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2016

Open to Public Inspection

Form 990-PF

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

Department of the Treasury
Internal Revenue Service

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

For calendar year 2016 or tax year beginning 7/1/2016, and ending 6/30/2017

Name of foundation: CHESLEY G MAGRUDER FOUNDATION
 Number and street (or P O box number if mail is not delivered to street address): P O BOX 1908
 Room/suite: Room/suite
 City or town state or province country and ZIP or foreign postal code: ORLANDO FL 32802-1908
 Foreign country name Foreign province/state/country Foreign postal code
 A Employer identification number: 59-1920736
 B Telephone number (see instructions): (407) 237-4500
 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 Initial return of a former public charity Final return Amended return Address change Name change
 H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
 I Fair market value of all assets at end of year (from Part II col (c) line 16) \$ 19,212,623
 J Accounting method Cash Accrual Other (specify) _____ (Part I column (d) must be on cash basis)

Part II Analysis of Revenue and Expenses (The total of amounts in columns (b) (c) and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	390,451	390,451		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	620,414			
b	Gross sales price for all assets on line 6a 6,566,754				
7	Capital gain net income (from Part IV, line 2)		620,414		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,010,865	1,010,865		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	2,500			2,500
c	Other professional fees (attach schedule)	75,618	37,809		37,809
17	Interest				
18	Taxes (attach schedule) (see instructions)	105,434	1,846		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	293			229
24	Total operating and administrative expenses. Add lines 13 through 23	183,845	39,655	0	40,538
25	Contributions, gifts, grants paid	591,822			591,822
26	Total expenses and disbursements. Add lines 24 and 25	775,667	39,655	0	632,360
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	235,198			
b	Net investment income (if negative, enter -0-)		971,210		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2016)

ENVELOPE POSTMARK DATE NOV 10 2017

SCANNED NOV 17 2017

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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	21,933		
	2	Savings and temporary cash investments	418,558	176,848	176,848
	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)	16,761,138	17,285,105	19,035,775	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item 1)	17,201,629	17,461,953	19,212,623	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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 ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds	17,201,629	17,461,953		
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 (see instructions)	17,201,629	17,461,953		
31	Total liabilities and net assets/fund balances (see instructions)	17,201,629	17,461,953		

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)	17,201,629
2	Enter amount from Part I, line 27a	235,198
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	26,506
4	Add lines 1, 2, and 3	17,463,333
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	1,380
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	17,461,953

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
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) FMV 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	620,414
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	909,491	14,571,658	0.062415
2014	839,313	17,827,983	0.047078
2013	843,423	17,306,544	0.048734
2012	775,374	16,184,836	0.047907
2011	843,868	15,946,792	0.052918
2 Total of line 1, column (d)			0.259052
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			0.051810
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			18,308,274
5 Multiply line 4 by line 3			948,552
6 Enter 1% of net investment income (1% of Part I, line 27b)			9,712
7 Add lines 5 and 6			958,264
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			632,360

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	19,424	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	19,424	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	19,424	
6	Credits/Payments			
6a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	52,768	
6b	Exempt foreign organizations—tax withheld at source	6b		
6c	Tax paid with application for extension of time to file (Form 8868)	6c		
6d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	52,768	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	33,344	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 19,424 Refunded <input type="checkbox"/>	11	13,920	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (407) 237-4500 Located at ▶ PO BOX 1908, ORLANDO FL ZIP+4 ▶ 32802-1908			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

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) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement		00	0	
		00	0	
		00	0	
		00	0	
		00	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
SUNTRUST BANK 200 S ORANGE AVE, SOAB-10, ORLANDO, FL 32801	INVESTMENT MANAGER	75,618
.....		
.....		
.....		
.....		
.....		

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 ▶

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	18,289,716
b	Average of monthly cash balances	1b	297,364
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	18,587,080
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	18,587,080
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	278,806
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	18,308,274
6	Minimum investment return. Enter 5% of line 5	6	915,414

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

1	Minimum investment return from Part X, line 6	1	915,414
2a	Tax on investment income for 2016 from Part VI, line 5	2a	19,424
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	19,424
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	895,990
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	895,990
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	895,990

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	632,360
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4.	4	632,360
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	632,360

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				895,990
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			519,226	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 632,360				
a Applied to 2015, but not more than line 2a			519,226	
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				113,134
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))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				782,856
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				
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

