

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 10-01-2016, and ending 09-30-2017

Name of foundation MILLBROOK TRIBUTE GARDEN INC		A Employer identification number 14-1340079
Number and street (or P O box number if mail is not delivered to street address) PO BOX D	Room/suite	B Telephone number (see instructions) (845) 677-6823
City or town, state or province, country, and ZIP or foreign postal code MILLBROOK, NY 12545		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 41,871,651	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11,278	11,278		
	4 Dividends and interest from securities	2,100,592	2,099,977		
	5a Gross rents	12,500	12,500		
	b Net rental income or (loss) 12,500				
	6a Net gain or (loss) from sale of assets not on line 10	-802,773			
	b Gross sales price for all assets on line 6a				
		1,219,839			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	41,352	41,352			
12 Total. Add lines 1 through 11	1,362,949	2,165,107			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	97,285			97,285
	15 Pension plans, employee benefits	13,876			13,876
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	24,030	12,015		12,015
	c Other professional fees (attach schedule)	5,776			5,776
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8,039			8,039
	19 Depreciation (attach schedule) and depletion	51,791	1,534		
	20 Occupancy	24,710	24,710		
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	427,612	259,308		168,304
	24 Total operating and administrative expenses. Add lines 13 through 23	653,119	297,567		305,295
	25 Contributions, gifts, grants paid	1,701,927			1,701,927
26 Total expenses and disbursements. Add lines 24 and 25	2,355,046	297,567		2,007,222	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-992,097				
b Net investment income (if negative, enter -0-)		1,867,540			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	22,577	12,381	12,381
	2 Savings and temporary cash investments	3,216,070	3,042,181	3,042,181
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	1,199,750	150,000	148,019
	b Investments—corporate stock (attach schedule)	21,715,999	28,271,469	35,365,186
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ 128,344 Less accumulated depreciation (attach schedule) ▶ _____ 50,811	79,067	77,533	301,535
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ 2,489,740 Less accumulated depreciation (attach schedule) ▶ _____ 1,189,695	1,350,301	1,300,045	3,002,349
15 Other assets (describe ▶ _____)	2,219,721			
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	29,803,485	32,853,609	41,871,651	
Liabilities	17 Accounts payable and accrued expenses	79	2,493	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	79	2,493	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	29,803,406	32,851,116	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	29,803,406	32,851,116		
31 Total liabilities and net assets/fund balances (see instructions) .	29,803,485	32,853,609		

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	29,803,406
2 Enter amount from Part I, line 27a	2	-992,097
3 Other increases not included in line 2 (itemize) ▶ _____	3	4,039,807
4 Add lines 1, 2, and 3	4	32,851,116
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	32,851,116

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
(i) F M V as of 12/31/69			(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
1 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)			{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2 -802,773
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				3 98,630

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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,667,704	39,878,990	0 041819
2014	1,641,058	44,809,917	0 036623
2013	2,245,250	44,990,414	0 049905
2012	1,510,423	41,452,665	0 036437
2011	1,592,718	36,165,905	0 044039
2 Total of line 1, column (d)			2 0 208823
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 041765
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 38,687,489
5 Multiply line 4 by line 3			5 1,615,783
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,675
7 Add lines 5 and 6			7 1,634,458
8 Enter qualifying distributions from Part XII, line 4			8 2,007,222

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	18,675
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	18,675
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	18,675
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	37,400
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	37,400
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	405
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	18,320
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 18,320 Refunded ▶	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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, donor advised funds, and public inspection requirements.

14 The books are in care of D'ARCANGELO & CO LLP Telephone no (845) 677-6823

Located at 140 CHURCH STREET MILLBROOK NY ZIP+4 12545

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country

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

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

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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 N/A	
2	
All other program-related investments. See instructions	
3	
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	35,367,003
b	Average of monthly cash balances.	1b	3,408,568
c	Fair market value of all other assets (see instructions).	1c	501,068
d	Total (add lines 1a, b, and c).	1d	39,276,639
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	39,276,639
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	589,150
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	38,687,489
6	Minimum investment return. Enter 5% of line 5.	6	1,934,374

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	1,934,374
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	18,675
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	18,675
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,915,699
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,915,699
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,915,699

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	2,007,222
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	2,007,222
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	18,675
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,988,547

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,915,699
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			1,640,126	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>2,007,222</u>				
a Applied to 2015, but not more than line 2a			1,640,126	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				367,096
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				1,548,603
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

