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**Return of Private Foundation**

**2016**

Department of the Treasury  
Internal Revenue Service

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2016 or tax year beginning 06/01, 2016, and ending 05/31, 2017

Name of foundation  
DREAMCATCHER FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) 81100 OLD HIGHWAY  
Room/suite  
City or town, state or province, country, and ZIP or foreign postal code  
ISLAMORADA, FL 33036

**A** Employer identification number  
20-0814986

**B** Telephone number (see instructions)  
(716) 878-8000

**C** If exemption application is pending, check here.

**D** 1 Foreign organizations, check here.   
2 Foreign organizations meeting the 85% test, check here and attach computation.

**E** If private foundation status was terminated under section 507(b)(1)(A), check here.

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.

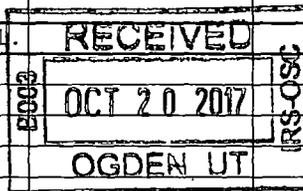
**G** Check all that apply:  
 Initial return  
 Final return  
 Address change  
 Initial return of a former public charity  
 Amended return  
 Name change

**H** Check type of organization:  
 Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  
 Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$** 3,168,967.

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b>	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
<b>3</b>	Interest on savings and temporary cash investments.				
<b>4</b>	Dividends and interest from securities	73,716.	73,716.		
<b>5a</b>	Gross rents				
<b>b</b>	Net rental income or (loss)				
<b>6a</b>	Net gain or (loss) from sale of assets not on line 10	29,435.			
<b>b</b>	Gross sales price for all assets on line 6a	269,916.			
<b>7</b>	Capital gain net income (from Part IV, line 2)		29,435.		
<b>8</b>	Net short-term capital gain				
<b>9</b>	Income modifications				
<b>10a</b>	Gross sales less returns and allowances				
<b>b</b>	Less Cost of goods sold				
<b>c</b>	Gross profit or (loss) (attach schedule)				
<b>11</b>	Other income (attach schedule)				
<b>12</b>	<b>Total.</b> Add lines 1 through 11	103,151.	103,151.		
<b>13</b>	Compensation of officers, directors, trustees, etc.	0.			
<b>14</b>	Other employee salaries and wages				
<b>15</b>	Pension plans, employee benefits				
<b>16a</b>	Legal fees (attach schedule)				
<b>b</b>	Accounting fees (attach schedule)				
<b>c</b>	Other professional fees (attach schedule)				
<b>17</b>	Interest				
<b>18</b>	Taxes (attach schedule) (see instructions)				
<b>19</b>	Depreciation (attach schedule) and depletion				
<b>20</b>	Occupancy				
<b>21</b>	Travel, conferences, and meetings				
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses (attach schedule) <u>ATCH .1.</u>	6,559.	6,286.		273.
<b>24</b>	<b>Total operating and administrative expenses.</b> Add lines 13 through 23.	6,559.	6,286.		273.
<b>25</b>	Contributions, gifts, grants paid	144,017.			144,017.
<b>26</b>	<b>Total expenses and disbursements.</b> Add lines 24 and 25	150,576.	6,286.		144,290.
<b>27</b>	Subtract line 26 from line 12				
<b>a</b>	Excess of revenue over expenses and disbursements	-47,425.			
<b>b</b>	<b>Net investment income</b> (if negative, enter -0-)		96,865.		
<b>c</b>	<b>Adjusted net income</b> (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .	10,931.	8,369.	8,369.
	2	Savings and temporary cash investments . . . . .	122,739.	172,207.	172,207.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable. . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use. . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments - U S and state government obligations (attach schedule). . . . .			
	b	Investments - corporate stock (attach schedule) . . . . .			
	c	Investments - corporate bonds (attach schedule). . . . .			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans . . . . .				
13	Investments - other (attach schedule) . . . . . <b>ATCH 2</b>	2,717,175.	2,622,844.	2,988,391.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	2,850,845.	2,803,420.	3,168,967.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons. . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	1,768,893.	1,624,876.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund. . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	1,081,952.	1,178,544.		
30	<b>Total net assets or fund balances</b> (see instructions). . . . .	2,850,845.	2,803,420.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	2,850,845.	2,803,420.		