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

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

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

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

CHESLEY G MAGRUDER FOUNDATION C/O SUNTRUST BANK 200 S ORANGE AVE SOAB 10 ORLANDO, FL 32801

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

SEE ATTACHED

c Any submission deadlines

SEE ATTACHED

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

LIMITED TO 501(C)(3) ORGANIZATIONS WITH CENTRAL FLORIDA OPERATIONS

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	591,822
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- | | Yes | No |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| (1) Cash | | X |
| (2) Other assets | | X |
| b Other transactions | | |
| (1) Sales of assets to a noncharitable exempt organization | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | X |
| (3) Rental of facilities, equipment, or other assets | | X |
| (4) Reimbursement arrangements | | X |
| (5) Loans or loan guarantees | | X |
| (6) Performance of services or membership or fundraising solicitations | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | X |

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule

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

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

Signature of officer or trustee: [Signature] Date: 11/10/17 Title: President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
SHAWN P HANLON	[Signature]	11/7/2017		P00965923
Firm's name	Firm's EIN	Phone no.		
PRICEWATERHOUSECOOPERS, LLP	13-4008324	412-355-6000		
Firm's address	600 GRANT STREET, PITTSBURGH PA 15219			

CHESLEY G MAGRUDER FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PRIMROSE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution TO CONTRACT RESIDENTIAL NURSE FOR 10 HRS/WEEK			Amount 10,000

Name

MATTHEW'S HOPE MINISTRIES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution PROJECT FIRM FOUNDATION PRE-SCHOOL			Amount 5,000

Name

ORLANDO PHILHARMONIC ORCHESTRA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2016 YOUNG PEOPLE'S CONCERT (YPCS)			Amount 10,000

Name

ORLANDO REPERTORY THEATRE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution NO EMPTY BUS FUND			Amount 5,000

Name

LIFE CONCEPTS, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution CAMP THUNDERBIRD			Amount 10,000

Name

SENIORS FIRST

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution STEPPING STONE MEDICAL EQUIPMENT			Amount 10,000

CHESLEY G MAGRUDER FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ORLANDO SCIENCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SUPPORT TOWARD THE CAPITAL DEVELOPMENT OF STEM			Amount 25,000

Name

ALZHEIMER RESOURCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution TO EXPAND OUT NEW SAVVY CAREGIVER PROGRAM			Amount 5,000

Name

BIG BROTHERS BIG SISTERS OF CENTRAL FL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SUPPORT THE BBBSCFL'S COMMUNITY			Amount 5,000

Name

BOYS & GIRLS CLUBS OF CENTRAL FL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution YEAR ROUND PROGRAM SCHOLARSHIPS/LOW INCOME CHILDREN			Amount 10,000

Name

LIVING HOPE INTERNATIONAL MINISTRY INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution OUTREACH SERVICES & LIFE SKILLS PROGRAM SERVICES			Amount 5,000

Name

CENTRAL FLORIDA YMCA DOWNTOWN FAMILY CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution ANNUAL CAMPAIGN SCHOLARSHIPS & SAFETY AROUND WATER			Amount 5,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

COVENANT HOUSE FLORIDA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

INDEPENDENT LIVING TRACK PROGRAM

Amount

10,000

Name

CENTRAL FLORIDA FAMILY HEALTH

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

MEDICAL CARE FOR TRUE HEALTH PATIENTS

Amount

10,000

Name

UNIVERSITY OF FLORIDA FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

EXPAND SERVICES AT THE UF BEHAVIOR ANALYSIS CLINIC

Amount

10,000

Name

HEART OF FLORIDA UNITED WAY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

MISSION UNITED PROGRAM

Amount

10,000

Name

EDGEWOOD CHILDREN'S RANCH

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

FUNDING 1/7 COTTAGES FROM THE COTTAGE LIFE PROGRAM

Amount

10,000

Name

THE CHRIST SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

OPERATIONAL SUPPORT

Amount

15,000

CHESLEY G MAGRUDER FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

KINGDOM HARVEST INC DBA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SUCCESS TRAINING & EMPLOYMENT PROGRAM (STEP)			Amount 10,000

Name

CAMARADERIE FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution PROVIDE 240 COUNSELING SESSIONS			Amount 10,000

Name

SHEPHERD'S HOPE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution PRIMARY CARE MEDICAL VISITS FOR THE UNINSURED			Amount 10,000

Name

GRACE MEDICAL HOME

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution TECHNOLOGY COSTS FOR MEDICAL PRACTICE			Amount 10,000

Name

AMIKIDS INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution TO SUPPORT EXPERIENTIAL EDUCATION TRIP FOR AT RISK			Amount 5,000

Name

PENCIL BOY PROGRAM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution A GIFT FOR TEACHING			Amount 10,000

CHESLEY G MAGRUDER FOUNDATION

59-1920736 Page 5 of 11

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BACH FESTIVAL SOCIETY OF WINTER PARK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution BACH FESTIVAL 2016-2017 SEASON			Amount 5,000

