any managers of the foundation wh			ibutions received by the	foundation before the close	of any tax
year (but only if they have contributed r	nore than \$5,000). (See se	ection 507(d)(2).)			
NONE					
<b>b</b> List any managers of the foundation wh			or an equally large portio	on of the ownership of a par	tnership or
other entity) of which the foundation ha	s a 10% or greater interes	t.			
NONE				<del> </del>	<del></del>
2 Information Regarding Contributi		• • • • •	-		
Check here 🕨 🗶 if the foundation of					
the foundation makes gifts, grants, etc.	<del>`                                    </del>				<b>J.</b>
a The name, address, and telephone num	ber or e-mail address of th	ne person to whom applic	cations should be addres	sed:	
The Control of the Co				· · · · · · · · · · · · · · · · · · ·	
<b>b</b> The form in which applications should be	e suomitteo ano imormat	ion and materials they sh	outa include.		
c Any submission deadlines:					
d Any restrictions or limitations on award	s, such as by geographics	l areas, charitable fields.	kinds of institutions, or o	other factors:	<del></del>
,	-, , <del></del>	,			

3 Grants and Contributions Paid During the	<del></del>	Payment		
Recipient	If recipient is an individual, show any relationship to	Foundation	Durnage of grant or	
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				<del></del>
		1		
AMERICAN LEGION POST 28	NONE	501 (c) 3	UNRESTRICTED	
AMERICAN EDUTOR TOTAL			UNKESTRICIED	1,500
BALLET GUILD OF SPARTANBURG	NONE	501 (C) 3	UNRESTRICTED	1,300
BOYS & GIRLS CLUB	NONE	501 (C) 3	UNRESTRICTED	2 000
		<del> </del>		2,000
BREVARD MUSIC CENTER	NONE	501 (C) 3	UNRESTRICTED	
	<del></del>	<del> </del>	<del></del>	500
CANCER ASSOCIATION	NONE	501 (C) 3	UNRESTRICTED	
app co	NET WINE ON GUER	 		10,000.
Total SEE CO  b Approved for future payment	NTINUATION SHEE		<u>▶ 3a</u>	128,404
- Approved for future payment				
NONE		ļ		
NONE				
		1		
		<del> </del>	-	<del></del>
		<u> </u>		
Total			<b>▶</b> 3b	0. m <b>990-PE</b> (2016

### Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income			ded by section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	( <b>d)</b> Amount	Related or exempt function income
a	0000				
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	61,124.	
5 Net rental income or (loss) from real estate:			<u> </u>		
a Debt-financed property			<b>_</b>		
b Not debt-financed property			<del>   </del>	ļ — — — — — — — — — — — — — — — — — — —	<del></del>
6 Net rental income or (loss) from personal				}	
property			+		
7 Other investment income			+	<del>                                     </del>	
8 Gain or (loss) from sales of assets other than inventory			18	100,213.	<del></del>
9 Net income or (loss) from special events		<del>_</del> · · · — .— · —			
10 Gross profit or (loss) from sales of inventory	<u> </u>		-		
11 Other revenue:				[	
a	<u> </u>		-	<del></del>	<del></del>
b			+	<del></del>	
C	<del></del>		+-	<del></del>	
d			+		
12 Subtotal. Add columns (b), (d), and (e)	<u> </u>	0.	<del> </del>	161,337.	0.
13 Total. Add line 12, columns (b), (d), and (e)			لل	13	161,337.
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities to	the Acco	mplishment of Ex	empt	Purposes	
Line No. Explain below how each activity for which income the foundation's exempt purposes (other than be			A contrib	uted importantly to the accomp	lishment of
,	<u> </u>	, , , , , , , , , , , , , , , , , , ,			