Part XV

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))

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

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

MILLBROOK TRIBUTE GARDEN INC CO
DARCANGELO CO LLP
PO BOX D FRANKLIN AVENUE
MILLBROOK, NY 12545
(845) 677-6823

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

WRITTEN APPLICATIONS WITH SUPPORTING MATERIALS EXPLAINING THE PURPOSE FOR THE REQUEST ALONG WITH A FINANCIAL STATEMENT, SHOULD BE SUBMITTED

c Any submission deadlines

NONE

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

NONE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				1,701,927
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
100M FED FARM CREDIT BK 4 25% 1/5/17	P		2017-01-05
500M FED FARM CRED BK 4 25% 4/17/17	P		2017-04-17
450 FED FARM CRED BK 2 25% 11/7/22	P		2016-10-14
THORNDALE PTSHP K-1 STCG PASSTHROUGH	P		
THORNDALE PTSHP K-1 LTCG PASSTHROUGH	P		
THORNDALE TZP LLC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100,000		100,000	
500,000		500,000	
450,000		450,000	
98,630			98,630
		972,612	-972,612
71,209			71,209

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			98,630
			-972,612
			71,209

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
OAKLEIGH THORNE PO BOX D MILLBROOK, NY 12545	PRESIDENT 000 00	0	0	0
FELICITAS S THORNE PO BOX D MILLBROOK, NY 12545	VICE PRESIDE 000 00	0	0	0
GEORGE WHALEN JR PO BOX D MILLBROOK, NY 12545	TREASURER 000 00	0	0	0
GEORGE WHALEN III PO BOX D MILLBROOK, NY 12545	SECRETARY 000 00	0	0	0
OAKLEIGH B THORNE PO BOX D MILLBROOK, NY 12545	TRUSTEE 000 00	0	0	0
JONATHAN THORNE PO BOX D MILLBROOK, NY 12545	TRUSTEE 000 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARTS MID HUDSON 696 DUTCHESS TURNPIKE POUGHKEEPSIE, NY 12603			GENERAL	10,000
BARD COLLEGE PO BOX 5000 ANNADALE ON HUDSON, NY 12504			GENERAL	50,000
CARDINAL HAYES HOME 60 ST JOSEPH DR MILLBROOK, NY 12545			GENERAL	45,000
CARY INSTITUTE FOR ECOSYS 2801 SHARON TURNPIKE SALT POINT, NY 12578			GENERAL	75,000
CENTER FOR PREVENT OF CHILD ABUSE 249 HOOKER AVENUE POUGHKEEPSIE, NY 12603			GENERAL	3,000
Total ▶				1,701,927
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTRAL BAPTIST CHURCH 26 CHURCH RD SALT POINT, NY 12578			GENERAL	12,500
CHURCH OF IMMAC CONCEPTI 4 LAVELLA RD AMENIA, NY 12501			GENERAL	21,000
DUTCHESS COUNTY ARC 8 INDUSTRY ST POUGHKEEPSIE, NY 12603			GENERAL	5,000
DC SPCA 636 VIOLET AVE POUGHKEEPSIE, NY 12603			GENERAL	11,000
DUTCHESS DAY SCHOOL 415 RT 343 MILLBROOK, NY 12545			GENERAL	320,000
Total 3a				1,701,927

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DUTCHESS LAND CONSERV 4289 ROUTE 82 MILLBROOK, NY 12545			GENERAL	35,000
DUTCHESS OUTREACH 29 N HAMILTON ST 1 POUGHKEEPSIE, NY 12601			GENERAL	1,000
FRIENDS OF STISSING LANDMARKS PO BOX 37 PINE PLAINS, NY 12567			GENERAL	40,000
GRACE EPISCOPAL CHURCH 3328 FRANKLIN AVE MILLBROOK, NY 12545			GENERAL	39,000
HOSPICE 374 VIOLET AVE POUGHKEEPSIE, NY 12603			GENERAL	15,000
Total ▶ 3a				1,701,927

