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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

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

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

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

OMB No. 1545-0052

**2016**

Open to Public Inspection

For calendar year 2016 or tax year beginning

07/01, 2016, and ending

06/30, 2017

Name of foundation

ADELINE &amp; GEORGE MCQUEEN FOUNDATION XXXXX1007

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

10 S DEARBORN IL1-0117

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

CHICAGO, IL 60603

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) ▶ \$ 22,352,899.

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

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

A Employer identification number

75-6014459

B Telephone number (see instructions)

866-888-5157

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

D 1 Foreign organizations, check here. . . . .

2 Foreign organizations meeting the  
85% test, check here and attach  
computation . . . . .E If private foundation status was terminated  
under section 507(b)(1)(A), check here. . . . .F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here. . . . .**Part I Analysis of Revenue and Expenses** (The  
total of amounts in columns (b), (c), and (d)  
may not necessarily equal the amounts in  
column (a) (see instructions).)

|   | (a) Revenue and<br>expenses per<br>books | (b) Net investment<br>income | (c) Adjusted net<br>income | (d) Disbursements<br>for charitable<br>purposes<br>(cash basis only) |
|---|--|------------------------------|----------------------------|--|
| <b>Revenue</b>  |  |                              |                            |  |
| 1 Contributions, gifts, grants, etc., received (attach schedule)  |  |                              |                            |  |
| 2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to<br>attach Sch. B. . . . . |  |                              |                            |  |
| 3 Interest on savings and temporary cash investments.   |  |                              |                            |  |
| 4 Dividends and interest from securities . . . .  | 419,375.                                 | 418,424.                     |                            | STMT 1   |
| 5a Gross rents . . . . .  | NONE                                     | NONE                         | NONE                       |  |
| b Net rental income or (loss) . . . . .   | NONE                                     |                              |                            |  |
| 6a Net gain or (loss) from sale of assets not on line 10  | 955,106.                                 |                              |                            |  |
| b Gross sales price for all<br>assets on line 6a . . . . .  | 6,668,863.                               |                              |                            |  |
| 7 Capital gain net income (from Part IV, line 2) .  |  | 955,106.                     |                            |  |
| 8 Net short-term capital gain. . . . .  |  |                              |                            |  |
| 9 Income modifications . . . . .  |  |                              |                            |  |
| 10a Gross sales less returns<br>and allowances . . . . .  |  |                              |                            |  |
| b Less Cost of goods sold . . . . .   |  |                              |                            |  |
| c Gross profit or (loss) (attach schedule) . . . .  |  |                              |                            |  |
| 11 Other income (attach schedule) . . . . .   | 423,725.                                 | 420,472.                     |                            | STMT 2   |
| 12 Total. Add lines 1 through 11 . . . . .  | 1,798,206.                               | 1,794,002.                   | NONE                       |  |
| <b>Operating and Administrative Expenses</b>  |  |                              |                            |  |
| 13 Compensation of officers, directors, trustees, etc. .  | 212,781.                                 | 127,669.                     |                            | 85,112.  |
| 14 Other employee salaries and wages . . . . .  |  | NONE                         | NONE                       |  |
| 15 Pension plans, employee benefits . . . . .   |  | NONE                         | NONE                       |  |
| 16a Legal fees (attach schedule) . . . . .  |  |                              |                            |  |
| b Accounting fees (attach schedule) . . . . .   |  |                              |                            |  |
| c Other professional fees (attach schedule) . . .   |  |                              |                            |  |
| 17 Interest . . . . .   |  |                              |                            |  |
| 18 Taxes (attach schedule) (see instructions) . 3 .   | 3,473.                                   | 3,399.                       |                            |  |
| 19 Depreciation (attach schedule) and depletion .   |  |                              |                            |  |
| 20 Occupancy . . . . .  |  |                              |                            |  |
| 21 Travel, conferences, and meetings . . . . .  |  | NONE                         | NONE                       |  |
| 22 Printing and publications . . . . .  |  | NONE                         | NONE                       |  |
| 23 Other expenses (attach schedule) STMT. 4 .   | 48,608.                                  | 48,608.                      |                            |  |
| 24 Total operating and administrative expenses.<br>Add lines 13 through 23. . . . .                               | 264,862.                                 | 179,676.                     | NONE                       | 85,112.  |
| 25 Contributions, gifts, grants paid . . . . .  | 990,000.                                 |                              |                            | 990,000.   |
| 26 Total expenses and disbursements Add lines 24 and 25   | 1,254,862.                               | 179,676.                     | NONE                       | 1,075,112.   |
| 27 Subtract line 26 from line 12  |  |                              |                            |  |
| a Excess of revenue over expenses and disbursements . .   | 543,344.                                 |                              |                            |  |
| b Net investment income (if negative, enter -0-)  |  | 1,614,326.                   |                            |  |
| c Adjusted net income (if negative, enter -0-)  |  |                              | NONE                       |  |

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| <b>Part II Balance Sheets</b>   |  | 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 |
| <b>Assets</b>   | 1 Cash - non-interest-bearing . . . . .  | 13,198.   | -558,668.      | -558,668.             |
|   | 2 Savings and temporary cash investments . . . . .   | 646,740.  | 1,310,031.     | 1,310,031.            |
|   | 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 ▶ . . . . . <b>NONE</b>  |   |                |                       |
|   | 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) . <b>STMT 5.</b> . . . .   | 7,826,169.  | 10,743,735.    | 13,214,259.           |
|   | c Investments - corporate bonds (attach schedule) . <b>STMT 9.</b> . . . .   | 5,581,349.  | 4,169,927.     | 4,109,067.            |
|   | 11 Investments - land, buildings, and equipment basis ▶ . . . . .  |   |                |                       |
| Less: accumulated depreciation (attach schedule) ▶ . . . . .  |  |   |                |                       |
| 12 Investments - mortgage loans . . . . .   |  |   |                |                       |
| 13 Investments - other (attach schedule) . . . . . <b>STMT 13.</b>  | 4,036,864.   | 2,980,571.  | 3,163,080.     |                       |
| 14 Land, buildings, and equipment basis ▶ . . . . .   |  |   |                |                       |
| Less: accumulated depreciation (attach schedule) ▶ . . . . .  |  |   |                |                       |
| 15 Other assets (describe ▶ . . . . . <b>STMT 14)</b>   | 40.  | 40.   | 1,115,130.     |                       |
| 16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . . | 18,104,360.  | 18,645,636.   | 22,352,899.    |                       |
| <b>Liabilities</b>  | 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) . . . . .   |  | <b>NONE</b>   |                |                       |
| <b>Net Assets or Fund Balances</b>  | <b>Foundations that follow SFAS 117, check here . ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b> |   |                |                       |
|   | 24 Unrestricted . . . . .  |   |                |                       |
|   | 25 Temporarily restricted . . . . .  |   |                |                       |
|   | 26 Permanently restricted . . . . .  |   |                |                       |
|   | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>     |   |                |                       |
|   | 27 Capital stock, trust principal, or current funds . . . . .  | 18,104,360.   | 18,645,636.    |                       |
|   | 28 Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .  |   |                |                       |
|   | 29 Retained earnings, accumulated income, endowment, or other funds . . . . .  |   |                |                       |
| 30 <b>Total net assets or fund balances</b> (see instructions) . . . . .  | 18,104,360.  | 18,645,636.   |                |                       |
| 31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .                             | 18,104,360.  | 18,645,636.   |                |                       |

**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 | 18,104,360. |
| 2 Enter amount from Part I, line 27a . . . . .   | 2 | 543,344.    |
| 3 Other increases not included in line 2 (itemize) ▶ . . . . .   | 3 |             |
| 4 Add lines 1, 2, and 3 . . . . .  | 4 | 18,647,704. |
| 5 Decreases not included in line 2 (itemize) ▶ <b>COST BASIS ADJUSTMENT</b> . . . . .  | 5 | 2,068.      |
| 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 | 18,645,636. |