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 2,850,845.
2	Enter amount from Part I, line 27a. . . . .	2 -47,425.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 2,803,420.
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 2,803,420.

**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.)
1 a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	29,435.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0.

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	179,041.	2,985,746.	0.059965
2014	159,529.	3,259,469.	0.048943
2013	202,111.	3,249,842.	0.062191
2012	139,472.	3,173,611.	0.043947
2011	145,354.	3,095,796.	0.046952
2 Total of line 1, column (d)			2 0.261998
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 0.052400
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 3,014,222.
5 Multiply line 4 by line 3.			5 157,945.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 969.
7 Add lines 5 and 6.			7 158,914.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 144,290.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 305, with 305 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Columns include question number, Yes, and No. Includes questions about political activities, unrelated business income, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of ROBERT E. RICH, JR. Telephone no 716-878-8000
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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?

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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)?
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?
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?
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?
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?
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?
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 jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?

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

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  **5b**

Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No **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?  Yes  No **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 (see instructions).**

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

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

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

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

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0.

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	

Total. Add lines 1 through 3 . . . . . ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	3,025,821.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	34,303.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	3,060,124.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	3,060,124.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	45,902.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4 . . . . .	<b>5</b>	3,014,222.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	150,711.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	150,711.
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5 . . . . .	<b>2a</b>	1,937.
<b>b</b>	Income tax for 2016. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	1,937.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	148,774.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	148,774.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	148,774.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	144,290.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	144,290.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) . . . . .	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	144,290.

**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 . . . . .				148,774.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only, . . . . .				
b Total for prior years 20 14 ,20 13 ,20 12 . . . . .				
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . . .				
b From 2012 . . . . .				
c From 2013 . . . . .				25,843.
d From 2014 . . . . .				
e From 2015 . . . . .				32,470.
f Total of lines 3a through e . . . . .	58,313.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 144,290.				
a Applied to 2015, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2016 distributable amount . . . . .				144,290.
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a) )	4,484.			4,484.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	53,829.			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	53,829.			
10 Analysis of line 9				
a Excess from 2012 . . . . .				
b Excess from 2013 . . . . .				21,359.
c Excess from 2014 . . . . .				
d Excess from 2015 . . . . .				32,470.
e Excess from 2016 . . . . .				

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

NOT APPLICABLE

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

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

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test - enter 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)(ii) . . . . .					
(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).)

ATTACHMENT 4

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:

ATCH 5

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

BY FORMAL LETTER REQUEST

c Any submission deadlines:

APPLICATION (LETTER REQUEST) ACCEPTED AT ANY TIME

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

NO RESTRICTIONS IF FROM BONAFIDE CHARITABLE ORGANIZATION

**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				
<b>Total</b> .....				▶ 3a 144,017
b Approved for future payment				
<b>Total</b> .....				▶ 3b