Exempt Organizations  I bill the organization directly or inderestly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) or ganizations) or in section 527, relating to political organizations?  1 Transfers from the reporting foundation to a noncharitable exempt organization of:  (1) Cisch  (2) Other assets  (3) Other presentations:  (4) State of assets to a noncharitable exempt organization  (5) Cours or loss of assets from a noncharitable exempt organization  (8) Performance of services or exembership or fundrating soliculations  (8) Performance of services or membership or fundrating soliculations  (8) Performance of services or membership or fundrating soliculations  (9) Performance of services or membership or fundrating soliculations  (9) Performance of services or membership or fundrating soliculations  (9) Performance of services or membership or fundrating soliculations  (9) Performance of services or membership or fundrating soliculations  (9) Performance of services or membership or fundrating soliculations  (10) State of the conditions, exignment, making lists, other assets, or paid employees  (11) State of the conditions or membership or fundrating services services on services grown by the reporting foundation, if the foundation received sets than fair market value in any transaction or sharing arrangement, show in column (g) the value of the goods, other assets, or services received.  (a) Livenic (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of relationships  (a) Livenic (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of relationships  (b) Type of organization (c) Description of relationships  (b) Type of organization (d) Description of relationships  (c) Description of relationships  (a) Involve organization of organization of ordary of the transactionships and administration of ordary organization of ordary organization of ordary organization of ordar		XVII Informa	ation Re					d Relations	57-0 hips With None	0928657 charitable	P;	age 1:
the Code (other than section 501(c)(3) organizations) or in section 527, relating to poblical organizations?  a Transfers from the reporting foundation to a moncharitable exempt organization of:  (1) Cash  (2) Other assets  (3) Chert assets  (4) Sales of assets from a noncharitable exempt organization  (3) Rental of facilities, equipment, or other assets  (4) Rental misment arrangement, or other assets  (5) Loans or loan glutranties  (6) Performance of services or membership or fundrasing solicitations  (7) Further answer to any of the above is "Ves," complete the following schedule. Column (6) should always show the fair market value of the goods, other assets, or services greened.  (a) Leans of the Sales of the poods, other assets, or paid employees  (b) Amount involved  (c) Name of noncharitable exempt organization  (d) The value of the goods, other assets, or exerces received.  (a) Leans of (8) Amount involved  (c) Name of noncharitable exempt organization  (d) Salesoppean of transfers, transfers transfers and advantage schedules.  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (b) Type of organization  (c) Description of relationship  N/A  (c) Name of organization  (d) Type of organization  (e) Description of relationship  N/A  (f) Salesoppean of transfers, transfers, and advantage schedules.  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (b) Type of organization  (c) Description of relationship  TRUSTES  Tide  Date  Date  TRUSTES  (b) FIN  ProdYNER III CPA  ProdONER III Print ProdONER III CPA  ProdONER III CPA  ProdONER III CPA  Pr	1 D	<del></del>			v of the followin	o with any other o	rnanization	described in sect	ron 501(c) of	<del></del>	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:  (1) Cash (2) Other assests (3) Other areasctions:  (3) Service seasts to a noncharitable exempt organization (3) Perchases of assests from a noncharitable exempt organization (3) Renal of Cashites, equipment, or other assets (4) Rearrbur sement arrangements (5) Lons or final guilarnities (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (6) If the answer to any of the above is "ves," complete the following schedule. Column (5) should always show the fair market value of the goods, other assets, or ead employees (a) If the answer to any of the above is "ves," complete the following schedule. Column (5) should always show the fair market value of the goods, other assets, or ead employees (a) If the answer to any of the above is "ves," complete the following schedule. Column (5) should always show the fair market value of the goods, other assets, or ead employees (a) If the answer to any of the above is "ves," complete the following schedule. Column (6) Performance of services specified in the services specified in market value in any transaction or sharing arrangement, show in cution of the services specified in the services specified in the services specified in the services specified in the services specified in the services specified in the services specified in the services of the services specified in the services specified in the services of the services specified in the services and the services and the services and the services and the services and the services and the services and the services and the services and the services and the services and the servi						-	-		1017 50 1(0) 01	l		<del>  ```</del>
