

Form **990-PF**

**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 **OCT 1, 2016**, and ending **SEP 30, 2017**

Name of foundation: **PAUL AND SUZANNE HANIFL FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address): **190 SOUTH LASALLE STREET**

Room/suite: **1700**

City or town, state or province, country, and ZIP or foreign postal code: **CHICAGO, IL 60603**

A Employer identification number: **36-4334519**

B Telephone number: **312-346-4101**

C If exemption application is pending, check here  **6**

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

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

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

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

H Check type of organization:  Section 501(c)(3) exempt private foundation **04**  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

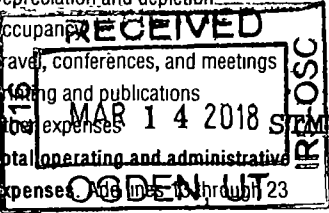
I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 8,633,824.**

J Accounting method:  Cash  Accrual  Other (specify) \_\_\_\_\_

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

Part I Analysis of Revenue and Expenses		(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	5,734,333.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	40.	40.		STATEMENT 2
	4 Dividends and interest from securities	113,840.	113,840.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	229,806.			STATEMENT 1
	b Gross sales price for all assets on line 6a	2,121,022.			
	7 Capital gain net income (from Part IV, line 2)		457,112.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	6,078,019.	570,992.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	5,850.	5,850.		0.
	b Accounting fees				
	c Other professional fees STMT 5	19,188.	19,188.		0.
	17 Interest				
	18 Taxes STMT 6	7,632.	2,195.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	80.	80.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	32,750.	27,313.		0.
	25 Contributions, gifts, grants paid	917,434.			917,434.
26 Total expenses and disbursements. Add lines 24 and 25	950,184.	27,313.		917,434.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	5,127,835.				
b Net investment income (if negative, enter -0-)		543,679.			
c Adjusted net income (if negative, enter -0-)			N/A		

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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		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	53,728.	73,428.	73,428.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock <b>STMT 10</b>	1,037,296.	2,856,225.	3,160,249.
	c Investments - corporate bonds <b>STMT 11</b>	499,958.	748,016.	644,804.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 12</b>	653,929.	3,698,401.	3,692,363.	
14 Land, buildings, and equipment: basis ▶ <b>1,062,980.</b>				
Less: accumulated depreciation <b>STMT 9</b> ▶	1,062,980.	1,062,980.	1,062,980.	
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,307,891.	8,439,050.	8,633,824.	
<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			
	22 Other liabilities (describe ▶ <b>EXCISE TAX PAYABLE</b> )	553.	3,877.	
23 <b>Total liabilities</b> (add lines 17 through 22)	553.	3,877.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	3,307,338.	8,435,173.		
30 <b>Total net assets or fund balances</b>	3,307,338.	8,435,173.		
31 <b>Total liabilities and net assets/fund balances</b>	3,307,891.	8,439,050.		

**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	3,307,338.
2 Enter amount from Part I, line 27a	2	5,127,835.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,435,173.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,435,173.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED SCHEDULE - STCG	P		
1b	SEE ATTACHED SCHEDULE - LTCG	P		
c	CAPITAL GAINS DIVIDENDS			
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 329,917.		317,515.	12,402.	
b 1,790,844.		1,346,395.	444,449.	
c 261.			261.	
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			12,402.	
b			444,449.	
c			261.	
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	457,112.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	223,076.	3,394,212.	.065722
2014	380,311.	3,657,423.	.103983
2013	548,116.	3,925,022.	.139647
2012	329,401.	4,062,085.	.081092
2011	324,280.	3,295,919.	.098388
2	Total of line 1, column (d)		2 .488832
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 .097766
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4 7,479,522.
5	Multiply line 4 by line 3		5 731,243.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 5,437.
7	Add lines 5 and 6		7 736,680.
8	Enter qualifying distributions from Part XII, line 4		8 917,434.

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	5,437.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	5,437.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	5,437.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,560.
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	1,560.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	3,877.
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be: <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
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		
1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2		X
If "Yes," attach a detailed description of the activities		
3		X
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		
4a		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
4b		
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		
6	X	
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?		
7	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		
8a		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>IL</u>		
8b	X	
8b 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		
9		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		
10		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

N/A

2

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

	Yes	No
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)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► SUZANNE T. HANIFL Telephone no. ► 239-643-6257 Located at ► 60 SEAGATE DRIVE, PH 101, NAPLES, FL ZIP+4 ► 34103		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A  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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

N/A

**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.

(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
SUZANNE T. HANIFL 60 SEAGATE DRIVE, PH 101 NAPLES, FL 34103	PRES, TREAS & DIR	0.00	0.	0.
PAUL H. HANIFL 60 SEAGATE DRIVE, PH 101 NAPLES, FL 34103	VICE-PRES, SEC & DIR	0.00	0.	0.
SHARON M. HANIFL 12849 GREYSTONE COURT HUGO, MN 55038	VICE PRES & DIR	0.00	0.	0.
KERRY L. HANIFL 19927 AKIN ROAD FARMINGTON, MN 55024	VICE PRES & DIR	0.00	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
THERE ARE NO COMPENSATED EMPLOYEES.	0.00	0.	0.	0.