Name

COALITION FOR THE HOMELESS OF CENTRAL FL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SPONSOR PROGRAM SVCS FOR HOMELESS WOMEN & CHILDREN			Amount 10,000

Name

HOLOCAUST MEMORIAL RESOURCE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution ONGOING SUPPORT FOR UPSTANDERS			Amount 5,000

Name

CAMP BOGGY CREEK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SUPPORT FOR THE JOY OF YES PROGRAM			Amount 10,000

Name

THE JOBS PARTNERSHIP OF FLORIDA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution LIFEWORKS EXPANSION PROJECT			Amount 10,000

Name

UCP OF CENTRAL FLORIDA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution AUGMENTATIVE ASSISTANCE COMMUNICATION			Amount 5,000

CHESLEY G MAGRUDER FOUNDATION

59-1920736 Page 6 of 11

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WEEKDAY SCHOOL

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution TUITION ASSISTANCE	Amount 5,000
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Name

HISTORICAL SOCIETY OF CENTRAL FLORIDA

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT	Amount 10,000
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Name

SAMARITAN VILLAGE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution TO SUPPORT THE SVI'S MINISTRY CAPACITY	Amount 5,000
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Name

HI TECH TUTORING CENTER INC

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution EXPANSION OF SUMMER CAMP FOR AUTISM AWARENESS	Amount 5,000
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Name

HOPE HELPS INC

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution KIDS OF HOPE SCHOOL BREAK LUNCH PROGRAM	Amount 5,000
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Name

WINTER PARK DAY NURSERY INC

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution TO SUPPORT THE WINTER PARK DAY NURSERY'S	Amount 10,000
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CHESLEY G MAGRUDER FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

JEWISH FAMILY SERVICES OF GREATER ORLANDO

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
RIDE PROGRAM	5,000

Name

JUNIOR ACHIEVEMENT OF CENTRAL FLORIDA

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
TO SUPPORT JA PROGRAMS IN TITLE I SCHOOLS	10,000

Name

THE MUSTARD SEED OF CENTRAL FLORIDA

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
FURNISHING BASIC STABILITY FOR FAMILIES PROGRAM	10,000

Name

OCA OPPORTUNITY COMMUNITY ABILITY INC

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
TO SUBSIDIZE THE COST OF ADULT VOCATIONAL TRAINING	5,000

Name

ORLANDO SHAKESPEARE FESTIVAL INC

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
TO SUPPORT THE 2016-2017 SPRING SEASON	5,000

Name

HABITAT FOR HUMANITY OF GREATER ORLANDO

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
BUTLER'S PRESERVE COMMUNITY	10,000

CHESLEY G MAGRUDER FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ORLANDO HEALTH FOUNDATION

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
MULTI-YEAR GRANT FOR DWNTWN CAMPUS PHF FINAL PHASE	50,000

Name

ADULT LITERACY LEAGUE

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
TO SUPPORT ADULT & FAMILY LITERACY	10,000

Name

CANINE COMPANIONS FOR INDEPENDENCE

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
TO FUND ASSISTANCE DOG'S TRAINING AND PLACEMENT	6,822

Name

CHILDREN'S HOME SOCIETY OF FLORIDA

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
PROTECT OUR CHILDREN	5,000

Name

CHRISTIAN SERVICE CENTER FOR CENTRAL FLORIDA

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
THE LOVE PANTY & FAMILY EMERGENCY SERVICES	10,000

Name

ELEVATE ORLANDO

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
SUPPORT FOR CLASS AT OAK RIDGE HIGH SCHOOL	10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

HEALTH CARE FOR THE HOMELESS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution HEALTH CARE SUPPORT FOR THE HOMELESS			Amount 10,000

Name

LIGHTHOUSE CENTRAL FLORIDA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution CHILDREN'S SERVICE PROGRAM			Amount 10,000

Name

ORLANDO MUSEUM OF ART

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SUPPORT 2017-2018 SEASON			Amount 25,000

Name

SALVATION ARMY - ORANGE COUNTY COMMAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SOCIAL SERVICES & YOUTH PROGRAMS			Amount 15,000

Name

STRENGTHEN ORLANDO, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution OPD MEMORIAL EAGLE PROJECT			Amount 5,000

Name

THE JAMES MADISON INSTITUTE INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution JMI PRESENCE ON THE UNIVERSITY OF CENTRAL			Amount 5,000

CHESLEY G MAGRUDER FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MARINE DISCOVERY CENTER INC

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution PROJECT H20	Amount 5,000
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Name

ROLLINS COLLEGE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution EXPAND DR MAGRUDER SR ENDOWED FUND	Amount 25,000
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Name