**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
8,102.		326.813 SH-GOLDMAN SACHS GROWTH FUND PROPERTY TYPE: SECURITIES 7,696.				P	12/10/2015	08/09/2016 406.	
14,000.		252.158 SH-COHEN & STEERS GLOBAL REALTY PROPERTY TYPE: SECURITIES 10,424.				P	07/20/2012	08/09/2016 3,576.	
10,000.		1094.432 SH-GOLDMAN SACHS ABSOLUTE RETUR PROPERTY TYPE: SECURITIES 10,295.				P		08/09/2016 -295.	
67,821.		2735.637 SH-GOLDMAN SACHS GROWTH FUND PROPERTY TYPE: SECURITIES 64,734.				P		08/09/2016 3,087.	
5,500.		393.799 SH-LAZARD GLOBAL LISTED INFRASTR PROPERTY TYPE: SECURITIES 5,026.				P	07/24/2013	08/09/2016 474.	
2,500.		605.516 SH-LOOMIS SAYLES HIGH INCOME FUN PROPERTY TYPE: SECURITIES 2,695.				P	07/20/2012	08/09/2016 -195.	
4,000.		372.685 SH-PUTNAM ABSOLUTE RETURN 500 FU PROPERTY TYPE: SECURITIES 4,311.				P	07/24/2013	08/09/2016 -311.	
9,000.		265.051 SH-T ROWE PRICE EMERGING MARKETS PROPERTY TYPE: SECURITIES 7,869.				P	07/20/2012	08/09/2016 1,131.	
72,993.		2532.721 SH-T ROWE PRICE MID-CAP VALUE F PROPERTY TYPE: SECURITIES 52,829.				P	08/17/2004	08/09/2016 20,164.	
8,000.		324.242 SH-VANGUARD SHORT TERM INFLATION PROPERTY TYPE: SECURITIES 8,043.				P	02/24/2014	08/09/2016 -43.	
68,000.		6122.862 SH-VANGUARD TOTAL BOND FUND PROPERTY TYPE: SECURITIES 66,559.				P	10/30/2014	08/09/2016 1,441.	
TOTAL GAIN (LOSS) .....								<u>29,435.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	34.	17.	17.
INVESTMENT ACCOUNT FEES	6,014.	6,014.	
OFFICE EXPENSE	511.	255.	256.
TOTALS	<u>6,559.</u>	<u>6,286.</u>	<u>273.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 2

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
7408.209 SH-AMERICAN EURO FUND	294,318.	388,486.
2670.635 SH-AMG SOUTHERSUN FD	41,043.	63,748.
1558.721 SH-COHEN & STEERS FD	59,920.	81,412.
21873.083 SH-GS ABSOLUTE R FD	198,705.	208,669.
650.00 SH-ISHARES RUSS MID CAP	113,436.	123,714.
6021.970 SH- LAZARD GLBL FUND	76,862.	101,591.
20804.924 SH-LOOMIS SAYLES FD	92,582.	89,669.
11586.917 SH-PIMCO EMERG FUND	120,322.	86,902.
35753.128 SH-PIMCO LOW DUR FD	370,162.	352,526.
18397.991 SH-PUTNAM AB RTN FD	209,189.	206,057.
5168.842 SH-T ROWE EM MKTS FD	113,073.	194,969.
8332.34 SH-TCW SEL EQ FUND	125,161.	234,222.
5076.327 SH-VAN INT EXP FUND	72,907.	100,461.
3449.748 SH-VAN ST INF PR FUND	85,574.	85,519.
32150.509 SH-VAN TOTAL BD FUND	349,496.	346,904.
3662.690 SH-VAN WINDSOR II FD	180,094.	241,152.
3796.760 SH-VIC GLO NAT RS FD	120,000.	82,390.
TOTALS	<u>2,622,844.</u>	<u>2,988,391.</u>

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

ATTACHMENT 3

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ROBERT E. RICH, JR. 81100 OLD HIGHWAY ISLAMORADA, FL 33036	PRESIDENT	0.		
MELINDA R. RICH 81100 OLD HIGHWAY ISLAMORADA, FL 33036	FIRST VICE PRESIDENT	0.		
KIMBERLY RICH LUPKIN 4717 RED OAK COURT HAMBURG, NY 14075	VP/ASSISTANT SECRETARY	0.		
ROBERT E. RICH, III 384 LAKEFRONT BLVD BUFFALO, NY 14202	VP/TREASURER	0.		
THEODORE W. RICH 9324 KENWOOD COURT CORAL GABLES, FL 33156	VP/SECRETARY	0.		
BARNABY W. RICH 212 PRESTON STREET ISLAMORADA, FL 33036	VICE PRESIDENT	0.		
<u>GRAND TOTALS</u>		<u>0.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 4