Form **990-PF** (2016)

**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,<br>2-story brick warehouse, or common stock, 200 shs. MLC Co )   |  |   | (b) How<br>acquired<br>P - Purchase<br>D - Donation   | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|---|--|---|---|--------------------------------------|----------------------------------|
| <b>1 a PUBLICLY TRADED SECURITIES</b>   |  |   |   |                                      |                                  |
| <b>b</b>  |  |   |   |                                      |                                  |
| <b>c</b>  |  |   |   |                                      |                                  |
| <b>d</b>  |  |   |   |                                      |                                  |
| <b>e</b>  |  |   |   |                                      |                                  |
| (e) Gross sales price   | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |                                      |                                  |
| <b>a</b> 6,668,863.   |  | 5,713,757.                                      | 955,106.  |                                      |                                  |
| <b>b</b>  |  |   |   |                                      |                                  |
| <b>c</b>  |  |   |   |                                      |                                  |
| <b>d</b>  |  |   |   |                                      |                                  |
| <b>e</b>  |  |   |   |                                      |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   |  |   | (i) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |                                      |                                  |
| (j) F.M.V. as of 12/31/69   | (k) Adjusted basis<br>as of 12/31/69       | (l) Excess of col. (i)<br>over col. (j), if any |   |                                      |                                  |
| <b>a</b>  |  |   | 955,106.  |                                      |                                  |
| <b>b</b>  |  |   |   |                                      |                                  |
| <b>c</b>  |  |   |   |                                      |                                  |
| <b>d</b>  |  |   |   |                                      |                                  |
| <b>e</b>  |  |   |   |                                      |                                  |
| <b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }  |  |   | <b>2</b>  | 955,106.                             |                                  |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).<br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in<br>Part I, line 8 |  |   | <b>3</b>  |                                      |                                  |

**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)<br>Base period years<br>Calendar year (or tax year beginning in)  | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col. (c)) |
|---|--|--|--|
| 2015  | 1,178,731.                               | 21,786,574.                                  | 0.054104   |
| 2014  | 1,102,944.                               | 23,539,975.                                  | 0.046854   |
| 2013  | 508,169.                                 | 22,429,431.                                  | 0.022656   |
| 2012  | 478,814.                                 | 20,712,554.                                  | 0.023117   |
| 2011  | 433,109.                                 | 19,203,190.                                  | 0.022554   |
| <b>2</b> Total of line 1, column (d)  |  |  | <b>2</b> 0.169285  |
| <b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the<br>number of years the foundation has been in existence if less than 5 years.                                       |  |  | <b>3</b> 0.033857  |
| <b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5   |  |  | <b>4</b> 21,484,975.                                       |
| <b>5</b> Multiply line 4 by line 3.   |  |  | <b>5</b> 727,417.  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).  |  |  | <b>6</b> 16,143.   |
| <b>7</b> Add lines 5 and 6.   |  |  | <b>7</b> 743,560.  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4.<br>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<br>Part VI instructions. |  |  | <b>8</b> 1,075,112.  |

**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 . . . . .<br>Date of ruling or determination letter. _____ (attach copy of letter if necessary - see instructions) |    | 1       | 16,143. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .  |    |         |         |
| 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       |         |
| 3 Add lines 1 and 2 . . . . .   |    | 3       | 16,143. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)   |    | 4       | NONE    |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .   |    | 5       | 16,143. |
| 6 Credits/Payments  |    |         |         |
| a 2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . .   | 6a | 6,084.  |         |
| b Exempt foreign organizations - tax withheld at source . . . . .   | 6b | NONE    |         |
| c Tax paid with application for extension of time to file (Form 8868) . . . . .   | 6c | NONE    |         |
| d Backup withholding erroneously withheld . . . . .   | 6d |         |         |
| 7 Total credits and payments. Add lines 6a through 6d . . . . .   | 7  | 6,084.  |         |
| 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  | 10,059. |         |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .  | 10 |         |         |
| 11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input checked="" type="checkbox"/> NONE Refunded <input type="checkbox"/>  | 11 |         |         |

**Part VII-A Statements Regarding Activities**

|   | Yes | No |
|---|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .   |     | X  |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .<br>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. |     | X  |
| c Did the foundation file Form 1120-POL for this year? . . . . .  |     | X  |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____  |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____   |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br>If "Yes," attach a detailed description of the activities  |     | X  |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .  |     | X  |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .  |     | X  |
| b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .  |     |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br>If "Yes," attach the statement required by General Instruction T.   |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .          | X   |    |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV   | X   |    |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> TX  |     |    |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .   | X   |    |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .  |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .   |     | X  |

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

|  |   |                               |     |    |
|--|---|-------------------------------|-----|----|
| 11   | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).            | 11                            | Yes | No |
| 12   | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).           | 12                            |     | X  |
| 13   | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?   | 13                            | X   |    |
| Website address ▶ N/A  |   |                               |     |    |
| 14   | The books are in care of ▶ JP MORGAN CHASE BANK, N.A.   | Telephone no ▶ (866) 888-5157 |     |    |
| Located at ▶ 10 S DEARBORN ST; MC; IL 1-0117, CHCAGO, IL   |   | ZIP+4 ▶ 60603                 |     |    |
| 15   | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .   | ▶ <input type="checkbox"/>    |     |    |
| and enter the amount of tax-exempt interest received or accrued during the year . . . . .  |   | ▶ 15                          |     |    |
| 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? . . . . . |                               | Yes | No |
| See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ |   | 16                            |     | 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.**

|  |  |   |
|--|--|---|
| <p><b>1a</b> During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p><b>b</b> If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/></p> <p><b>c</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |  | <p><b>1b</b> <input checked="" type="checkbox"/></p> <p><b>1c</b> <input checked="" type="checkbox"/></p> |
| <p><b>2</b> 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)).</p> <p><b>a</b> 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</p> <p>If "Yes," list the years <input type="text"/></p> <p><b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <input type="text"/></p>  |  | <p><b>2b</b> <input checked="" type="checkbox"/></p>  |
| <p><b>3a</b> 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</p> <p><b>b</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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>   |  | <p><b>3b</b> <input checked="" type="checkbox"/></p>  |
| <p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>   |  | <p><b>4a</b> <input checked="" type="checkbox"/></p> <p><b>4b</b> <input checked="" type="checkbox"/></p> |

Form **990-PF** (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)? ☐ 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)

**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 |
|--|---|---|---|---------------------------------------|
| JP MORGAN CHASE BANK, N.A.<br>10 S DEARBORN ST; MC; IL 1-0117, CHICAGO, IL 60603 | TRUSTEE<br>2  | 212,781.                                  | -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  |   | NONE             | NONE  | NONE                                  |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |
|   |   |                  |   |                                       |

**Total number of other employees paid over \$50,000** ☐ **NONE**

Form 990-PF (2016)

**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   |                     | NONE             |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
|  |                     |                  |
| Total number of others receiving over \$50,000 for professional services . . . . . |                     | NONE             |

**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.)

|   |   |    |             |
|---|---|----|-------------|
| 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 | 19,621,013. |
| b | Average of monthly cash balances . . . . .  | 1b | 1,148,580.  |
| c | Fair market value of all other assets (see instructions). . . . .   | 1c | 1,042,564.  |
| d | <b>Total</b> (add lines 1a, b, and c) . . . . .   | 1d | 21,812,157. |
| 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  | NONE        |
| 3 | Subtract line 2 from line 1d . . . . .  | 3  | 21,812,157. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | 4  | 327,182.    |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4         | 5  | 21,484,975. |
| 6 | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .  | 6  | 1,074,249.  |