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HV BOY SCOUT COUNCIL 6 JEANNE DR NEWBURGH, NY 12550			GENERAL	25,000
LYALL MEM FEDER CHURCH 30 MAPLE HTS MILLBROOK, NY 12545			GENERAL	88,000
MAPLEBROOK SCHOOL 5142 ROUTE 22 AMENIA, NY 12501			GENERAL	45,000
MILES OF HOPE BREAST CANCER FD PO BOX 405 LAGRANGEVILLE, NY 12540			GENERAL	15,000
MILLBROOK ARTS GROUP FRANKLIN AVE MILLBROOK, NY 12545			GENERAL	6,000
Total 3a				1,701,927

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MILLBROOK BOY SCOUTS FRANKLIN AVE MILLBROOK, NY 12545			GENERAL	3,000
MILLBROOK CENTRAL SCHOOL PO BOX AA MILLBROOK, NY 12545			GENERAL	65,000
MILLBROOK FREE LIBRARY 3 FRIENDLY LN MILLBROOK, NY 12545			GENERAL	20,000
MILLBROOK GIRL SCOUTS FRANKLIN AVE MILLBROOK, NY 12545			GENERAL	1,000
MILLBROOK HISTORICAL SOCIETY 35 MERRITT AVENUE MILLBROOK, NY 12545			GENERAL	4,500
Total ▶				1,701,927
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MILLBROOK LITERARY FESTIVAL PO BOX 1349 MILLBROOK, NY 12545			GENERAL	1,000
MILLBROOK PONY CLUB 211 HAMMOND HILL RD DOVER PLAINS, NY 12522			GENERAL	5,000
MILLBROOK ROTARY PO BOX 261 MILLBROOK, NY 12545			GENERAL	1,000
MILLBROOK SCHOOL 131 MILLBROOK SCHOO MILLBROOK, NY 12545			GENERAL	150,000
NORTHEAST COMMUNITY CENTER LITTLE NECK PKWY LITTLE NECK, NY 11362			GENERAL	3,000
Total ▶ 3a				1,701,927

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTHERN DUTCHESS POP WARNER 70 CHURCH STREET MILLBROOK, NY 12545			GENERAL	1,000
PINE PLAINS MEMORIAL HALL 2946 CHURCH STREET PINE PLAINS, NY 12567			GENERAL	60,000
RURAL MIGRANT MINISTRY 360 NOXON RD POUGHKEEPSIE, NY 12603			GENERAL	2,000
SMITHFIELD PRESBYTERIAN C 656 SMITHFIELD RD AMENIA, NY 12501			GENERAL	15,000
SPARROWS NEST 942 ROUTE 376 WAPPINGERS FALLS, NY 12590			GENERAL	10,000
Total ▶ 3a				1,701,927

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST JOSEPH'S CHURCH 15 NORTH AVE MILLBROOK, NY 12545			GENERAL	39,000
ST PETERS'S CHURCH DEEP HOLLOW RD MILLBROOK, NY 12545			GENERAL	17,500
THORNE BUILDING COMMUNITY CENTER PO BOX 1087 MILLBROOK, NY 12545			GENERAL	327,427
TOWN OF WASHINGTON 10 RESERVOIR DR MILLBROOK, NY 12545			GENERAL	45,000
VASSAR HOSPITAL 45 READE PLACE POUGHKEEPSIE, NY 12603			GENERAL	10,000
Total 3a				1,701,927

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VERBANK METHODIST CHURCH 8 NORTH CLOVE ROAD VERBANK, NY 12585			GENERAL	1,000
VILLAGE OF MILLBROOK PO BOX 349 MILLBROOK, NY 12545			GENERAL	58,000
YOUNG LIFE 19 VITTI STREET NEW CANAAN, CT 06840			GENERAL	1,000
Total ▶ 3a				1,701,927

TY 2016 Accounting Fees Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL REPORT	24,030	12,015		12,015

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: MILLBROOK TRIBUTE GARDEN INC