SPECIAL OLYMPICS FLORIDA

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution LITTLE ELITES & YOUNG ATHLETES AND CHILDREN	Amount 5,000
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Name

YOUTH MINISTRY INSTITUTE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution TO SUPPORT EXPENSES RELATED TO COACHING	Amount 5,000
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Name

CENTRAL FLORIDA ZOO & BOTANICAL GARDENS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution FLORIDA BLACK BEAR HABITAT PROJECT	Amount 10,000
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Name

IDIGNITY

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING SUPPORT	Amount 10,000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
MICHELEE PUPPETS INC
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution BULLY PREVENTION PROGRAMS	Amount 5,000
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Name
WUCF
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution TO SUPPORT WUCF TV'S EQUIPMENT NEEDS	Amount 10,000
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Amount	Totals			Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss		
			Capital Gains/Losses		Gross Sales										Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
			Long Term CG Distributions	Short Term CG Distributions	Other sales											
1 BRANDIES INTL SIC EQUITY-I	105262737	130,411			7/14/2014	11/9/2016	70,000	75,453					-5,253			
2 DPA INTERNATIONAL CORE	233203371				6/30/2015	1/19/2016	22,223	20,800					-1,423			
3 DOUBLINE TOTL RET BND	25852103				7/14/2014	6/8/2017	35,600	36,395					-795			
4 DOUBLINE TOTL RET BND	25852103				7/14/2014	6/22/2017	37,000	37,756					-756			
5 EATON VANCE-ATLANTA SM	277902698				6/7/2016	1/19/2016	17,959	18,400					-431			
6 EATON VANCE-ATLANTA SM	277902698				5/3/12/2016	1/19/2016	11,631	11,775					-144			
7 EATON VANCE-ATLANTA SM	277902698				5/26/2016	6/8/2017	20,312	18,450					1,862			
8 EATON VANCE-ATLANTA SM	277902698				6/14/2016	6/8/2017	7,291	6,675					616			
9 EATON VANCE-ATLANTA SM	277902698				6/16/2016	6/8/2017	20,305	18,450					1,855			
10 EATON VANCE-ATLANTA SM	277902698				6/16/2016	6/8/2017	58,332	51,200					7,132			
11 EATON VANCE-ATLANTA SM	277902698				6/20/2016	6/8/2017	93,462	85,200					8,262			
12 EATON VANCE-ATLANTA SM	277902698				6/28/2016	6/8/2017	138,898	122,055					16,843			
13 EATON VANCE-ATLANTA SM	277902698				6/28/2016	6/22/2017	22,250	19,545					2,705			
14 EATON VANCE-ATLANTA SM	277902698				6/26/2014	6/22/2017	314,550	255,340					59,210			
15 FEDERATED STRAT VAL DVC	314172560				6/20/2016	1/19/2016	24,800	25,794					-994			
16 FEDERATED STRAT VAL DVC	314172560				6/28/2016	12/15/2016	206,157	218,600					-12,643			
17 FEDERATED STRAT VAL DVC	314172560				6/20/2016	12/15/2016	160,843	170,708					-9,865			
18 GOTHAM NEUTRAL FUND-INT	360873111				8/22/2014	12/15/2016	310,099	337,000					-26,901			
19 JOHN HANCOCK ILL-DISPLN	478030640				7/14/2014	1/19/2016	27,800	28,536					-736			
20 GOTHAM NEUTRAL FUND-INT	360873111				1/19/2016	12/15/2016	9,927	9,000					927			
21 GOTHAM NEUTRAL FUND-INT	360873111				5/26/2016	12/15/2016	9,327	8,900					427			
22 JOHN HANCOCK ILL-DISPLN	478030640				7/14/2014	4/4/2017	1,173,257	1,110,940					64,317			
23 GOTHAM NEUTRAL FUND-INT	360873111				6/7/2016	12/15/2016	8,900	8,500					400			
24 GOTHAM NEUTRAL FUND-INT	360873111				6/14/2016	12/15/2016	9,355	8,900					455			
25 GOTHAM NEUTRAL FUND-INT	360873111				6/14/2016	12/15/2016	9,364	8,900					464			
26 GOTHAM NEUTRAL FUND-INT	360873111				6/16/2016	12/15/2016	26,093	24,800					1,293			
27 GOTHAM NEUTRAL FUND-INT	360873111				6/20/2016	12/15/2016	42,799	40,800					1,999			
28 GOTHAM NEUTRAL FUND-INT	360873111				6/28/2016	12/15/2016	44,580	42,700					1,880			