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

|    |  |    |            |
|----|--|----|------------|
| 1  | Minimum investment return from Part X, line 6 . . . . .  | 1  | 1,074,249. |
| 2a | Tax on investment income for 2016 from Part VI, line 5 . . . . .   | 2a | 16,143.    |
| b  | Income tax for 2016. (This does not include the tax from Part VI.) . . . . .                                       | 2b |            |
| -c | Add lines 2a and 2b . . . . .  | 2c | 16,143.    |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                    | 3  | 1,058,106. |
| 4  | Recoveries of amounts treated as qualifying distributions . . . . .  | 4  | NONE       |
| 5  | Add lines 3 and 4 . . . . .  | 5  | 1,058,106. |
| 6  | Deduction from distributable amount (see instructions). . . . .  | 6  | NONE       |
| 7  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . . | 7  | 1,058,106. |

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

|   |  |    |            |
|---|--|----|------------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:   |    |            |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .  | 1a | 1,075,112. |
| 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  | NONE       |
| 3 | Amounts set aside for specific charitable projects that satisfy the:   |    |            |
| a | Suitability test (prior IRS approval required) . . . . .   | 3a | NONE       |
| b | Cash distribution test (attach the required schedule) . . . . .  | 3b | NONE       |
| 4 | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4  | 4  | 1,075,112. |
| 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  | 16,143.    |
| 6 | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .  | 6  | 1,058,969. |

**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)<br>Corpus | (b)<br>Years prior to 2015 | (c)<br>2015 | (d)<br>2016 |
|---|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2016 from Part XI, line 7 . . . . .   |               |                            |             | 1,058,106.  |
| <b>2</b> Undistributed income, if any, as of the end of 2016  |               |                            |             |             |
| <b>a</b> Enter amount for 2015 only. . . . .  |               |                            | 987,157.    |             |
| <b>b</b> Total for prior years 20 <u>14</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .   |               | NONE                       |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2016  |               |                            |             |             |
| <b>a</b> From 2011 . . . . .  | NONE          |                            |             |             |
| <b>b</b> From 2012 . . . . .  | NONE          |                            |             |             |
| <b>c</b> From 2013 . . . . .  | NONE          |                            |             |             |
| <b>d</b> From 2014 . . . . .  | NONE          |                            |             |             |
| <b>e</b> From 2015 . . . . .  | NONE          |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .  | NONE          |                            |             |             |
| <b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,075,112.</u>   |               |                            |             |             |
| <b>a</b> Applied to 2015, but not more than line 2a . . . . .   |               |                            | 987,157.    |             |
| <b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .  |               | NONE                       |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .  | NONE          |                            |             |             |
| <b>d</b> Applied to 2016 distributable amount . . . . .   |               |                            |             | 87,955.     |
| <b>e</b> Remaining amount distributed out of corpus . . . . .   | NONE          |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a) )  | NONE          |                            |             | NONE        |
| <b>6</b> Enter the net total of each column as indicated below:   |               |                            |             |             |
| <b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  | NONE          |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .  |               | NONE                       |             |             |
| <b>c</b> 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 . . . . . |               | NONE                       |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .   |               | NONE                       |             |             |
| <b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .  |               |                            |             |             |
| <b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 . . . . .  |               |                            |             | 970,151.    |
| <b>7</b> 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) . . . . .       | NONE          |                            |             |             |
| <b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .  | NONE          |                            |             |             |
| <b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .  | NONE          |                            |             |             |
| <b>10</b> Analysis of line 9.   |               |                            |             |             |
| <b>a</b> Excess from 2012 . . . . .   | NONE          |                            |             |             |
| <b>b</b> Excess from 2013 . . . . .   | NONE          |                            |             |             |
| <b>c</b> Excess from 2014 . . . . .   | NONE          |                            |             |             |
| <b>d</b> Excess from 2015 . . . . .   | NONE          |                            |             |             |
| <b>e</b> Excess from 2016 . . . . .   | NONE          |                            |             |             |

**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)

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

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

N/A

**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.

N/A

**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:

SEE STATEMENT 16

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

N/A

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

N/A

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| <div>Recipient</div> <div>Name and address (home or business)</div> | <div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div> | <div>Foundation status of recipient</div> | <div>Purpose of grant or contribution</div> | <div>Amount</div> |
|---|--|---|---|-------------------|
| <b>a Paid during the year</b><br><br>SEE STATEMENT 28               |  |   |   | 990,000.          |
| <b>Total</b> . . . . . ▶ <b>3a</b>                                  |  |   |   | 990,000.          |
| <b>b Approved for future payment</b>                                |  |   |   |                   |
| <b>Total</b> . . . . . ▶ <b>3b</b>                                  |  |   |   |                   |

| Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See instructions ) |
|---------------------------|---------------|--------------------------------------|---------------|--|
| (a)<br>Business code      | (b)<br>Amount | (c)<br>Exclusion code                | (d)<br>Amount |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               | 14                                   | 419,375.      |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               |                                      | NONE          |  |
|                           |               |                                      |               |  |
|                           |               | 18                                   | 955,106.      |  |
|                           |               |                                      |               |  |
|                           |               |                                      |               |  |
|                           |               | 14                                   | 3,019.        |  |
|                           |               | 14                                   | 234.          |  |
|                           |               | 14                                   | 335,886.      |  |
|                           |               | 14                                   | 84,586.       |  |
|                           |               |                                      | 1,798,206.    |  |

|  |  |    |            |
|--|--|----|------------|
| 13 Total. Add line 12, columns (b), (d), and (e) . . . . .     |  | 13 | 1,798,206. |
| (See worksheet in line 13 instructions to verify calculations) |  |    |            |

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

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

NOT APPLICABLE

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

- |          |  | Yes          | No |
|----------|--|--------------|----|
| <b>1</b> | 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?  |              |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |    |
|          | (1) Cash . . . . .   | <b>1a(1)</b> | X  |
|          | (2) Other assets . . . . .   | <b>1a(2)</b> | X  |
| <b>b</b> | Other transactions:  |              |    |
|          | (1) Sales of assets to a noncharitable exempt organization . . . . .   | <b>1b(1)</b> | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization . . . . .   | <b>1b(2)</b> | X  |
|          | (3) Rental of facilities, equipment, or other assets . . . . .   | <b>1b(3)</b> | X  |
|          | (4) Reimbursement arrangements . . . . .   | <b>1b(4)</b> | X  |
|          | (5) Loans or loan guarantees . . . . .   | <b>1b(5)</b> | X  |
|          | (6) Performance of services or membership or fundraising solicitations . . . . .   | <b>1b(6)</b> | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .   | <b>1c</b>    | X  |
| <b>d</b> | 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. |              |    |

[illegible]

- 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 |
|--------------------------|--------------------------|---------------------------------|
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

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  
KRISTEN BAXTER

Date \_\_\_\_\_

**Title**

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

Firm's name ► DELOITTE TAX LLP

|            |              |
|------------|--------------|
| Firm's EIN | ▶ 86-1065772 |
|------------|--------------|

Firm's address ► 127 PUBLIC SQUARE  
CLEVELAND, OH

Phone no. 312-486-9652

## RENT AND ROYALTY INCOME

|  |   |
|--|---|
| <b>Taxpayer's Name</b><br>ADELINE & GEORGE MCOUEEN FOUNDATION XXXXXX1007 | <b>Identifying Number</b><br>75-6014459 |
|--|---|

### DESCRIPTION OF PROPERTY

## MINERAL ACTIVITY

|  |     |    |  |
|--|-----|----|--|
|  | Yes | No | Did you actively participate in the operation of the activity during the tax year? |
|--|-----|----|--|