EIN: 14-1340079

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND	1968-01-01	165,054							
PROJECT ON GREEN	1968-01-01	4,790	4,790	STRAIGHT LINE	10 0000				
PARKING LOT PAVING	1969-01-01	20,500	20,500	STRAIGHT LINE	10 0000				
PARKING LOT PAVING-BANK	1969-01-01	18,900	18,900	STRAIGHT LINE	10 0000				
COTTAGE	1972-01-01	20,744	20,744	STRAIGHT LINE	33 0000				
COTTAGE ROOF	1972-01-01	1,289	1,289	STRAIGHT LINE	8 0000				
5' CART	1973-01-01	179	179	STRAIGHT LINE	5 0000				
FLOOD LIGHTING PARK	1974-01-01	1,584	1,584	STRAIGHT LINE	10 0000				
STORM SEWER	1974-01-01	1,625	1,625	STRAIGHT LINE	10 0000				
BRIDGE RESTORATION	1975-01-01	4,406	4,406	STRAIGHT LINE	10 0000				
BUILDINGS	1975-01-01	2,375	2,375	STRAIGHT LINE	25 0000				
FLOOD LIGHTING PARKING LOT	1975-01-01	641	641	STRAIGHT LINE	10 0000				
RELOCATE FRONT ENTRANCE	1976-01-01	3,000	3,000	STRAIGHT LINE	10 0000				
SHED ROOF	1977-01-01	425	425	STRAIGHT LINE	8 0000				
NORTHERN SPRUCE TREES	1979-01-01	3,330	3,330	STRAIGHT LINE	10 0000				
CONCRETE WALKS	1981-01-01	10,185	10,185	STRAIGHT LINE	10 0000				
CONCRETE WALKS	1982-01-01	50,373	50,373	STRAIGHT LINE	10 0000				
GRAVEL PLAYGROUND	1982-01-01	1,551	1,551	STRAIGHT LINE	6 0000				
CHAINLINK FENCE AND GATES	1983-01-01	14,900	14,900	STRAIGHT LINE	10 0000				
CONCRETE WALKS	1983-01-01	33,844	33,844	STRAIGHT LINE	10 0000				

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FLOOD LIGHTING MONUMENT	1983-01-01	1,198	1,198	STRAIGHT LINE	10 0000				
GARAGE & MAINT BLDG	1983-01-01	52,307	52,307	STRAIGHT LINE	25 0000				
IMPROVEMENTS	1983-01-01	3,123	3,123	STRAIGHT LINE	15 0000				
PARK BENCHES	1983-01-01	1,154	1,154	STRAIGHT LINE	10 0000				
PARK BENCHES AND INSTALLATION	1983-01-01	4,599	4,599	STRAIGHT LINE	10 0000				
PARKING LOT	1983-01-01	34,803	34,803	STRAIGHT LINE	10 0000				
BLACK TOP	1984-01-01	3,107	3,107	STRAIGHT LINE	10 0000				
CONCRETE WALKS	1984-01-01	19,375	19,375	STRAIGHT LINE	10 0000				
ELECTICAL WIRING & SHELVING	1984-01-01	3,378	3,378	STRAIGHT LINE	15 0000				
PARK CATCH BASINS	1984-01-01	1,150	1,150	STRAIGHT LINE	10 0000				
TRASH BASKETS	1984-01-01	3,667	3,667	STRAIGHT LINE	10 0000				
BLACKTOP	1984-07-01	1,000	1,000	STRAIGHT LINE	10 0000				
CURBING	1985-06-01	4,633	4,633	STRAIGHT LINE	10 0000				
PATIO ON GREEN	1985-06-01	2,400	2,400	STRAIGHT LINE	10 0000				
LOCK MOWER W/ SULKY	1985-07-01	5,600	5,600	STRAIGHT LINE	5 0000				
BLACK TOP	1985-10-01	20,737	20,737	STRAIGHT LINE	10 0000				
BLACK TOP	1985-11-01	2,741	2,741	STRAIGHT LINE	19 0000				
PARK SIDEWALK STEPS AND MEMORIAL	1986-09-01	27,800	27,800	STRAIGHT LINE	19 0000				
SMALL POOL EQUIPMT BLDG	1987-06-01	10,500	7,692	STRAIGHT LINE	40 0000	263			
CEMENT WORK	1987-07-01	5,132	5,132	STRAIGHT LINE	15 0000				