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

KIMBERLY R. LUPKIN, ROBERT E. RICH, III, THEODORE W. RICH, AND BARNABY W. RICH

ATTACHMENT 5

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

DREAMCATCHER FOUNDATION, INC.  
P.O. BOX 1578  
BUFFALO, NY 14213-1578

**DreamCatcher Foundation, Inc. FEIN:20-0814986**

**Form 990PF - Schedule XV - Contributions Paid**

Date	Check Number	Name and Address	If Individual, Relationship	If Foundation, Status	Purpose of Contribution	Amount
06/10/16	2098	Williams College Alumni Fund, Williamstown, MA	N/A	N/A	Annual Donation	\$500.00
06/10/16	2099	Columban Sisters, Silver Creek, NY	N/A	N/A	Annual Donation	\$500.00
06/10/16	2100	Nichols School, Buffalo, NY	N/A	N/A	Annual Donation	\$250.00
06/10/16	2101	Culinary Institute of America, Hyde Park, NY	N/A	N/A	Annual Donation	\$10,000.00
06/10/16	2102	Zero-The End of Prostrate Cancer, Alexandria, VA	N/A	N/A	Corporate Sponsorship	\$300.00
06/10/16	2103	Upper Keys Foundation, Inc., Islamorada, FL	N/A	Public	Annual Donation	\$9,000.00
06/10/16	2104	Cattaraugus Region Community Foundation, Olean, NY	N/A	Public	Annual Donation	\$2,500.00
06/10/16	2105	Buffalo Hearing & Speech Center, Buffalo, NY	N/A	N/A	General Donation	\$2,000.00
06/10/16	2106	Nichols School, Buffalo, NY	N/A	N/A	Annual Donation	\$10,000.00
06/10/16	2107	Florida Keys History and Discovery Foundation, Islamorada, FL	N/A	Public	General Donation	\$2,000.00
06/10/16	2108	Kids Escaping Drugs, West Seneca, NY	N/A	N/A	General Donation	\$632.00
06/10/16	2109	Iroquois Trail Council, Inc., Batavia, NY	N/A	N/A	General Donation	\$250.00
06/21/16	2110	Adam Vant Hof Memorial Fund, Eden Prairie, MN	N/A	N/A	Memorial Donation	\$500.00
07/06/16	2111	Hamburg Alumni Foundation, Hamburg, NY	N/A	Public	Annual Donation	\$250.00
07/11/16	2112	Enactus, Springfield, MO	N/A	N/A	Annual Donation	\$1,000.00
07/12/16	2113	HDC/Hamburg Community Playground Fund, Hamburg, NY	N/A	N/A	General Donation	\$1,000.00
07/12/16	2114	Independent Health Family Branch YMCA, Buffalo, NY	N/A	N/A	Annual Donation	\$2,000.00
07/26/16	2115	VeloSano, Cleveland, OH	N/A	N/A	General Donation	\$1,000.00
07/27/16	2116	VeloSano, Cleveland, OH	N/A	N/A	General Donation	\$15,000.00
08/05/16	2117	Canisius College, Buffalo, NY	N/A	N/A	General Donation	\$1,500.00
08/09/16	2118	Buffalo Zoo, Buffalo, NY	N/A	N/A	Annual Donation	\$5,000.00
08/09/16	2119	Roswell Park Alliance Foundation, Buffalo, NY	N/A	Public	Annual Donation	\$5,000.00
08/09/16	2120	Mark A Monaco Memorial Foundation, Depew, NY	N/A	Public	Annual Donation	\$200.00
08/09/16	2121	Armor Volunteer Fire Company, Inc., Hamburg, NY	N/A	N/A	Annual Donation	\$250.00
08/15/16	2122	Jeffrey Michael Sgroi Foundation, West Seneca, NY	N/A	Public	Memorial Donation	\$200.00
08/30/16	2123	St. Lawrence University, Canton, NY	N/A	N/A	General Donation	\$5,000.00
08/31/16	2124	Food Bank of WNY, Buffalo, NY	N/A	N/A	General Donation	\$500.00
09/08/16	2125	S.A.R.E.P Youth Fly Fishing Program, Fredonia, NY	N/A	N/A	General Donation	\$1,500.00