TYPE OF PROPERTY: 4 - COMMERCIAL

|                     |         |
|---------------------|---------|
| RENTAL INCOME ..... | -4,581. |
|---------------------|---------|

OTHER INCOME:

|             |  |
|-------------|--|
| OTHER WORK: |  |
|             |  |

[illegible]**TOTAL GROSS INCOME**

|                 |  |  |
|-----------------|--|--|
| OTHER EXPENSES: |  |  |
|-----------------|--|--|

[illegible][illegible][illegible][illegible]

|  |  |
|--|--|
|  |  |
|--|--|

[illegible]

|  |  |
|--|--|
|  |  |
|--|--|

[illegible][illegible]

DEPRECIATION (SHOWN BELOW)

|                                       |  |  |
|---------------------------------------|--|--|
| LESS: Beneficiary's Portion . . . . . |  |  |
|---------------------------------------|--|--|

## AMORTIZATION

|                                       |  |  |
|---------------------------------------|--|--|
| LESS. Beneficiary's Portion . . . . . |  |  |
|---------------------------------------|--|--|

## DEPLETION

|                             |  |  |
|-----------------------------|--|--|
| LESS: Beneficiary's Portion |  |  |
|-----------------------------|--|--|

**TOTAL EXPENSES**

|                                     |        |
|-------------------------------------|--------|
| TOTAL RENT OR ROYALTY INCOME (LOSS) | -4,581 |
|-------------------------------------|--------|

Less Amount to

**Rent or Royalty** . . . . . \_\_\_\_\_

Depreciation . . . . . \_\_\_\_\_

Depletion . . . . . \_\_\_\_\_

|                                       |       |
|---------------------------------------|-------|
| Depletion . . . . .                   | _____ |
| Investment Interest Expense . . . . . | _____ |

|                             |       |
|-----------------------------|-------|
| Investment Interest Expense | _____ |
| Other Expenses              | _____ |

Net Income (Loss) to Others . . . . .**Net Rent or Royalty Income (Loss)**

**Deductible Rental Loss (if Applicable)** . . . . .

## SCHEDULE FOR DEPRECIATION CLAIMED

[illegible]

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION<br>-----                      | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|---|--|--------------------------------------|
| FOREIGN DIVIDENDS                         | 46,686.  | 46,686.                              |
| NONDIVIDEND DISTRIBUTIONS                 | 684.   |                                      |
| DOMESTIC DIVIDENDS                        | 104,237.   | 104,237.                             |
| OTHER INTEREST                            | 2,274.   | 2,274.                               |
| CORPORATE INTEREST                        | 52,799.  | 52,799.                              |
| FOREIGN INTEREST                          | 8,161.   | 8,161.                               |
| EXEMPT INTEREST NOT SUBJECT TO AMT - STA  | 234.   |                                      |
| U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE | 33,976.  | 33,976.                              |
| EXEMPT DIVIDENDS SUBJECT TO AMT - STATES  | 33.  |                                      |
| OID INCOME ON USGI                        | 374.   | 374.                                 |
| OID INCOME ADJUSTMENT ON USGI             | -259.  | -259.                                |
| NONQUALIFIED FOREIGN DIVIDENDS            | 863.   | 863.                                 |
| NONQUALIFIED DOMESTIC DIVIDENDS           | 169,313.   | 169,313.                             |
|   | -----  | -----                                |
| TOTAL                                     | 419,375.   | 418,424.                             |
|   | =====  | =====                                |



ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART I - OTHER INCOME  
=====

| DESCRIPTION<br>----- | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|----------------------|--|--------------------------------------|
| TAX REFUND           | 3,019.   |                                      |
| DEFERRED INCOME      | 234.   |                                      |
| ROYALTY INCOME       | 335,886.   | 335,886.                             |
| LEASE BONUS          | 84,586.  | 84,586.                              |
|                      | -----  | -----                                |
| TOTALS               | 423,725.   | 420,472.                             |
|                      | =====  | =====                                |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART I - TAXES  
=====

| DESCRIPTION<br>-----           | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|--------------------------------|--|--------------------------------------|
| FOREIGN TAXES                  | 279.   | 279.                                 |
| STATE INCOME TAXES             | 82.  | 82.                                  |
| OTHER TAXES                    | 74.  |                                      |
| FOREIGN TAXES ON QUALIFIED FOR | 2,837.   | 2,837.                               |
| FOREIGN TAXES ON NONQUALIFIED  | 201.   | 201.                                 |
|                                | -----  | -----                                |
| TOTALS                         | 3,473.   | 3,399.                               |
|                                | =====  | =====                                |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART I - OTHER EXPENSES

=====

| DESCRIPTION<br>-----       | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|----------------------------|--|--------------------------------------|
| MINERAL INT-PRODUCTION TAX | 13,053.  | 13,053.                              |
| MINERAL INT-AD VALOREM TAX | 26,779.  | 26,779.                              |
| ROYALTY-OTHER EXPENSES     | 8,776.   | 8,776.                               |
| <br>TOTALS                 | <br>-----<br>48,608.<br>=====                    | <br>-----<br>48,608.<br>=====        |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE STOCK

=====

| DESCRIPTION<br>-----             | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|----------------------------------|-------------------------------|----------------------|
| 00171A530 AMG MANAGERS PICTET    | 450,000.                      | 505,271.             |
| 00206R102 AT&T INC               | 24,027.                       | 26,298.              |
| 002824100 ABBOTT LABORATORIES    | 12,714.                       | 14,632.              |
| 00724F101 ADOBE SYSTEMS INC      | 8,064.                        | 34,936.              |
| 00846U101 AGILENT TECHNOLOGIES   | 24,828.                       | 28,706.              |
| 015351109 ALEXION PHARMACEUTIC   | 6,691.                        | 8,274.               |
| 02079K107 ALPHABET INC/CA-CL C   | 35,853.                       | 84,512.              |
| 02079K305 ALPHABET INC/CA-CL A   | 20,202.                       | 42,765.              |
| 023135106 AMAZON.COM INC         | 29,871.                       | 77,440.              |
| 026874784 AMERICAN INTERNATIONAL | 24,905.                       | 27,696.              |
| 032511107 ANADARKO PETROLEUM C   | 18,588.                       | 12,106.              |
| 032654105 ANALOG DEVICES INC     | 19,834.                       | 24,196.              |
| 037833100 APPLE INC              | 11,269.                       | 125,153.             |
| 060505104 BANK OF AMERICA CORP   | 19,381.                       | 50,703.              |
| 064058100 BANK OF NEW YORK MEL   | 13,008.                       | 15,153.              |
| 084670702 BERKSHIRE HATHAWAY I   | 20,960.                       | 21,510.              |
| 09062X103 BIOGEN INC             | 4,604.                        | 17,096.              |
| 09247X101 BLACKROCK INC          | 12,559.                       | 16,052.              |
| 101137107 BOSTON SCIENTIFIC CO   | 27,213.                       | 35,260.              |
| 110122108 BRISTOL-MYERS SQUIBB   | 24,042.                       | 32,819.              |
| 115233579 BROWN ADV JAPAN ALPH   | 197,600.                      | 218,907.             |
| 125896100 CMS ENERGY CORP        | 13,851.                       | 18,454.              |
| 151020104 CELGENE CORP           | 9,102.                        | 25,974.              |
| 16119P108 CHARTER COMMUNICATIO   | 23,518.                       | 36,717.              |
| 172967424 CITIGROUP INC          | 38,288.                       | 59,657.              |
| 20030N101 COMCAST CORP-CLASS A   | 5,502.                        | 25,220.              |
| 20605P101 CONCHO RESOURCES INC   | 21,259.                       | 20,660.              |
| 25278X109 DIAMONDBACK ENERGY I   | 15,372.                       | 13,144.              |
| 254687106 WALT DISNEY CO/THE     | 59,527.                       | 64,600.              |