(1) Cash (2) Other assets b Other traffactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchase of assets from a noncharitable exempt organization (3) Renal of facilities, equipment, or other assets (4) Reimburgement arrangements (5) Loans or loan guarantees (6) Loans on loan guarantees (7) Purchasement arrangements (8) Performance of services or membership or fundraising solicitations (8) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (1) It is answer to any of the above is "Yes," complete the following schedule. Outnum (b) should always show the fair market value of the goods, other assets, or services received. (9) Amount involved (1) Name of montharitable exempt organization (1) Description of variatives brancactions, and antenny arrangements. (1) Line rise (1) Name of organization (2) Name of organization (3) Raine of organization (4) Description of treationship  (3) Name of organization (4) Name of organization (5) Loads complete the following schedule. (4) Name of organization (5) Sign and beautiful schedules. (6) The code (other internative than sections 501(c)(3)) or in section 5272  (6) Amount involved (9) Passerption of twanters brancactions, and antenny arrangements.  (9) Type of organization (9) Description of relationship  (9) Description of treationship  (9) Description of treationship  (9) Description of twanters brancactions, and organization than the section in including accompany schedules and alternative, and to the beat of my knowledge treating the section below to the institution of the property of the code (other institution) than the section of the plant of my knowledge than the section below to the institution of the property of the code of the plant of my knowledge than the section below to the institution of the plant of my knowledge than the section below to the institution of the plant of my knowledge than the section below to the institution of the plant of my knowledg		,					our or gurner				]	
(2) Other assets  1 billy			J			<b>3</b>				1a(1)	l	x
b Other transactions:  (1) Sales of assets from a noncharitable exempt organization  (2) Purchases of assets from a noncharitable exempt organization  (3) Rental of facilities, doptiment, or other assets  (4) Reimbursement arrangements  (5) Loans or loan guarantees  (6) Parformance of services or membership or fundraising solicitations  (7) Sales of using quarantees  (8) Parformance of services or membership or fundraising solicitations  (8) Sales of using quarantees  (9) Attaining of facilities, equipment, mailing lists, other assets, or paid employees  (1) If the answer to any of the above is "Yes," complete the following schedule. Column (4) the value of the goods, other assets, or services received.  (1) Amount involved  (2) Name of montharitable exempt organization  (3) Line is (4) Description of transfers, beassactions, and always arrangements.  2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-everinth organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  (9) Amount involved  (1) Name of organization  (9) Type of organization  (9) Type of organization (9) Description of relationship  (9) Type of organization (9) Description of relationship  (1) Description of relationship  (1) Description of relationship  (1) Description of relations	•	•										
(2) Purchases of assets from a noncharitable exempt organization  (3) Rental of facilities, equipment, or other assets  (4) Reimblussement arrangements  (5) Loans or loan quarantees  (6) Performance of services or membership or fundrasing solicitations  (7) Performance of services or membership or fundrasing solicitations  (8) Performance of services or membership or fundrasing solicitations  (9) Performance of services or membership or fundrasing solicitations  (1) If the answer to any of the above is "ves," 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 arrangements, show in column (d) the value of the goods, other assets, or services received.  (a) Line no (b) Amount involved (c) Name of nonchartable exempt organization (d) Description of vanishes, hareactions, and sharing arrangements.  N/A  (a) Name of organization (b) Type of organization (d) Description of relationship N/A  (b) Type of organization (e) Description of relationship  N/A  (a) Name of organization (b) Type of organization (e) Description of relationship  N/A  (b) Type of organization (e) Description of relationship  N/A  (c) Description of relationship  N/A  (d) Description of relationship  N/A  (e) Description of relationship  N/A  (f) Description of relationship  N/A  (h) Type of organization (e) Description of relationship  N/A  (a) Name of organization (b) Type of organization (e) Description of relationship  N/A  (b) Type of organization (e) Description of relationship  N/A  (c) Description of relationship  N/A  (d) Description of relationship  N/A  (e) Description of relationship  N/A  (e) Description of relationship  N/A  (f) Description of relationship  N/A  (h) Type of organization  (e) Description of relationship  N/A  N/A  N/A  N/A  N/A  N/A  N/A  N/	•	•										
(2) Purchases of assets from a noncharitable exempt or ganization  (3) Rental of facilities, equipment, or other assets  (4) Remblusement arrangements  (5) Loans or loan guarantees  (6) Performance of services or membership or fundrasing solicitations  (7) Examination of services or membership or fundrasing solicitations  (8) Performance of services or membership or fundrasing solicitations  (9) Performance of services or membership or fundrasing solicitations  (1) It has answer to any of the above is "ves," 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 arrangements. Show in column (d) the value of the goods, other assets, or services received.  (a) Namount involved  (b) Amount involved  (c) Name of noncharitable exempt organization  (d) Description of relationship.  (d) Description of relationship.  (a) Bare (lollowing schedule.  (a) Name of lorganization  (b) Type of organization  (c) Description of relationship.  (a) Rame (lollowing schedule.  (a) Rame of lorganization  (b) Type of organization  (c) Description of relationship.  (a) Rame of lorganization  (b) Type of organization  (c) Description of relationship.  (a) Rame of lorganization  (b) Type of organization  (c) Description of relationship.  (a) Rame of organization  (b) Type of organization  (c) Description of relationship.  (a) Rame of organization  (b) Type of organization  (c) Description of relationship.  (a) Rame of organization  (b) Type of organization  (c) Description of relationship.  (d) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relationship.  (e) Description of relation	(1	) Sales of assets to a	noncharitat	ble exempt organiz	ation					16(1)		Х
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Phone no. (864) 485-0370 Form **990-PF** (2016)