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
ELECTRICAL IMPROVMTS	1987-07-01	1,676	1,676	STRAIGHT LINE	15 0000				
STORAGE SHED CONCRETE FLOOR	1987-09-01	8,500	8,500	STRAIGHT LINE	15 0000				
WROUGHT IRON FENCE	1987-09-01	15,500	15,500	STRAIGHT LINE	15 0000				
OLD MAINT SHED CONCRETE FLOOR	1987-11-01	2,550	2,550	STRAIGHT LINE	10 0000				
WROUGHT IRON RAILINGS	1988-02-01	4,800	4,640	STRAIGHT LINE	15 0000				
KITCHEN LINOLEUM	1988-05-01	750	750	STRAIGHT LINE	10 0000				
LANDSCAPING	1988-05-01	6,685	6,685	STRAIGHT LINE	10 0000				
LAYPIPE AND HOOKUP LIGHT POSTS	1988-05-01	822	822	STRAIGHT LINE	7 0000				
LITTER RECEPTACLES	1988-05-01	2,094	2,094	STRAIGHT LINE	5 0000				
LANDSCAPING	1988-09-01	7,980	7,980	STRAIGHT LINE	10 0000				
YORK MODEL STONE RAKE	1988-09-01	518	518	STRAIGHT LINE	5 0000				
GARAGE ROOF	1989-06-01	950	950	STRAIGHT LINE	10 0000				
BRICK RESTORATION	1989-08-01	33,650	33,650	STRAIGHT LINE	20 0000				
NEW WAR MEMORIAL	1990-09-01	11,902	11,902	STRAIGHT LINE	15 0000				
BRIDGE REPAIRS	1992-01-31	3,254	3,254	STRAIGHT LINE	15 0000				
STORAGE BARN REPAIRS	1992-01-31	6,915	6,915	STRAIGHT LINE	15 0000				
BRIDGE REPAIRS	1992-04-30	1,323	1,323	STRAIGHT LINE	15 0000				
BRIDGE REPAIRS	1992-09-30	4,259	4,259	STRAIGHT LINE	15 0000				
LANDSCAPING	1994-06-10	11,000	11,000	STRAIGHT LINE	15 0000				
LOUDSPEAKER SOUND SYSTEM	1994-06-15	6,542	6,542	STRAIGHT LINE	15 0000				

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PLAYGROUND EQUIPMENT	1995-10-15	39,146	39,146	STRAIGHT LINE	7 0000				
LANDSCAPING	1996-05-01	10,248	10,248	STRAIGHT LINE	15 0000				
SIDEWALKS	1996-08-01	30,662	30,662	STRAIGHT LINE	15 0000				
LANDSCAPING	1996-09-15	6,030	6,030	STRAIGHT LINE	15 0000				
LITTER RECEPTICLES	1997-03-26	2,384	2,384	STRAIGHT LINE	7 0000				
AMERICAN FLAG	1997-04-25	225	225	STRAIGHT LINE	7 0000				
LANDSCAPING	1997-06-01	11,825	11,825	STRAIGHT LINE	15 0000				
IMPROVEMENTS	1998-01-09	3,157	1,515	STRAIGHT LINE	39 0000	81	81		
WELL	1998-06-08	3,100	3,101	STRAIGHT LINE	15 0000				
WELL WATER SYSTEM	1998-09-10	2,940	2,940	STRAIGHT LINE	15 0000				
LEAF BLOWER	1998-10-05	850	850	200% DB	7 0000				
BATH HOUSE ADDITION	1998-10-15	41,170	18,960	STRAIGHT LINE	39 0000	1,056			
WATER IRRIGATION SYSTEM	1999-07-15	2,951	2,949	150% DB	15 0000				
WATER IRRIGATION SYSTEM	1999-11-16	11,443	11,443	STRAIGHT LINE	10 0000				
ROOF	1999-12-22	2,932	2,932	STRAIGHT LINE	10 0000				
FLAG	2000-05-09	219	219	STRAIGHT LINE	7 0000				
SITE FURNISHINGS	2000-05-22	4,239	4,239	STRAIGHT LINE	7 0000				
1998 SCAG COMMERCIAL MOWER	2000-06-13	4,000	4,000	STRAIGHT LINE	7 0000				
DRINKING FOUNTAIN	2000-06-13	456	456	STRAIGHT LINE	5 0000				
EQUIPMENT	2000-06-29	1,586	1,586	STRAIGHT LINE	7 0000				