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24

STATEMENT 5

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE STOCK

=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|-------------------------------|----------------------|
| 25470M109 DISH NETWORK CORP-A  | 15,451.                       | 19,895.              |
| 256206103 DODGE & COX INTL STO | 371,307.                      | 453,378.             |
| 260543103 DOW CHEMICAL CO/THE  | 20,989.                       | 24,976.              |
| 263534109 DU PONT (E.I.) DE NE | 30,038.                       | 30,105.              |
| 26875P101 EOG RESOURCES INC    | 43,463.                       | 48,609.              |
| 26884L109 EQT CORP             | 17,838.                       | 14,765.              |
| 277432100 EASTMAN CHEMICAL CO  | 16,950.                       | 22,257.              |
| 30303M102 FACEBOOK INC-A       | 29,562.                       | 54,353.              |
| 31620M106 FIDELITY NATIONAL IN | 20,845.                       | 28,267.              |
| 369550108 GENERAL DYNAMICS COR | 21,986.                       | 28,328.              |
| 369604103 GENERAL ELECTRIC CO  | 41,580.                       | 42,784.              |
| 375558103 GILEAD SCIENCES INC  | 16,166.                       | 12,316.              |
| 38141G104 GOLDMAN SACHS GROUP  | 16,375.                       | 24,409.              |
| 416515104 HARTFORD FINANCIAL S | 17,308.                       | 26,232.              |
| 437076102 HOME DEPOT INC       | 10,283.                       | 46,480.              |
| 438516106 HONEYWELL INTERNATIO | 22,401.                       | 66,378.              |
| 444859102 HUMANA INC           | 7,637.                        | 22,137.              |
| 45866F104 INTERCONTINENTAL EXC | 11,558.                       | 13,118.              |
| 464287465 ISHARES MSCI EAFE IN | 1,782,511.                    | 1,905,144.           |
| 464287499 ISHARES RUSSELL MIDC |                               |                      |
| 46432F842 ISHARES CORE MSCI EA | 865,465.                      | 865,917.             |
| 46637K513 JPM GLBL RES ENH IND | 1,543,000.                    | 1,761,411.           |
| 4812A1654 JPM TAX AWARE EQ FD  | 210,000.                      | 214,383.             |
| 493267108 KEYCORP              | 11,723.                       | 20,295.              |
| 500754106 THE KRAFT HEINZ CO   | 20,459.                       | 21,153.              |
| 532457108 ELI LILLY & CO       | 32,386.                       | 34,072.              |
| 548661107 LOWE'S COS INC       | 9,099.                        | 35,819.              |
| 55273E822 MFS INTL VALUE-I     | 544,814.                      | 891,753.             |
| 573284106 MARTIN MARIETTA MATE | 16,522.                       | 22,035.              |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE STOCK  
=====

| DESCRIPTION<br>-----             | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|----------------------------------|-------------------------------|----------------------|
| 574599106 MASCO CORP             | 7,772.                        | 25,639.              |
| 57636Q104 MASTERCARD INC-CLASS   | 10,825.                       | 53,924.              |
| 58933Y105 MERCK & CO. INC.       | 24,889.                       | 25,316.              |
| 59156R108 METLIFE INC            | 13,691.                       | 26,701.              |
| 594918104 MICROSOFT CORP         | 33,831.                       | 110,012.             |
| 595017104 MICROCHIP TECHNOLOGY   | 14,851.                       | 15,745.              |
| 60871R209 MOLSON COORS BREWING   | 19,954.                       | 23,312.              |
| 609207105 MONDELEZ INTERNATIONAL | 22,701.                       | 36,798.              |
| 617446448 MORGAN STANLEY         | 34,349.                       | 64,389.              |
| 65339F101 NEXTERA ENERGY INC     | 13,148.                       | 14,714.              |
| 654106103 NIKE INC -CL B         | 11,814.                       | 12,036.              |
| 65473P105 NISOURCE INC           | 10,304.                       | 20,060.              |
| 655844108 NORFOLK SOUTHERN COR   | 9,395.                        | 9,614.               |
| 666807102 NORTHROP GRUMMAN COR   | 11,609.                       | 14,119.              |
| 67103H107 O'REILLY AUTOMOTIVE    | 30,009.                       | 25,374.              |
| 674599105 OCCIDENTAL PETROLEUM   | 53,858.                       | 45,860.              |
| 701769408 PARNASSUS CORE EQUIT   | 210,000.                      | 213,261.             |
| 713448108 PEPSICO INC            | 32,202.                       | 38,920.              |
| 717081103 PFIZER INC             | 52,073.                       | 51,863.              |
| 718172109 PHILIP MORRIS INTERN   | 29,386.                       | 30,654.              |
| 723787107 PIONEER NATURAL RESO   | 28,399.                       | 33,352.              |
| 78462F103 SPDR S&P 500 ETF TRU   | 2,632,550.                    | 3,123,331.           |
| 78486Q101 SVB FINANCIAL GROUP    | 12,649.                       | 18,106.              |
| 808513105 SCHWAB (CHARLES) COR   | 13,544.                       | 20,664.              |
| 854502101 STANLEY BLACK & DECK   | 26,409.                       | 39,123.              |
| 855244109 STARBUCKS CORP         | 18,386.                       | 19,184.              |
| 872540109 TJX COMPANIES INC      | 25,795.                       | 29,518.              |
| 872590104 T-MOBILE US INC        | 8,889.                        | 13,397.              |
| 882508104 TEXAS INSTRUMENTS IN   | 22,711.                       | 33,157.              |

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26

STATEMENT 7

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE STOCK

=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|-------------------------------|----------------------|
| 90130A101 TWENTY-FIRST CENTURY | 19,323.                       | 17,571.              |
| 907818108 UNION PACIFIC CORP   | 27,351.                       | 30,386.              |
| 910047109 UNITED CONTINENTAL H | 12,477.                       | 24,381.              |
| 91324P102 UNITEDHEALTH GROUP I | 19,303.                       | 81,585.              |
| 92532F100 VERTEX PHARMACEUTICA | 3,701.                        | 16,753.              |
| 92826C839 VISA INC-CLASS A SHA | 19,639.                       | 24,008.              |
| 931427108 WALGREENS BOOTS ALLI | 11,447.                       | 11,042.              |
| 94106B101 WASTE CONNECTIONS IN | 15,342.                       | 19,777.              |
| 949746101 WELLS FARGO & CO     | 28,660.                       | 62,502.              |
| 96208T104 WEX INC              | 12,843.                       | 14,494.              |
| 98138H101 WORKDAY INC-CLASS A  | 9,158.                        | 10,767.              |
| G0176J109 ALLEGION PLC         | 17,074.                       | 21,253.              |
| G0177J108 ALLERGAN PLC         | 57,631.                       | 58,099.              |
| G1151C101 ACCENTURE PLC-CL A   | 20,070.                       | 30,549.              |
| G27823106 DELPHI AUTOMOTIVE PL | 14,826.                       | 15,251.              |
| G47791101 INGERSOLL-RAND PLC   | 27,942.                       | 29,885.              |
| H1467J104 CHUBB LTD            | 19,040.                       | 48,557.              |
| Y09827109 BROADCOM LTD         | 11,567.                       | 74,576.              |
|                                | -----                         | -----                |
| TOTALS                         | 10,743,735.                   | 13,214,259.          |
|                                | =====                         | =====                |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE BONDS