**Use Only** 

SPARTANBURG, SC 29304

Firm's address ▶ PO BOX 1809

3 · Grants and Contributions Paid During the			<del></del>	<del>                                     </del>
Recipient	If recipient is an individual, show any relationship to	Foundation	Durn one of grant or	
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
	or substantial contributor	roupidik		
CHAPMAN CULTURAL CENTER	NONE	501 (c) 3	UNRESTRICTED	2,000
CHARLES LEA FOUNDATION	NONE	501 (C) 3	UNRESTRICTED	3,500.
CHILDREN'S ADVOCACY CENTER	NONE	501 (C) 3	UNRESTRICTED	3,500.
				}
CONVERSE COLLEGE	NONE	501 (c) 3	UNRESTRICTED	2,000.
DOWNTOWN SPARTANBURG ASSOC.	NONE	501 (c) 3	UNRESTRICTED	1,000.
FIRST PRESBYTERIAN CHURCH	NONE	501 (c) 3	UNRESTRICTED	
				14,500.
FOUNDATION FOR REFORMED THEOLOGY	NONE	501 (c) 3	UNRESTRICTED	1,000.
GROUP OF 100	NONE	501 (C) 3	UNRESTRICTED	2,000.
HALTER	NONE	501 (c) 3	UNRESTRICTED	
				2,200.
HEALTHY SMILES	NONE	501 (C) 3	UNRESTRICTED	3,668.
Total from continuation sheets	<u> </u>	<u> </u>	1	113,104.

Part XV Supplementary Information	on			
3 · Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	35/11/1501/5/1	ļ
HOPE CENTER	NONE	501 (C) 3	UNRESTRICTED	2,000.
MOBILE MEALS	NONE	501 (C) 3	UNRESTRICTED	1,000.
NATIONAL PARKS CONSERVATION ASSOC.	NONE	501 (C) 3	UNRESTRICTED	1,000.
PALMETTO PROMISE INSTITUTE	NONE	501 (C) 3	UNRESTRICTED	1,000.
SALVATION ARMY	NONE	501 (C) 3	UNRESTRICTED	2,000.
SPARTANBURG ART MUSEUM	NONE	501 (C) 3	FOR "LIGHT-UP" SPARTANBURG PROJECT	10,000.
		,		
SPARTANBURG DAY SCHOOL	NONE	501 (C) 3	UNRESTRICTED	2,500.
			ļ	
SPARTANBURG METHODIST COLLEGE	NONE	501 (C) 3	UNRESTRICTED	3,500.
SPARTANBURG PHILHARMONIC	NONE	501 (C) 3	UNRESTRICTED	7,002.
ST. LUKE'S FREE MEDICAL CLINIC	NONE	501 (C) 3	UNRESTRICTED	5,134.
Total from continuation sheets				