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
GARBAGE RECEPTACLE	2001-01-02	508	508	STRAIGHT LINE	7 0000				
LADDER	2001-01-04	260	260	STRAIGHT LINE	7 0000				
PLAYGROUND EQUIPMENT	2001-05-16	1,677	1,677	STRAIGHT LINE	7 0000				
FLAG	2001-06-21	200	200	STRAIGHT LINE	7 0000				
MAPLE TREE	2001-10-03	483	482	STRAIGHT LINE	10 0000				
LEAF BLOWER	2001-10-24	485	485	STRAIGHT LINE	7 0000				
SIGN	2001-10-24	316	316	STRAIGHT LINE	7 0000				
PLAYGROUND EQUIPMENT	2002-05-09	3,643	3,643	STRAIGHT LINE	7 0000				
KOHLER MOWER	2002-07-27	7,200	7,200	STRAIGHT LINE	7 0000				
POWER PAINTER	2002-08-09	100	100	STRAIGHT LINE	7 0000				
BENCH & POST W/COOL MISTER	2002-08-16	3,405	3,406	STRAIGHT LINE	10 0000				
HEDGE TRIMMER	2002-10-04	299	299	STRAIGHT LINE	7 0000				
PARK IMPVTS - PLAYGROUND	2002-10-11	3,976	3,710	STRAIGHT LINE	15 0000	265			
AUGER	2003-04-30	795	795	STRAIGHT LINE	7 0000				
HOUSE RENOVATION	2003-06-17	24,279	12,866	STRAIGHT LINE	25 0000	971	971		
WASHER & DRYER	2003-06-25	1,590	1,589	STRAIGHT LINE	7 0000				
WATER MAIN CONSTRUCTION	2003-07-07	4,271	1,884	STRAIGHT LINE	30 0000	142			
PLAYGROUND EQUIPMENT	2003-07-14	4,692	4,765	STRAIGHT LINE	7 0000				
FURNACE/FUEL OIL TANK/WATER HEATER	2003-08-14	8,470	5,580	STRAIGHT LINE	20 0000	424			
LANDSCAPING	2003-08-14	13,198	11,586	STRAIGHT LINE	15 0000	880			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
TREES	2003-08-14	1,086	878	STRAIGHT LINE	15 0000	72			
POND DRAINAGE PROJECT	2003-08-26	16,913	14,755	STRAIGHT LINE	15 0000	1,128			
BLACKTOPPING PROJECTS	2003-09-02	21,855	19,062	STRAIGHT LINE	15 0000	1,457			
WATER HEATER	2004-01-28	1,580	1,332	STRAIGHT LINE	15 0000	105	105		
STANDING MOWER STAND	2004-03-22	255	254	STRAIGHT LINE	7 0000				
CHAINSAW	2004-04-28	255	254	STRAIGHT LINE	7 0000				
FLAGPOLE	2004-04-30	500	500	STRAIGHT LINE	10 0000				
IMPROVEMENTS - WATER LINES	2004-05-10	1,442	1,441	STRAIGHT LINE	10 0000				
2 PONDS & WATERFALL	2004-06-09	48,400	15,306	STRAIGHT LINE	39 0000	1,241			
POND PROJECT/MATERIALS & ELECTRIC	2004-07-13	4,481	1,408	STRAIGHT LINE	39 0000	115			
PLAYGROUND EQUIPMENT	2004-07-26	810	811	STRAIGHT LINE	7 0000				
TRIMMER/WEEDWACKER	2004-08-05	300	300	STRAIGHT LINE	7 0000				
GAZEBO	2004-08-26	4,329	4,330	STRAIGHT LINE	10 0000				
4 TREES	2004-08-31	2,300	713	STRAIGHT LINE	39 0000	59			
TERRAIN VEHICLE	2004-09-22	10,299	10,300	STRAIGHT LINE	10 0000				
2 TREES	2004-10-12	1,150	351	STRAIGHT LINE	39 0000	29			
2 TREES	2005-06-08	984	284	STRAIGHT LINE	39 0000	25			
STONE WALL	2005-08-03	9,108	6,779	STRAIGHT LINE	15 0000	607			
PARK BATHROOM IMPVTS	2005-08-24	2,240	2,240	STRAIGHT LINE	10 0000				
GAZEBO SIDEWALK AND WALKWAYS	2005-09-15	2,935	2,171	STRAIGHT LINE	15 0000	196			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BLOWER	2005-09-29	575	575	STRAIGHT LINE	7 0000				
ADI 7000 GPH PUMP	2005-10-12	825	825	STRAIGHT LINE	7 0000				
HEATING SYSTEM	2005-10-31	9,423	4,116	STRAIGHT LINE	25 0000	377	377		
SNOWBLOWER	2006-01-19	2,049	2,050	STRAIGHT LINE	7 0000				
LAND IMPVT - OLD POOL DEMOLITION	2006-02-16	2,770							
PICNIC TABLES	2006-03-21	1,669	1,668	STRAIGHT LINE	7 0000				
TRASH RECEPTACLES	2006-04-05	2,001	2,002	STRAIGHT LINE	7 0000				
PICNIC TABLES	2006-05-18	1,104	1,105	STRAIGHT LINE	7 0000				
PARKING LOT - FRIENDLY LANE, MILLBROOK	2006-09-27	125,958	83,971	STRAIGHT LINE	15 0000	8,397			
1 MAPLE TREE	2006-11-13	3,250	824	STRAIGHT LINE	39 0000	83			
FLAG	2007-01-16	360	358	STRAIGHT LINE	7 0000				
PRESSURE WASHER	2007-03-26	650	650	STRAIGHT LINE	7 0000				
4 HEMLOCK TREES	2007-06-15	4,200	1,007	STRAIGHT LINE	39 0000	108			
BATHROOM TOILETS & SINK	2007-07-10	3,500	2,156	STRAIGHT LINE	15 0000	233			
WALKWAY	2007-07-10	4,550	2,803	STRAIGHT LINE	15 0000	303			
FENCING	2007-07-19	3,875	2,366	STRAIGHT LINE	15 0000	258			
TRACTOR LAWN MOWER	2007-07-24	9,358	9,359	STRAIGHT LINE	7 0000				
PARKING LOTS	2007-07-31	67,700	41,370	STRAIGHT LINE	15 0000	4,513			
TREES	2007-09-21	4,697	1,082	STRAIGHT LINE	39 0000	120			
GENERATOR	2008-05-28	1,275	1,274	STRAIGHT LINE	7 0000				