=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>---- |
|--------------------------------|-------------------------------|-----------------------|
| 091929687 BLACKROCK HIGH YIELD | 594,141.                      | 591,859.              |
| 258620103 DOUBLELINE TOTL RET  | 582,606.                      | 562,646.              |
| 55273E640 MFS EMERGING MKTS DE | 217,147.                      | 215,841.              |
| 00037BAB8 ABB FINANCE USA INC  | 9,717.                        | 10,226.               |
| 00206RAJ1 AT&T INC 5 1/2% FEB  | 8,454.                        | 7,150.                |
| 00440EAK3 ACE INA HOLDINGS 5.8 | 9,321.                        | 10,285.               |
| 00440EAM9 ACE INA HOLDINGS 5.9 | 11,672.                       | 10,769.               |
| 023135AL0 AMAZON.COM INC 2.600 | 5,988.                        | 6,113.                |
| 025816AY5 AMERICAN EXPRESS SR  | 17,629.                       | 15,558.               |
| 02665WAH4 AMERICAN HONDA FINAN | 9,982.                        | 10,085.               |
| 03064VAD0 AMERICREDIT AUTOMOB  | 16,932.                       | 17,005.               |
| 03065KAF8 AMERICREDIT AUTOMOB  | 25,088.                       | 25,221.               |
| 03076CAH9 AMERIPRISE FINANCIAL | 10,081.                       | 9,710.                |
| 035242AP1 ANHEUSER-BUSCH INBEV | 9,984.                        | 10,304.               |
| 037411AX3 APACHE CORP 3.625% 0 | 5,244.                        | 5,157.                |
| 037833AZ3 APPLE INC 2.500% 02/ | 9,965.                        | 9,781.                |
| 05531FAU7 BB&T CORPORATION MTN | 5,065.                        | 5,085.                |
| 055451AU2 BHP BILLITON FIN USA | 8,241.                        | 8,513.                |
| 05565QDL9 BP CAPITAL MARKETS P | 10,146.                       | 10,096.               |
| 05574LPT9 BNP PARIBAS MTN 2.70 | 4,991.                        | 5,057.                |
| 06051GDZ9 BANK OF AMERICA CORP | 41,970.                       | 38,613.               |
| 064159HM1 BANK OF NOVA SCOTIA  | 9,945.                        | 10,043.               |
| 064159HT6 BANK OF NOVA SCOTIA  | 4,968.                        | 4,980.                |
| 084664BT7 BERKSHIRE HATHAWAY F | 15,467.                       | 15,473.               |
| 09247XAL5 BLACKROCK INC 3.500% | 5,299.                        | 5,257.                |
| 12572QAG0 CME GROUP INC 3.000% | 9,814.                        | 10,090.               |
| 13056JAC8 CALIFORNIA REPUBLIC  | 16,888.                       | 16,896.               |
| 14912L4E8 CATERPILLAR FINACIAL | 17,022.                       | 16,263.               |
| 172967HU8 CITIGROUP INC 2.500% | 20,213.                       | 20,180.               |

DBC738 501G 10/13/2017 09:11:38

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28

STATEMENT 9



ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE BONDS

=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|-------------------------------|----------------------|
| 20825CAR5 CONOCOPHILLIPS NOTES | 3,281.                        | 3,175.               |
| 24422ERM3 JOHN DEERE CAPITAL C | 1,997.                        | 2,033.               |
| 250847EJ5 DETROIT EDISON COMPA | 9,866.                        | 10,022.              |
| 25152CMN3 DEUTSCHE BANK AG LON | 5,726.                        | 5,033.               |
| 26884ABA0 ERP OPERATING LP 3.0 | 7,926.                        | 8,033.               |
| 26884ABF9 ERP OPERATING LP 2.8 | 1,987.                        | 1,923.               |
| 278058DH2 EATON CORP 6.95% MAR | 22,588.                       | 21,618.              |
| 278642AE3 EBAY INC 2.6% JUL 15 | 4,636.                        | 4,955.               |
| 29364DAR1 ENTERGY ARKANSAS INC | 6,012.                        | 6,118.               |
| 30231GAT9 EXXON MOBIL CORPORAT | 10,297.                       | 10,087.              |
| 313586RC5 FNMA ZERO CPN 10/09/ | 4,692.                        | 4,797.               |
| 3135G0WJ8 FNMA 0.875% 05/21/18 | 49,141.                       | 49,829.              |
| 3137EACA5 FHLMC 3.750% 03/27/2 | 172,737.                      | 156,056.             |
| 3137EADB2 FHLMC MTN 2.375% 01/ | 77,817.                       | 81,673.              |
| 343412AB8 FLUOR CORP (NEW) 3 3 | 5,185.                        | 5,191.               |
| 369550AR9 GENERAL DYNAMICS COR | 5,360.                        | 5,318.               |
| 36962G3H5 GENERAL ELEC CAP COR | 29,082.                       | 30,245.              |
| 375558AW3 GILEAD SCIENCES INC  | 10,560.                       | 10,393.              |
| 38141GGS7 GOLDMAN SACHS GROUP  | 35,889.                       | 39,401.              |
| 38141GVR2 GOLDMAN SACHS GROUP  | 1,986.                        | 2,068.               |
| 404280AL3 HSBC HOLDINGS PLC 4. | 27,383.                       | 27,224.              |
| 458140AJ9 INTEL CORP 3.3% OCT  | 5,158.                        | 5,228.               |
| 45866FAB0 INTERCONTINENTALEXCH | 1,998.                        | 2,019.               |
| 46132FAA8 INVESCO FINANCE PLC  | 4,949.                        | 5,094.               |
| 46132FAB6 INVESCO FINANCE PLC  | 9,700.                        | 9,547.               |
| 534187BC2 LINCOLN NATIONAL COR | 5,391.                        | 5,320.               |
| 548661CV7 LOWE'S COMPANIES INC | 5,050.                        | 5,298.               |
| 553794AC2 MUFG AMERICAS HLDGS  | 14,159.                       | 14,750.              |
| 56501RAB2 MANULIFE FINANCIAL C | 5,529.                        | 5,375.               |

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29

STATEMENT 10

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE BONDS

=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|-------------------------------|----------------------|
| 594918AT1 MICROSOFT CORP 2.375 | 10,963.                       | 10,954.              |
| 61747WAL3 MORGAN STANLEY 5 1/2 | 27,747.                       | 27,719.              |
| 637432LR4 NATIONAL RURAL UTIL  | 13,380.                       | 11,121.              |
| 63946BAE0 NBCUNIVERSAL MEDIA L | 5,422.                        | 5,389.               |
| 665772CK3 NORTHERN STATES PWR- | 5,005.                        | 5,018.               |
| 66989GAA8 NOVARTIS SECS INVEST | 20,742.                       | 21,059.              |
| 670346AK1 NUCOR CORP 5.85% JUN | 10,706.                       | 10,362.              |
| 674599BY0 OCCIDENTAL PETROLEUM | 5,175.                        | 5,326.               |
| 674599CG8 OCCIDENTAL PETROLEUM | 5,050.                        | 5,107.               |
| 693475AL9 PNC FINANCIAL SERVIC | 15,036.                       | 15,112.              |
| 694308HE0 PACIFIC GAS & ELECTR | 1,996.                        | 2,125.               |
| 73755LAH0 POTASH CORP-SASKATCH | 5,354.                        | 5,301.               |
| 737679DG2 POTOMAC ELECTRIC POW | 10,582.                       | 10,449.              |
| 740189AM7 PRECISION CASTPARTS  | 10,117.                       | 10,214.              |
| 74251VAH5 PRINCIPAL FINANCIAL  | 9,940.                        | 10,078.              |
| 743315AR4 PROGRESSIVE CORP 2.4 | 3,999.                        | 3,794.               |
| 747525AU7 QUALCOMM INC 3.250%  | 9,953.                        | 10,024.              |
| 78011DAC8 ROYAL BANK OF CANADA | 10,999.                       | 10,996.              |
| 80283LAM5 SANTANDER UK PLC 3.0 | 5,096.                        | 5,063.               |
| 80284MAF7 SANTANDER DRIVE AUTO | 25,047.                       | 25,307.              |
| 806854AH8 SCHLUMBERGER INVESTM | 5,124.                        | 5,255.               |
| 857477AL7 STATE STREET CORP 3. | 1,997.                        | 2,035.               |
| 857477AM5 STATE STREET CORP 3. | 5,091.                        | 5,290.               |
| 88165FAG7 TEVA PHARMACEUT FIN  | 1,925.                        | 1,989.               |
| 88166JAA1 TEVA PHARM FIN IV BV | 5,290.                        | 5,163.               |
| 89153VAL3 TOTAL CAPITAL INTL S | 10,603.                       | 10,564.              |
| 893526BY8 TRANSCANADA PIPELINE | 15,169.                       | 12,409.              |
| 89417EAE9 TRAVELERS COS INC SR | 8,858.                        | 10,361.              |
| 911312AQ9 UNITED PARCEL SERVIC | 4,896.                        | 5,051.               |