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>THERE ARE NO PROFESSIONALS RECEIVING OVER \$50,000 FOR SERVICES.</b>		<b>0.</b>

**Total** number of others receiving over \$50,000 for professional services ▶ **0**

**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
<b>1 N/A</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
<b>1 N/A</b>	
<b>2</b>	
<b>3 All other program-related investments. See instructions.</b>	

**Total.** Add lines 1 through 3 ▶ **0.**

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	6,378,081.
b	Average of monthly cash balances	1b	152,363.
c	Fair market value of all other assets	1c	1,062,979.
d	<b>Total</b> (add lines 1a, b, and c)	1d	7,593,423.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,593,423.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	113,901.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,479,522.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	373,976.

**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	373,976.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	5,437.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,437.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	368,539.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	368,539.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	368,539.

**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	917,434.
b	Program-related investments - total from Part IX-B	1b	0.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	917,434.
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	5	5,437.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	911,997.

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				368,539.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2016:				
<b>a</b> From 2011	38,964.			
<b>b</b> From 2012	127,955.			
<b>c</b> From 2013	354,753.			
<b>d</b> From 2014	199,418.			
<b>e</b> From 2015	54,918.			
<b>f</b> Total of lines 3a through e	776,008.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4: ► \$ 917,434.				
<b>a</b> Applied to 2015, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2016 distributable amount				368,539.
<b>e</b> Remaining amount distributed out of corpus	548,895.			
<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))	0.			0.
<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	1,324,903.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<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		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
<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)	0.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7	38,964.			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,285,939.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2012	127,955.			
<b>b</b> Excess from 2013	354,753.			
<b>c</b> Excess from 2014	199,418.			
<b>d</b> Excess from 2015	54,918.			
<b>e</b> Excess from 2016	548,895.			

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

N/A

**1 a** 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

4942(j)(3) or  4942(j)(5)

**b** Check box to indicate whether the foundation is a private operating foundation described in section

**2 a** 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	
<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:				
(1) Value of all assets				
(2) 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:				
(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				

**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).)

**SEE STATEMENT 13**

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

**NONE**

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

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

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

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

**c** Any submission deadlines:

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

**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)				
<b>a</b> Paid during the year				
SEE ATTACHED SCHEDULE	NONE			917,434.
<b>Total</b>			▶ 3a	917,434.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
<b>1</b> Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					40.
<b>4</b> Dividends and interest from securities					113,840.
<b>5</b> Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory					229,806.
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		0.	343,686.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				13	343,686.

(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).
3	<b>THESE ITEMS ARE A DIRECT RESULT OF THE FOUNDATION</b>
4	<b>DIRECTORS' INVESTMENT OF THE FOUNDATION ASSETS IN A PRUDENT MANNER</b>
8	<b>WHICH IS CONSISTENT WITH THEIR FIDUCIARY DUTY TO THE FOUNDATION.</b>

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 2 columns: Yes, No. Rows for 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes [ ] No

Paid Preparer Use Only Print preparer's name: PAUL M. SHERIDAN III, Preparer's signature: [Signature], Date: 12/17, Check [ ] if self-employed, PTIN: P00046174, Firm's name: MADDEN, JIGANTI, MOORE & SINARS LLP, Firm's EIN: 36-3618670, Firm's address: 190 S. LASALLE ST., SUITE 1700 CHICAGO, IL 60603, Phone no. 312-346-4101

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2016**

Name of the organization

Employer identification number

**PAUL AND SUZANNE HANIFL FOUNDATION**

**36-4334519**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization <b>PAUL AND SUZANNE HANIFL FOUNDATION</b>	Employer identification number <b>36-4334519</b>
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**Part I Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PAUL & SUZANNE HANIFL <hr/> 60 SEAGATE DRIVE, PH 101 <hr/> NAPLES, IL 34103	\$ 531,020.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	PAUL HANIFL <hr/> 60 SEAGATE DRIVE, PH 101 <hr/> NAPLES, FL 34103	\$ 2,625,879.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	SUZANNE HANIFL <hr/> 60 SEAGATE DRIVE, PH 101 <hr/> NAPLES, FL 34103	\$ 2,577,434.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

**PAUL AND SUZANNE HANIFL FOUNDATION**

**36-4334519**

**Part II Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	SEE ATTACHED SCHEDULE	\$ 2,625,879.	12/15/16
3	SEE ATTACHED SCHEDULE	\$ 2,577,434.	12/15/16
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	



Name of organization <b>PAUL AND SUZANNE HANIFL FOUNDATION</b>	Employer identification number <b>36-4334519</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SEE ATTACHED SCHEDULE - STCG	329,917.	323,356.	0.	PURCHASED 0.	6,561.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SEE ATTACHED SCHEDULE - LTCG	1,790,844.	1,567,860.	0.	PURCHASED 0.	222,984.	