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
STREET LIGHTS	2008-07-08	29,169	16,046	STRAIGHT LINE	15 0000	1,945			
CARETAKER'S HOUSE IMPVTS	2008-07-17	22,114	4,516	STRAIGHT LINE	40 0000	553			
2 SPYROSLIDES	2008-07-24	6,193	6,194	STRAIGHT LINE	7 0000				
GAZEBO	2008-07-24	6,505	5,316	STRAIGHT LINE	10 0000	651			
PARKING LOT PAVING	2008-07-28	39,000	31,850	STRAIGHT LINE	10 0000	3,900			
PARKING LOT ELECTRICAL WORK	2008-07-29	12,016	6,542	STRAIGHT LINE	15 0000	801			
SPRINKLER SYSTEM	2008-07-29	7,697	3,144	STRAIGHT LINE	20 0000	385			
LEAF BOX	2008-09-12	4,950	4,949	STRAIGHT LINE	7 0000				
4 MAPLE TREES	2008-11-01	4,300	871	STRAIGHT LINE	39 0000	110			
COMPRESSOR	2009-02-06	2,864	2,863	STRAIGHT LINE	7 0000				
ELECTRICAL WORK	2009-06-10	55,852	10,501	STRAIGHT LINE	39 0000	1,432			
WATER FOUNTAIN	2009-06-17	10,998	5,314	STRAIGHT LINE	15 0000	733			
STONE WALL	2009-07-30	19,920	9,517	STRAIGHT LINE	15 0000	1,328			
SEPTIC SYSTEM	2009-07-30	7,291	2,616	STRAIGHT LINE	20 0000	365			
PARK ELECTRICAL WORK	2009-12-15	13,491	2,364	STRAIGHT LINE	39 0000	346			
SNOW PLOW	2009-12-30	2,680	2,585	STRAIGHT LINE	7 0000	96			
SWINGS ETC	2010-05-20	6,934	6,277	STRAIGHT LINE	7 0000	660			
BRIDGE & STAIRS	2010-06-02	31,170	13,161	STRAIGHT LINE	15 0000	2,078			
TREES	2010-07-15	10,186	1,632	STRAIGHT LINE	39 0000	261			
PARKING LOT CATCH BASIN	2010-08-03	5,800	1,789	STRAIGHT LINE	20 0000	290			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PUSH LEAF BLOWER	2010-10-25	2,169	1,834	STRAIGHT LINE	7 0000	310			
3 MAPLE TREES	2010-11-01	11,027	1,674	STRAIGHT LINE	39 0000	283			
WEED WACKER	2011-05-04	409	314	STRAIGHT LINE	7 0000	58			
PLAYGROUND IMPROVEMENT	2011-05-15	10,631	3,840	STRAIGHT LINE	15 0000	709			
HEDGE TRIMMER	2011-06-30	310	231	STRAIGHT LINE	7 0000	44			
ELECTRICAL PANEL	2011-07-12	4,436	598	STRAIGHT LINE	39 0000	114			
AQUASCAPE PUMP	2011-10-27	1,655	1,627	STRAIGHT LINE	5 0000	28			
LITTER RECEPTACLES	2011-10-27	1,430	467	STRAIGHT LINE	15 0000	95			
FLOOD LIGHT	2012-05-02	1,088	124	STRAIGHT LINE	39 0000	28			
2012 CHEVY PUMP SILVERADO DUMP	2012-06-07	34,808	30,169	STRAIGHT LINE	5 0000	4,641			
PARK BENCHES	2012-07-13	2,260	642	STRAIGHT LINE	15 0000	151			
PRO PUMP TSURUMI	2012-07-26	1,319	1,100	STRAIGHT LINE	5 0000	220			
PARK BENCHES	2012-08-08	4,665	1,296	STRAIGHT LINE	15 0000	311			
TREES	2012-08-28	4,069	425	STRAIGHT LINE	39 0000	104			
LEAF & DEBRIS TRUCK LOADER	2012-09-12	6,799	5,553	STRAIGHT LINE	5 0000	1,247			
NEW ROOF	2013-09-30	7,840	603	STRAIGHT LINE	39 0000	201			
LEAF BOX FOR TRUCK	2012-10-30	2,295	1,798	STRAIGHT LINE	5 0000	459			
BRONZE PLAQUES	2013-01-11	1,245	311	STRAIGHT LINE	15 0000	83			
PARK BENCHES	2013-06-19	4,525	981	STRAIGHT LINE	15 0000	302			
FLAG POLES	2013-09-30	2,988	598	STRAIGHT LINE	15 0000	199			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
EXHAUST FAN	2014-03-24	4,370	280	STRAIGHT LINE	39 0000	112			
PARK BENCHES	2014-06-23	12,471	1,870	STRAIGHT LINE	15 0000	831			
WATERFALL PUMPS	2014-08-05	2,963	1,285	STRAIGHT LINE	5 0000	593			
TREES AND SHRUBS	2015-07-14	12,017	385	STRAIGHT LINE	39 0000	308			
WATER LINES	2015-08-10	16,410	491	STRAIGHT LINE	39 0000	421			
TREE	2015-11-18	4,400	244	STRAIGHT LINE	15 0000	293			
GARAGE DOOR	2016-03-29	3,650	47	STRAIGHT LINE	39 0000	94			
POND DRAIN	2016-05-02	4,302	46	STRAIGHT LINE	39 0000	110			