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30

STATEMENT 11

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - CORPORATE BONDS  
=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>----        |
|--------------------------------|-------------------------------|------------------------------|
| 912828B66 US TREAS 2.75% 02/15 | 36,209.                       | 36,402.                      |
| 912828D56 US TREAS 2.375% 08/1 | 35,216.                       | 35,525.                      |
| 912828G38 US TREAS 2.25% 11/15 | 95,063.                       | 90,478.                      |
| 912828G61 US TREAS 1.5% 11/30/ | 91,582.                       | 90,084.                      |
| 912828JR2 US TREAS 3.75% 11/15 | 258,340.                      | 252,953.                     |
| 912828ND8 US TREAS 3.5% 05/15/ | 96,696.                       | 100,217.                     |
| 912828P46 US TREAS 1.625% 02/1 | 90,320.                       | 85,524.                      |
| 912828PA2 US TREAS 1.875% 09/3 | 30,124.                       | 30,057.                      |
| 912828QQ6 US TREAS 2.375% 05/3 | 36,653.                       | 35,339.                      |
| 912828RR3 US TREAS 2% 11/15/21 | 100,816.                      | 100,835.                     |
| 912828SF8 US TREAS 2% 02/15/22 | 66,851.                       | 65,485.                      |
| 912828TH3 US TREAS 0.875% 07/3 | 88,780.                       | 89,051.                      |
| 912828UL2 US TREAS 1.375% 01/3 | 19,280.                       | 19,945.                      |
| 912828UN8 US TREAS 2% 02/15/23 | 93,586.                       | 90,028.                      |
| 912828VB3 US TREAS 1.75% 05/15 | 172,313.                      | 172,361.                     |
| 912828VS6 US TREAS 2.5% 08/15/ | 144,818.                      | 143,658.                     |
| 912828WN6 US TREAS 2% 05/31/21 | 60,776.                       | 60,607.                      |
| 912828XB1 US TREAS 2.125% 05/1 | 59,716.                       | 59,615.                      |
| 92343VBC7 VERIZON COMMUNICATIO | 10,238.                       | 10,340.                      |
| 927804FQ2 VIRGINIA ELEC & POWE | 7,114.                        | 7,224.                       |
| 92976WBH8 WACHOVIA CORP MEDIUM | 28,123.                       | 25,586.                      |
| 961214BK8 WESTPAC BANKING CORP | 15,989.                       | 17,039.                      |
| TOTALS                         | -----<br>4,169,927.<br>=====  | -----<br>4,109,067.<br>===== |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - OTHER INVESTMENTS

=====

| DESCRIPTION<br>-----           | COST/<br>FMV<br>C OR F<br>----- | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|---------------------------------|-------------------------------|----------------------|
| 092911965 BLACKSTONE PARTNERS  | C                               | 750,000.                      | 1,052,643.           |
| HFGAPBWF1 JPM ACCESS MULTI-STR | C                               | 2,230,571.                    | 2,110,437.           |
|                                |                                 | -----                         | -----                |
| TOTALS                         |                                 | 2,980,571.                    | 3,163,080.           |
|                                |                                 | =====                         | =====                |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - OTHER ASSETS

=====

DESCRIPTION

ENDING  
BOOK VALUE

ENDING  
FMV

MINERAL ASSETS

|                                |    |            |
|--------------------------------|----|------------|
| 997706301 T33N 9W & 10 W LA PL | 1. | 1,115,130. |
| 997709872 SEC 14 17S 38E LEA C | 1. |            |
| 997709909 SEC 17 21S 37E LEA C | 1. |            |
| 997719741 T&P RR CO SVY ETC PA | 1. |            |
| 997721460 T TAP RR CO SVY SUTT | 1. |            |
| 997721461 MCMULLEN CSL SUTTON  | 1. |            |
| 997721462 HUNT CSL WISE CO TX  | 1. |            |
| 997721498 T TAP RR CO SVY SUTT | 1. |            |
| 997721499 MCMULLEN CSL SUTTON  | 1. |            |
| 997721696 ECTOR CO TX SEC AND  | 1. |            |
| 997721698 PSL SVY GAINES CO TX | 1. |            |
| 997721699 H&GN RR CO SVY PECOS | 1. |            |
| 997721700 T&P RY CO SVY REAGAN | 1. |            |
| 997722286 H&GN RR CO SVY HENDE | 1. |            |
| 997722464 EL&RR CO SVY SUTTON  | 1. |            |
| 997722734 GC&SF RY CO SVY PECO | 1. |            |
| 997722825 F FENTSCH SVY SUTTON | 1. |            |
| 997722850 GC&SF RY CO SVY VAL  | 1. |            |
| 997722927 GC&SF RY CO SVY PECO | 1. |            |
| 997723005 KENT CO TX M. I. IN  | 1. |            |
| 997723056 GC&SF RY CO SVY VALV | 1. |            |
| 997723135 GC&SF RY CO SVY PECO | 1. |            |
| 997723136 JH GIBSON SVY YOAKUM | 1. |            |
| 997723179 BS&F RR CO SVY SUTTO | 1. |            |
| 997723224 MATAGORDA CSL SVY WI | 1. |            |
| 997723246 P BROWN SVY VAL VERD | 1. |            |
| 997723321 GC&SF RY CO SVY PECO | 1. |            |
| 997723322 JH GIBSON SVY YOAKUM | 1. |            |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART II - OTHER ASSETS  
=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>---         |
|--------------------------------|-------------------------------|------------------------------|
| 997723367 BS&F RR CO SVY SUTTO | 1.                            |                              |
| 997723441 H&GN RY CO SVY GARZA | 1.                            |                              |
| 997723462 C ANDERSON SVY SUTTO | 1.                            |                              |
| 997723540 G&MMB&A SVY WARD CO  | 1.                            |                              |
| 997723640 H&GN RY CO SVY GARZA | 1.                            |                              |
| 997723641 KENT COUNTY, TEXAS 6 | 1.                            |                              |
| 997723642 C ANDERSON SVY SUTTO | 1.                            |                              |
| 997723775 GC&SF RY CO SVY PECO | 1.                            |                              |
| 997723847 GC&SF RY CO SVY SUTT | 1.                            |                              |
| 997731345 UINTA CO WY SECTIONS | 1.                            |                              |
| 997735411 HT&B RR CO SVY KENT  | 1.                            |                              |
| 997735416 C HARDWICK SVY KENT  | 1.                            |                              |
| 999999999                      |                               |                              |
| TOTALS                         | -----<br>40.<br>=====         | -----<br>1,115,130.<br>===== |

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART XV - LINES 2a - 2d

=====

RECIPIENT NAME:

JPMORGAN CHASE BANK, N.A.