3 · Grants and Contributions Paid During the	············			
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	00/////00//	-
TAMASSEE DAR SCHOOL	NONE	501 (C) 3	UNRESTRICTED	
TAMASEE DAN SCHOOL		501 (6, 3	OARBOTRICIED	1,000
THE WALKER FOUNDATION	NONE	501 (C) 3	UNRESTRICTED	
THE WALKER FOUNDATION	NONE	501 (C) 3	DIRESTRICTED	3,500
THORNWELL HOME FOR CHILDREN	NONE	501 (C) 3	UNRESTRICTED	1,000
TOTAL MINISTRIES	NONE	501 (C) 3	UNRESTRICTED	1,000
TREE COALITION	NONE	501 (C) 3	UNRESTRICTED	1,000
TYGER RIVER FOUNDATION	NONE	501 (C) 3	UNRESTRICTED	1,000
UPSTATE FOREVER	NONE	501 (C) 3	UNRESTRICTED	2,500
UPSTATE WARRIOR SOLUTION	NONE	501 (C) 3	UNRESTRICTED	3,500
				· · · · · ·
USC UPSTATE FOUNDATION	NONE	501 (C) 3	UNRESTRICTED	1,000
WOFFORD COLLEGE	NONE	501 (C) 3	UNRESTRICTED	5,700.
Total from continuation sheets		<u> </u>	<u> </u>	

Part XV Supplementary Informati	& PHILLIPS FOUND			
3 · Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation	Purpose of grant or	<del></del>
Name and address (home or business)	any foundation manager	status of	Purpose of grant or contribution	Amount
Name and address (name of business)	or substantial contributor	recipient	<del> </del>	
WOMENS GIVING	NONE	501 (C) 3	UNRESTRICTED	
				2,2
<b>YMCA</b>	NONE	501 (C) 3	UNRESTRICTED	
				2,0
MUSC	NONE	501 (C) 3	UNRESTRICTED	5,0
			1	3,0
EPARTANBURG COUNTY FOUNDATION	NONE	501 (C) 3	UNRESTRICTED	4,0
CANCER ASSOCIATION	NONE	501 (C) 3	FOR DANCING WITH THE	
			STARS FUNDRAISER	2,8
FIRST PRESBYTERIAN CHURCH	NONE	501 (C) 3	FOR BEAUTIFICATION	
		<u> </u>	COMMITTEE	5,4
				······································
Total from continuation sheets		<u></u>		

FORM 990-PF	DIVIDENI	S AND INTER	EST FROM SECUR	ITIES S'	FATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	REVENUE	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	61,124	1.	0. 61,124.	61,124.	
TO PART I, LINE 4	61,124	1.	0. 61,124.	61,124.	
FORM 990-PF		ACCOUNTI	NG FEES	S	PATEMENT 2
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	_	2,195.	1,098.		1,097.
TO FORM 990-PF, PG	1, LN 16B	2,195.	1,098.		1,097.
FORM 990-PF	(	(A)	SIONAL FEES  (B)  NET INVEST-	(C)	(D)
DESCRIPTION		EXPENSES PER BOOKS	MENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MANAGEMENT FEES	<del>-</del>	13,040.	13,040.		0.
TO FORM 990-PF, PG	1, LN 16C =	13,040.	13,040.		0.
FORM 990-PF		TAX	ES	S	PATEMENT 4
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX TAXES - CURRENT YEA	- R	75. 2,878.	75. 2,878.		0.
TO FORM 990-PF, PG	1, LN 18	2,953.	2,953.		0.

FORM 990-PF	OTHER E	XPENSES	S	STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
BANK FEES MISCELLANEOUS	5. 240.	5. 240.		0.		
TO FORM 990-PF, PG 1, LN 23	245.	245.		0.		