TY 2016 Investments Corporate Stock Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	23,416,960	30,614,601
VANGUARD INTERMED-TERM INVEST GR FD	2,694,509	2,621,538
VANGUARD SHORT-TERM INVEST GR FUND	2,160,000	2,129,047

TY 2016 Investments Government Obligations Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079**US Government Securities - End
of Year Book Value:**

150,000

**US Government Securities - End
of Year Fair Market Value:**

148,019

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2016 Investments - Land Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	67,885	50,811	17,074	239,919
SEE ATTACHED SCHEDULE	60,459		60,459	61,616

**TY 2016 Land, Etc.
Schedule****Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	1,570,161	1,189,695	380,466	2,082,770
LAND	919,579		919,579	919,579

TY 2016 Other Assets Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEFERRED ASSET	2,219,721		

TY 2016 Other Expenses Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
REPAIRS & MAINTENANCE	94,422			94,422
SUPPLIES	4,738			4,738
INVESTMENT FEES	259,308	259,308		
INSURANCE	64,884			64,884
OFFICE SUPPLIES	1,257			1,257
VILLAGE BEAUTIFICATION	3,003			3,003

TY 2016 Other Income Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER PORT INC(LOSS) PRT K-1	41,352	41,352	

TY 2016 Other Increases Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079

Description	Amount
PRIOR PERIOD ADJUSTMENT	4,039,807

TY 2016 Other Professional Fees Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PENSION ADMINISTRATION FEES	5,776			5,776

TY 2016 Taxes Schedule**Name:** MILLBROOK TRIBUTE GARDEN INC**EIN:** 14-1340079

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL	8,039			8,039