29 JOHN HANCOCK ILL-DISPLN	478030640				6/20/2016	4/4/2017	350,443	340,000					10,443			
30 T ROWE PRICE INST L/C GRV	457751408				6/16/2016	9/2/2016	924,127	530,000					394,127			
31 T ROWE PRICE INST L/C GRV	457751408				6/26/2014	9/2/2016	159,935	156,000					3,935			
32 T ROWE PRICE INST L/C GRV	457751408				7/14/2014	9/2/2016	150,907	148,501					2,406			
33 T ROWE PRICE INST L/C GRV	457751408				5/26/2016	9/2/2016	21,270	20,400					870			
34 T ROWE PRICE INST L/C GRV	457751408				5/3/12/2016	9/2/2016	21,163	20,400					763			
35 JOHN HANCOCK ILL-DISPLN	478030640				11/9/2015	4/4/2017	113,103	105,000					8,103			
36 T ROWE PRICE INST L/C GRV	457751408				6/7/2016	9/2/2016	20,974	20,400					574			
37 T ROWE PRICE INST L/C GRV	457751408				6/14/2016	9/2/2016	21,558	20,400					1,158			
38 T ROWE PRICE INST L/C GRV	457751408				6/16/2016	9/2/2016	59,812	58,600					1,212			
39 JOHN HANCOCK ILL-DISPLN	478030640				6/28/2016	4/4/2017	23,477	19,500					3,977			
40 T ROWE PRICE INST L/C GRV	457751408				6/20/2016	9/2/2016	108,199	102,500					5,699			
41 T ROWE PRICE INST L/C GRV	457751408				6/28/2016	9/2/2016	176,622	161,200					15,422			
42 ISHARES RUSSELL 1000 GR	484287614				9/2/2016	1/19/2016	27,634	28,270					-636			
43 PERKINS SIC VALUE FUND-I	47103C183				11/15/2012	1/19/2016	7,000	6,894					106			
44 PERKINS SIC VALUE FUND-I	47103C183				12/15/2016	6/8/2017	70,700	71,070					-370			
45 JANIUS HENDERSON PERKIN	47103C183				12/15/2016	6/22/2017	72,000	72,951					-951			
46 OPPENHEIMER DEVELOPING	683974604				2/27/2012	1/19/2016	5,400	5,985					-585			
47 PIMCO INVESTMENT GRD CC	722005816				6/30/2015	6/8/2017	90,312	89,371					941			
48 PIMCO INVESTMENT GRD CC	722005816				1/28/2011	6/8/2017	118,688	117,273					1,413			
49 PIMCO INVESTMENT GRD CC	722005816				1/28/2011	6/22/2017	209,000	205,538					3,462			
50 T RWE OM US SIC GR EO	779917103				8/22/2014	1/19/2016	7,000	6,573					427			
51 T RWE OM US SIC GR EO	779917103				12/15/2016	6/8/2017	85,000	77,350					7,650			
52 T RWE OM US SIC GR EO	779917103				12/15/2016	6/8/2017	86,000	78,729					7,271			
53 SPDR DJ WILSHIRE INTL REA	78463X863				6/18/2008	1/19/2016	3,120	4,048					-928			
54 SPDR DJ WILSHIRE INTL REA	78463X863				6/18/2008	6/8/2017	58,277	74,644					-16,367			
55 SPDR DJ WILSHIRE INTL REA	78463X863				6/18/2008	6/22/2017	58,419	76,921					-18,505			
56 SPDR DJ WILSHIRE INTL REA	78463X863				6/14/2016	1/19/2016	1,072	1,137					-65			
57 SPDR DJ WILSHIRE INTL REA	78463X863				6/16/2016	1/19/2016	3,335	3,343					-8			
58 SPDR DJ WILSHIRE INTL REA	78463X863				6/20/2016	1/19/2016	479	488					-9			
59 SPDR DJ WILSHIRE INTL REA	78463X863				6/28/2016	1/19/2016	898	858					40			
60 SPDR DJ WILSHIRE INTL REA	78463X863				5/3/12/2016	6/8/2017	717	754					-37			
61 SPDR DJ WILSHIRE INTL REA	78463X863				5/3/12/2016	6/8/2017	1,203	1,219					-16			
62 SPDR DJ WILSHIRE INTL REA	78463X863				5/3/12/2016	6/8/2017	463	472					-9			
63 SPDR DJ WILSHIRE INTL REA	78463X863				6/7/2016	6/8/2017	1,111	1,130					-19			
64 SPDR DJ WILSHIRE INTL REA	78463X863				7/14/2014	6/8/2017	109,234	98,228					10,006			
65 SPDR DJ WILSHIRE INTL REA	78463X863				7/30/2008	6/22/2017	38,327	28,705					9,622			
66 SPDR DJ WILSHIRE INTL REA	78463X863				7/14/2014	6/22/2017	34,553	31,113					3,440			
67 SPDR DJ WILSHIRE INTL REA	78463X863				6/29/2008	6/22/2017	43,051	30,496					12,555			
68 VANGUARD TOTAL BOND MF	921937835				6/29/2016	6/8/2017	36,429	37,400					-971			
69 VANGUARD TOTAL BOND MF	921937835				6/29/2016	6/22/2017	42,124	42,124					0			
70 VANGUARD INST INDEX-INS	92204100				6/7/2016	1/19/2016	34,000	33,243					757			
71 WESTERN ASSET CORE PLU	957663503				6/28/2016	6/8/2017	55,300	55,300					0			
72 WESTERN ASSET COPE PLU	957663503				6/28/2016	6/22/2017	60,000	60,051					-51			