ADDRESS:

PO BOX 2050

FORT WORTH, TX 76113

RECIPIENT'S PHONE NUMBER: 817-884-4772

FORM, INFORMATION AND MATERIALS:

WRITTEN-NAME OF ORGANIZATION, PURPOSE, AMOUNT, REASON FOR REQUEST,  
LIST OF DIRECTORS, AND VERIFICATION OF TAX-EXEMPT STATUS

STATEMENT 16

## RECIPIENT NAME:

PANTEGO CHRISTIAN ACADEMY INC.

## ADDRESS:

2201 W PARK ROW DR  
Arlington, TX 76013

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

TARRANT COUNTY SAMARITAN  
HOUSING INC.

## ADDRESS:

924 HEMPHILL ST  
Fort Worth, TX 76104

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

## RECIPIENT NAME:

NEW KEY SCHOOL INC.

## ADDRESS:

3947 E LOOP 820 S  
FORT WORTH, TX 76119

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.



=====

## RECIPIENT NAME:

WHAT ABOUT REMEMBERING  
ME CENTER INC.

## ADDRESS:

809 LIPSCOMB ST  
Fort Worth, TX 76104

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

C L C INC

## ADDRESS:

6220, AGNLIN DR.  
FOREST HILL, TX 76119

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 100,000.

## RECIPIENT NAME:

ARTS COUNCIL OF NORTHEAST  
TARRANT COUNTY

## ADDRESS:

2819 R D HURT PKWY  
Bedford, TX 76021

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION-STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT -PAID ..... 5,000.

=====

## RECIPIENT NAME:

CENTER FOR TRANSFORMING LIVES

## ADDRESS:

512 W 4TH ST

Fort Worth, TX 76102

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

## RECIPIENT NAME:

BOYS AND GIRLS CLUBS OF  
GREATER FORT WORTH, INC..

## ADDRESS:

403 N SYLVANIA AVE

Fort Worth, TX 76111

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

## RECIPIENT NAME:

RIVERTREE ACADEMY INC.

## ADDRESS:

5439 BONNELL AVE

Fort Worth, TX 76107

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
HAPPY HILL FARM CHILDRENS  
HOME INC.  
ADDRESS:  
3846 N. HIGHWAY 144  
Granbury, TX 76048  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
MOTHERS MILK BANK OF  
NORTH TEXAS INC.  
ADDRESS:  
600 W MAGNOLIA AVE  
Fort Worth, TX 76104  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
LUBBOCK ENTERTAINMENT AND  
PERFORMING ARTS ASSOCIATION  
ADDRESS:  
1500 BROADWAY STREET / SUITE 1254  
Lubbock, TX 79401  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
FORT WORTH MUSEUM OF SCIENCE  
AND HISTORY  
ADDRESS:  
1600 GENDY ST  
Fort Worth, TX 76107  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
A WISH WITH WINGS INC  
ADDRESS:  
3751 WEST FREEWAY  
Fort Worth, TX 76107  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
DAY RESOURCE CENTER FOR THE  
HOMELESS  
ADDRESS:  
1415 E LANCASTER AVE  
Fort Worth, TX 76102  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

## RECIPIENT NAME:

CLAYTON CHILD CARE INC.

## ADDRESS:

1215 COUNTRY CLUB LANE  
Fort Worth, TX 76112

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

TRINITY VALLEY SCHOOL

## ADDRESS:

7500 DUTCH BRANCH RD  
Fort Worth, TX 76132

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 60,000.

## RECIPIENT NAME:

GILL CHILDRENS SERVICES INC.

## ADDRESS:

555 HEMPHILL ST STE 200  
Fort Worth, TX 76104

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

NEWDAY SERVICES FOR CHILDREN  
AND FAMILIES

## ADDRESS:

6816 CAMP BOWIE BLVD W, STE 112  
Fort Worth, TX 76116

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

CARTER BLOODCARE

## ADDRESS:

2205 HIGHWAY 121  
Bedford, TX 76021

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

SAFE CITY COMMISSION  
CAMP HOPE TEXAS

## ADDRESS:

777 W ROSEDALE ST  
FORT WORTH, TX 76104

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

=====

## RECIPIENT NAME:

RIVER LEGACY FOUNDATION

## ADDRESS:

703 NW GREEN OAKS BLVD

Arlington, TX 76006

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

IMAGINATION FORT WORTH

GENERAL OPERATING

## ADDRESS:

8008 CAMP BOWIE BLVD W

Fort Worth, TX 76116

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

COMMUNITY ENRICHMENT CENTER, INC.

## ADDRESS:

6250 NE LOOP 820

FORT WORTH, TX 76107

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

## RECIPIENT NAME:

FORT WORTH ZOOLOGICAL ASSOCIATION, INC

## ADDRESS:

1989 COLONIAL PKWY

FORT WORTH, TX 76110

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

## RECIPIENT NAME:

BIG BROTHERS BIG SISTERS LONE

STAR

## ADDRESS:

2202 N. WESTSHORE BLVD, SUITE 455,

TAMPA, FL 33607

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

## RECIPIENT NAME:

KIDS WHO CARE, INC.

KIDPOWER LEADERSHIP TRAINING

## ADDRESS:

1300 GENDY ST

FORT WORTH, TX 76107

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 30,000.



=====

## RECIPIENT NAME:

LEARNING CENTER OF NORTH  
TEXAS, INC.

## ADDRESS:

101 SUMMIT AVENUE  
FORT WORTH, TX 76102

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

CHILD STUDY CENTER  
CHILDREN'S CARE FUND

## ADDRESS:

1300 W. LANCASTER.DR  
FORT WORTH, TX 76102

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

## RECIPIENT NAME:

FORT WORTH SYMPHONY ORCHESTRA  
ASSOCIATION, INC.

## ADDRESS:

330 E 4TH ST STE 200  
FORT WORTH, TX 76102

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 50,000.

=====

## RECIPIENT NAME:

INTERNATIONAL SISTER CITIES  
ASSOCIATION OF FORT WORTH, INC.

## ADDRESS:

P.O. BOX 17879  
FORT WORTH, TX 76102

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 30,000.

## RECIPIENT NAME:

JUNIOR ACHIEVEMENT OF THE  
CHISHOLM TRAIL

## ADDRESS:

6300 RIDGLEA PLACE  
FORT WORTH, TX 76116

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 40,000.

## RECIPIENT NAME:

LENA POPE HOME, INC.  
LENA POPE COUNSELING SERVICES

## ADDRESS:

3200 SANGUINET STREET  
FORT WORTH, TX 76107

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 30,000.

ADELINE & GEORGE MCQUEEN FOUNDATION XXXXX1007

75-6014459

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

COMMUNITIES IN SCHOOLS OF  
GREATER TARRANT COUNTY, INC

ADDRESS:

6707 BRENTWOOD STRAIT  
FORT WORTH, TX 76112

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 45,000.

TOTAL GRANTS PAID:

990,000.

=====

## RENT AND ROYALTY SUMMARY

=====

| PROPERTY         | TOTAL<br>INCOME | DEPLETION/<br>DEPRECIATION | OTHER<br>EXPENSES | ALLOWABLE<br>NET<br>INCOME |
|------------------|-----------------|----------------------------|-------------------|----------------------------|
| -----            | -----           | -----                      | -----             | -----                      |
| MINERAL ACTIVITY | -4,581.         |                            |                   | -4,581.                    |
|                  | -----           | -----                      | -----             | -----                      |
| TOTALS           | -4,581.         |                            |                   | -4,581.                    |
|                  | =====           | =====                      | =====             | =====                      |