09/09/16	2126	Theatre of Youth, Buffalo, NY	N/A	N/A	General Donation	\$500.00
09/09/16	2127	Buffalo Prep, Buffalo, NY	N/A	N/A	General Donation	\$500.00
09/22/16	2129	United Church Home Society, Inc., Buffalo, NY	N/A	N/A	General Donation	\$2,000.00
09/22/16	2130	United Church Home Society, Inc., Buffalo, NY	N/A	N/A	General Donation	\$1,000.00
10/21/16	2131	Release Atlanta, Inc., Atlanta, GA	N/A	N/A	General Donation	\$2,000.00
10/21/16	2132	Park School of Buffalo, Buffalo, NY	N/A	N/A	General Donation	\$1,000.00
10/27/16	2133	Friends of the Pool, Key Largo, FL	N/A	N/A	Corporate Sponsorship	\$1,500.00
10/31/16	2134	Ronald McDonald House, Buffalo, NY	N/A	N/A	General Donation	\$500.00
11/22/16	2135	Enactus, Springfield, MO	N/A	N/A	Annual Donation	\$2,500.00
11/22/16	2136	Casey Powell World Lacrosse Foundation, Inc., Sarasota, Florida	N/A	Public	General Donation	\$2,000.00
11/30/16	2137	One Symphony Circle, Inc., Buffalo, NY	N/A	N/A	General Donation	\$500.00
12/01/16	2138	Special Olympics Western New York Region, Williamsville, NY	N/A	N/A	General Donation	\$200.00
01/11/17	2139	Insh Classical Theatre, Buffalo, NY	N/A	N/A	Annual Donation	\$5,000.00
01/12/17	2140	Tibet Oral History Project, Moraga, CA	N/A	N/A	General Donation	\$2,375.00
01/12/17	2142	Drepung Gomang Institute, Louisville, KY	N/A	N/A	General Donation	\$1,000.00
01/19/17	2143	Baptist Health Foundation, Islamorada, FL	N/A	Public	General Donation	\$3,000.00
01/24/17	2144	University At Buffalo Foundation, Buffalo NY	N/A	Public	General Donation	\$1,000.00
01/27/17	2145	St. Francis High School, Hamburg, NY	N/A	N/A	Annual Donation	\$5,000.00
01/27/17	2146	Hamburg Wesleyan Church, Hamburg, NY	N/A	N/A	General Donation	\$3,500.00
02/02/17	2147	Williams College Alumni Fund, Williamstown, MA	N/A	N/A	Annual Donation	\$500.00
02/08/17	2148	Tim Horton Children's Foundation, St. George, Ontario	N/A	Public	General Donation	\$10,000.00
03/21/17	2149	Yeshiva Elementary School, Miami Beach, FL	N/A	N/A	Annual Donation	\$500.00
03/22/07	2150	Jatson Chumig Educational Corporation, Decatur, GA	N/A	N/A	Annual Donation	\$4,000.00
04/04/17	2152	Buffalo Zoo, Buffalo, NY	N/A	N/A	Annual Donation	\$2,510.00
04/10/17	2153	Conesus Fest for Charity, Inc., Orchard Park, NY	N/A	N/A	General Donation	\$5,000.00
04/21/17	2154	St. Mary's Church, Buffalo, NY	N/A	N/A	General Donation	\$500.00
04/26/17	2155	11 Day Power Play, Tonawanda, NY	N/A	N/A	General Donation	\$500.00
05/02/17	2156	Florida Keys History and Discovery Foundation, Islamorada, FL	N/A	Public	General Donation	\$2,000.00
05/02/17	2157	Florida Keys Area Health Education Program, Inc., Marathon, FL	N/A	N/A	General Donation	\$1,500.00
05/09/17	2158	Columban Sisters, Silver Creek, NY	N/A	N/A	Annual Donation	\$500.00
05/12/17	2159	Susan Haxton Memorial Foundation, West Seneca, NY	N/A	Public	Memorial Donation	\$100.00
05/18/17	2160	Food Bank of the Rockies, Denver, CO	N/A	N/A	General Donation	\$1,500.00
05/31/17	2161	Independent Health Family Branch YMCA, Buffalo, NY	N/A	N/A	Annual Donation	\$2,000.00
					<b>Total</b>	<b>\$144,017.00</b>