FORM 990-PF	CORPORATE STOCK		STATEMENT 6
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES	•	5,952.	10,910.
AGRIUM INC.		0.	0.
AIR PRODUCTS & CHEM		20,200.	70,250.
ALERIAN MLP ETF		0.	0.
ALPHABET, INC (FKA GOOGLE)		8,936.	18,119.
ALPHABET, INC (FKA GOOGLE)		8,990.	18,490.
APPLE INC		22,198.	150,833.
BB&T CORP		10,282.	12,954.
BOEING CO		0.	0.
C R BARD INC NJ		21,157.	76,870.
CISCO SYS INC		12,140.	34,070.
CLEAN HARBORS		0.	0.
COCA COLA CO		26,524.	43,150.
COLGATE PALMOLIVE CO		20,896.	57,632.
CONAGRA FOODS, INC.		17,382.	19,390.
COSTCO WHOLESALE CORP.		10,944.	17,752.
DEERE & CO.		18,283.	39,064.
DIAGEO PLC SPON ADR NEW		32,266.	58,715.
DUKE ENERGY CORP.		36,333.	54,945.
EXXON MOBIL CORP		32,500.	40,825.
FLOWSERVE CORP		8,541.	19,076.
GENERAL ELECTRIC		21,012.	57,980.
GENERAL MILLS INC		16,713.	23,004.
ISHARES MSCI EMERGING MKTS ETF		52,740.	50,075.
ISHARES RUSSELL 2000 ETF		60,992.	119,035.
ISHARES S&P MIDCAP 400 INDEX		116,632.	261,646.
JABIL CIRCUIT INC		0.	0.
JOHNSON & JOHNSON		29,920.	61,735.
JPMORGAN CHASE & CO		22,046.	52,200.
KIMBERLY CLARK CORP		24,054.	64,875.
MICROSOFT CORP		6,628.	102,690.
NIKE INC		25,230.	66,492.
NORFOLK SOUTHERN CORP		21,720.	41,122.
ORACLE CORP		13,531.	22,480.
PANERA BREAD COMPANY CL A		0.	0.
PEPSICO		27,766.	84,960.
PNC FINL SVCS GP		15,373.	29,938.
PROCTER & GAMBLE		34,572.	65,498.
QUEST DIAGNOSTICS INC.		52,218.	79,133.
SCHLUMBERGER LTD		17,009.	54,443.
SMUCKER JM CO COM NEW		29,839.	63,360.
SPDR GOLD TR GOLD SHS		55,420.	54,347.
STRYKER CORP		18,397.	40,911.
TARGET CORP.		0.	0.
TYSON FOODS INC. UNION PACIFIC		14,276.	55,980.
UNITED TECHNOLOGIES CORP.		29,256.	59,495.
UNITEDHEALTH GP INC.		18,628.	43,720.
VANGUARD INTL EQUITY INDEX FD		43,608.	48,830.
VERIZON COMMUNICATIONS		21,194.	34,433.
VISA INC CL A		18,561.	91,220.
WALGREEN CO		21,202.	64,905.
		,202.	01,505.

BLACK & PHILLIPS FOUNDATION, INC.		57-0928657
WALMART STORES INC.	21,164.	30,072.
WALT DISNEY CO HLDG CO	21,669.	115,600.
WASTE MANAGEMENT INC.	15,607.	25,473.
WEYERHAEUSER CO	27,091.	40,644.
WHIRLPOOL CORP	21,099.	27,852.
YUM BRANDS INC.	4,286.	20,472.
AMAZON COM INC.	19,562.	23,125.
BRUNSWICK CORP	21,123.	19,863.
COMCAST CORP	19,010.	19,595.
EAST WEST BANCORP	16,354.	18,995.
EXPEDIA INC	23,927.	26,744.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,352,953.	2,905,987.
FORM 990-PF OTHER ASSETS		STATEMENT 7
BEGINNING OF	END OF YEAR	FAIR MARKET

YR BOOK VALUE

3,594.

4,567.

973.

BOOK VALUE

4,298.

4,298.

0.

VALUE

4,298.

4,298.

0.

	·			·			
FORM 990-PF (	OTHER	LIABILITIES			STA	TEMENT	8
DESCRIPTION			воч	AMOUNT	EOY	AMOUN	T
ACCRUED FEDERAL INCOME TAX		-		0.		1,	480.
TOTAL TO FORM 990-PF, PART II, I	LINE :	22		0.		1,	480.

	EXPLANATION	 		STATEMENT	

#### EXPLANATION

DESCRIPTION

ACCRUED DIVIDENDS

PREPAID FEDERAL TAX

TO FORM 990-PF, PART II, LINE 15

BLACK & PHILLIPS FOUNDATION, INC. DOES NOT SOLICIT CONTRIBUTIONS FROM THE PUBLIC AND IS EXEMPT FROM FILING A COPY OF FORM 990-PF TO THE SECRETARY OF STATE.