Long Term CG Distributions: 130,411
Short Term CG Distributions: 0

Capital Gains/Losses: 6,566,754
Gross Sales: 5,946,340
Net Gain or Loss: 620,414

Part I, Line 16b (990-PF) - Accounting Fees

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

Part I, Line 16c (990-PF) - Other Professional Fees

		75,618	37,809	0	37,809
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted, Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	INVESTMENT MANAGEMENT FEES	75,618	37,809		37,809

Part I, Line 18 (990-PF) - Taxes

		105,434	1,846	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,846	1,846		
2	PY EXCISE TAX DUE	85,000			
3	ESTIMATED EXCISE PAYMENTS	18,588			

Part I, Line 23 (990-PF) - Other Expenses

		293	0	0	229
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	61	0		61
2	MAGIC MALL LIABILITY CONTRACT	168	0		168
3	HARRY'S FAMOUS FLOWERS	64	0		0

Part II, Line 13 (990-PF) - Investments - Other

Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1 SEE ATTACHED		16,761,138	17,285,105	19,035,775

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	10,401
2	AT&T REFUND	2	398
3	GAIN ON PY SALES SETTLED IN CY	3	15,707
4	Total	4	26,506

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	1,380
2	Total	2	1,380

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses
1	BRANDES INTL SIC EQUITY-I	105262737		130,411		7/14/2014	11/9/2016	70,000		0	75,253	-5,253	0	0	0	490,003
2	DFA INTERNATIONAL CORE	233203371				6/30/2015	11/9/2016	20,800		0	22,225	-1,425	0	0	0	-1,425
3	DOUBLELINE TOTL RET BND	256620103				7/14/2014	6/8/2017	35,600		0	36,395	-795	0	0	0	-795
4	DOUBLELINE TOTL RET BND	256620103				7/14/2014	6/22/2017	37,000		0	37,796	-796	0	0	0	-796
5	EATON VANCE-ATLANTA SM	277902698				6/7/2016	11/9/2016	17,989		0	18,400	-431	0	0	0	-431
6	EATON VANCE-ATLANTA SM	277902698				5/31/2016	11/9/2016	11,631		0	11,775	-144	0	0	0	-144
7	EATON VANCE-ATLANTA SM	277902698				5/29/2016	6/8/2017	20,312		0	18,450	1,862	0	0	0	1,862
8	EATON VANCE-ATLANTA SM	277902698				5/31/2016	6/8/2017	7,231		0	6,675	556	0	0	0	556
9	EATON VANCE-ATLANTA SM	277902698				6/14/2016	6/8/2017	20,305		0	18,450	1,855	0	0	0	1,855
10	EATON VANCE-ATLANTA SM	277902698				6/16/2016	6/8/2017	96,532		0	51,200	45,332	0	0	0	45,332
11	EATON VANCE-ATLANTA SM	277902698				6/20/2016	6/8/2017	83,462		0	85,200	-1,738	0	0	0	-1,738
12	EATON VANCE-ATLANTA SM	277902698				6/28/2016	6/8/2017	138,898		0	122,055	16,843	0	0	0	16,843
13	EATON VANCE-ATLANTA SM	277902698				6/28/2016	6/22/2017	22,250		0	19,545	2,705	0	0	0	2,705
14	EATON VANCE-ATLANTA SM	277902698				6/28/2016	6/22/2017	314,550		0	255,340	59,210	0	0	0	59,210
15	FEDERATED STRAT VAL DVI	314172580				6/20/2016	11/9/2016	24,800		0	25,794	-994	0	0	0	-994
16	FEDERATED STRAT VAL DVI	314172580				6/28/2016	12/15/2016	206,157		0	218,800	-12,643	0	0	0	-12,643
17	FEDERATED STRAT VAL DVI	314172580				6/20/2016	12/15/2016	180,843		0	170,708	9,865	0	0	0	9,865
18	GOTHAM NEUTRAL FUND-J	360873111				6/22/2014	12/15/2016	310,059		0	337,000	-26,901	0	0	0	-26,901
19	GOTHAM NEUTRAL FUND-J	360873111				7/14/2014	11/9/2016	27,800		0	28,536	-736	0	0	0	-736
20	GOTHAM NEUTRAL FUND-J	360873111				11/9/2015	12/15/2016	84,984		0	91,000	-6,016	0	0	0	-6,016
21	GOTHAM NEUTRAL FUND-J	360873111				5/29/2016	12/15/2016	9,327		0	8,900	427	0	0	0	427
22	GOTHAM NEUTRAL FUND-J	360873111				7/14/2014	4/4/2017	1,178,257		0	1,110,940	64,317	0	0	0	64,317
23	GOTHAM NEUTRAL FUND-J	360873111				5/31/2016	12/15/2016	9,327		0	8,900	427	0	0	0	427
24	GOTHAM NEUTRAL FUND-J	360873111				6/7/2016	12/15/2016	9,355		0	8,900	455	0	0	0	455
25	GOTHAM NEUTRAL FUND-J	360873111				6/14/2016	12/15/2016	9,364		0	8,900	464	0	0	0	464
26	GOTHAM NEUTRAL FUND-J	360873111				6/18/2016	12/15/2016	26,053		0	24,800	1,293	0	0	0	1,293
27	GOTHAM NEUTRAL FUND-J	360873111				6/20/2016	12/15/2016	42,799		0	40,800	1,999	0	0	0	1,999
28	GOTHAM NEUTRAL FUND-J	360873111				6/29/2016	12/15/2016	44,580		0	42,200	2,380	0	0	0	2,380
29	GOTHAM NEUTRAL FUND-J	360873111				6/30/2015	4/4/2017	380,443		0	340,000	40,443	0	0	0	40,443
30	T ROWE PRICE INST UC GRV	457751408				6/16/2012	9/2/2016	824,127		0	530,000	294,127	0	0	0	294,127
31	T ROWE PRICE INST UC GRV	457751408				6/26/2014	9/2/2016	159,935		0	156,000	3,935	0	0	0	3,935
32	T ROWE PRICE INST UC GRV	457751408				7/14/2014	9/2/2016	150,907		0	148,501	2,406	0	0	0	2,406
33	T ROWE PRICE INST UC GRV	457751408				5/29/2016	9/2/2016	21,270		0	20,400	870	0	0	0	870
34	T ROWE PRICE INST UC GRV	457751408				11/9/2015	4/4/2017	113,103		0	105,000	8,103	0	0	0	8,103
35	T ROWE PRICE INST UC GRV	457751408				6/14/2016	9/2/2016	20,974		0	20,400	574	0	0	0	574
36	T ROWE PRICE INST UC GRV	457751408				6/14/2016	9/2/2016	21,558		0	20,400	1,158	0	0	0	1,158
37	T ROWE PRICE INST UC GRV	457751408				6/15/2016	9/2/2016	59,812		0	56,600	3,212	0	0	0	3,212
38	T ROWE PRICE INST UC GRV	457751408				6/29/2016	4/4/2017	23,247		0	19,500	3,747	0	0	0	3,747
39	T ROWE PRICE INST UC GRV	457751408				6/20/2016	9/2/2016	108,199		0	102,500	5,699	0	0	0	5,699
40	T ROWE PRICE INST UC GRV	457751408				9/2/2016	9/2/2016	176,622		0	161,200	15,422	0	0	0	15,422
41	T ROWE PRICE INST UC GRV	457751408				6/20/2016	9/2/2016	27,634		0	28,270	-636	0	0	0	-636
42	T ROWE PRICE INST UC GRV	457751408				11/15/2012	11/9/2016	7,000		0	6,894	106	0	0	0	106
43	T ROWE PRICE INST UC GRV	457751408				12/15/2016	6/8/2017	70,700		0	71,070	-370	0	0	0	-370
44	T ROWE PRICE INST UC GRV	457751408				12/15/2016	6/8/2017	72,000		0	72,951	-951	0	0	0	-951
45	T ROWE PRICE INST UC GRV	457751408				6/22/2017	6/22/2017	5,400		0	5,386	14	0	0	0	14
46	T ROWE PRICE INST UC GRV	457751408				2/27/2012	11/9/2016	90,312		0	89,371	941	0	0	0	941
47	T ROWE PRICE INST UC GRV	457751408				6/30/2015	6/8/2017	118,688		0	117,275	1,413	0	0	0	1,413
48	T ROWE PRICE INST UC GRV	457751408				1/28/2011	6/22/2017	209,000		0	205,558	3,462	0	0	0	3,462
49	T ROWE PRICE INST UC GRV	457751408				8/22/2014	11/9/2016	7,000		0	6,573	427	0	0	0	427
50	T ROWE PRICE INST UC GRV	457751408				12/15/2016	6/8/2017	85,000		0	77,350	7,650	0	0	0	7,650
51	T ROWE PRICE INST UC GRV	457751408				12/15/2016	6/22/2017	86,000		0	78,728	7,271	0	0	0	7,271
52	T ROWE PRICE INST UC GRV	457751408				6/18/2008	6/8/2017	3,120		0	4,048	-928	0	0	0	-928
53	T ROWE PRICE INST UC GRV	457751408				6/18/2008	6/8/2017	58,277		0	74,644	-16,367	0	0	0	-16,367
54	T ROWE PRICE INST UC GRV	457751408				6/18/2008	6/22/2017	58,416		0	78,921	-18,505	0	0	0	-18,505
55	T ROWE PRICE INST UC GRV	457751408				6/18/2008	11/9/2016	1,075		0	1,137	-62	0	0	0	-62
56	T ROWE PRICE INST UC GRV	457751408				6/18/2016	11/9/2016	3,135		0	3,343	-208	0	0	0	-208
57	T ROWE PRICE INST UC GRV	457751408				6/28/2016	11/9/2016	448		0	478	-30	0	0	0	-30
58	T ROWE PRICE INST UC GRV	457751408				5/31/2016	11/9/2016	698		0	958	-260	0	0	0	-260
59	T ROWE PRICE INST UC GRV	457751408				5/29/2016	6/8/2017	717		0	754	-37	0	0	0	-37
60	T ROWE PRICE INST UC GRV	457751408				5/29/2016	6/8/2017	1,203		0	1,218	-15	0	0	0	-15
61	T ROWE PRICE INST UC GRV	457751408				5/31/2016	6/8/2017	483		0	472	11	0	0	0	11
62	T ROWE PRICE INST UC GRV	457751408				6/7/2016	6/8/2017	1,111		0	1,130	-19	0	0	0	-19
63	T ROWE PRICE INST UC GRV	457751408				7/14/2014	6/8/2017	109,234		0	89,226	20,008	0	0	0	20,008
64	T ROWE PRICE INST UC GRV	457751408				7/30/2008	6/22/2017	36,327		0	26,705	9,622	0	0	0	9,622
65	T ROWE PRICE INST UC GRV	457751408				7/14/2014	6/22/2017	34,553		0	31,113	3,440	0	0	0	3,440
66	T ROWE PRICE INST UC GRV	457751408				9/25/2008	6/22/2017	43,051		0	30,496	12,555	0	0	0	12,555
67	T ROWE PRICE INST UC GRV	457751408				6/28/2016	6/8/2017	36,429		0	37,490	-1,061	0	0	0	-1,061
68	T ROWE PRICE INST UC GRV	457751408				6/28/2016	6/22/2017	41,109		0	42,124	-1,015	0	0	0	-1,015

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses	Amount	
														Long Term CG Distributions	Short Term CG Distributions
								5,946,340	490,003					0	490,003
	130,411							0	0					0	0
70 VANGUARD INST INDEX-INS	922040100		6/7/2016	11/9/2016	34,000			33,243	757	0	0	0	0	0	757
71 WESTERN ASSET CORE PLU	957663503		6/28/2016	6/8/2017	55,300			55,582	-282	0	0	0	0	0	-282
72 WESTERN ASSET CORE PLU	957663503		6/28/2016	6/22/2017	60,000			60,051	-51	0	0	0	0	0	-51

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQ'D	Compensation	Benefits	Expense Account
1	DR G BROOK MAGRUDER, SR		200 S ORANGE AVE SOAB-10	ORLANDO	FL	32801		TRUSTEE	0	0		
2	DR SCOTT GREENWOOD, MD		200 S ORANGE AVE SOAB-10	ORLANDO	FL	32801		PRESIDENT	AS REQ'D	0		
3	DR ALLEN K HOLCOMB, MD		200 S ORANGE AVE SOAB-10	ORLANDO	FL	32801		VICE PRESIDENT	AS REQ'D	0		
4	ROBERT N BLACKFORD ESQ		200 S ORANGE AVE SOAB-10	ORLANDO	FL	32801		TRUSTEE	AS REQ'D	0		
5	LEON H HANDLY, ESQ		200 S ORANGE AVE SOAB-10	ORLANDO	FL	32801		SECRETARY (TREASURER)	AS REQ'D	0		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		34,180
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment	12/31/2016	544
4 Third quarter estimated tax payment	3/16/2017	18,044
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		52,768

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	519,226
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	519,226