CAPITAL GAINS DIVIDENDS FROM PART IV						261.
TOTAL TO FORM 990-PF, PART I, LINE 6A						229,806.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORNERSTONE NATIONAL BANK	40.	40.	
TOTAL TO PART I, LINE 3	40.	40.	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORNERSTONE - ACCRUED INTEREST	<10,867.>	0.	<10,867.>	<10,867.>	
CORNERSTONE - CG DISTRIBUTIONS	261.	261.	0.	0.	
CORNERSTONE - DIVIDENDS	65,047.	0.	65,047.	65,047.	
CORNERSTONE - INTEREST	59,660.	0.	59,660.	59,660.	
TO PART I, LINE 4	114,101.	261.	113,840.	113,840.	

FORM 990-PF	LEGAL FEES				STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MADDEN, JIGANTI, MOORE & SINARS, LLP	5,850.	5,850.		0.	
TO FM 990-PF, PG 1, LN 16A	5,850.	5,850.		0.	

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CORNERSTONE NATIONAL BANK	19,188.	19,188.		0.	
TO FORM 990-PF, PG 1, LN 16C	19,188.	19,188.		0.	

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	815.	815.		0.
FEDERAL TAX EXPENSE	5,437.	0.		0.
PROPERTY TAXES	1,380.	1,380.		0.
TO FORM 990-PF, PG 1, LN 18	7,632.	2,195.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	55.	55.		0.
FILING FEES	25.	25.		0.
TO FORM 990-PF, PG 1, LN 23	80.	80.		0.

FOOTNOTES STATEMENT 8

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**FORM 990-PF      DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT      STATEMENT      9**


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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	437,500.	0.	437,500.	437,500.
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	450,000.	0.	450,000.	450,000.
100% INTEREST IN LAND, BLOOMINGTON, MN	175,480.	0.	175,480.	175,480.
<b>TOTAL TO FORM 990-PF, PART II, LN 14</b>	<b>1,062,980.</b>	<b>0.</b>	<b>1,062,980.</b>	<b>1,062,980.</b>

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**FORM 990-PF      CORPORATE STOCK      STATEMENT      10**


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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED LISTING	2,856,225.	3,160,249.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b>	<b>2,856,225.</b>	<b>3,160,249.</b>

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**FORM 990-PF      CORPORATE BONDS      STATEMENT      11**


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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED LISTING	748,016.	644,804.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10C</b>	<b>748,016.</b>	<b>644,804.</b>

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**FORM 990-PF      OTHER INVESTMENTS      STATEMENT      12**


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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATE OF DEPOSITS - SEE ATTACHED	COST	3,697,605.	3,691,567.
CORNERSTONE INCOME RECEIVABLE	COST	796.	796.
<b>TOTAL TO FORM 990-PF, PART II, LINE 13</b>		<b>3,698,401.</b>	<b>3,692,363.</b>

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FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 13

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NAME OF MANAGER

SUZANNE T. HANIFL  
PAUL H. HANIFL

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	12/31/05	L				437,500.				437,500.			0.	0.
2	50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	12/28/07	L				450,000.				450,000.			0.	0.
3	100% INTEREST IN LAND, BLOOMINGTON, MN	05/15/13	L				175,480.				175,480.			0.	0.
	* TOTAL 990-PF PG 1 DEPR						1,062,980.				1,062,980.	0.		0.	0.

PAUL & SUZANNE HANIFL FOUNDATION  
SCHEDULE OF 2016 - 2017 CHARITABLE CONTRIBUTIONS  
PART XV, LINE 3A, GRANTS AND CONTRIBUTIONS PAID DURING YEAR  
OR APPROVED FOR FUTURE PAYMENT

DATE	RECIPIENT	AMOUNT
10/10/2016	AMERICAN RIVERS	225
10/28/2016	CONSERVANCY OF SOUTHWEST FLORIDA	250
10/28/2016	BARRINGTON AREA COMMUNITY FOUNDATION	2,500
10/28/2016	UNITARIAN UNIVERSALIST CONGREGATION	120,000
11/21/2016	BARRINGTON GIVING DAY	1,000
11/21/2016	CITIZENS FOR CONSERVATION	1,000
11/30/2016	FAMILY HEALTH PARTNERSHIP CLINIC	1,000
11/30/2016	WISCONSIN PUBLIC RADIO	2,500
12/6/2016	BARRINGTON CHILDREN'S CHARITIES	1,000
12/6/2016	FRIENDS OF WOODSTOCK SCHOOL	1,000
12/6/2016	ADVOCATE CHARITABLE FOUNDATION	20,000
12/6/2016	WTW	2,500
12/6/2016	WALTER HEHRICK MEMORIAL FUND	250
12/6/2016	THE TRIBUTARY FUND	2,500
12/6/2016	ARBOR DAY FOUNDATION	100
12/6/2016	DOCTORS WITHOUT BORDERS	150
12/6/2016	THE NATURE CONSERVANCY	100
12/6/2016	AUDOBON SOCIETY	100
12/6/2016	HOOD COLLEGE	500
12/8/2016	SPECIAL OLYMPICS ILLINOIS	50
12/8/2016	AMERICAN HEART ASSOCIATION	100
1/2/2017	CHILDREN'S PERFORMING ARTS	25,000
1/5/2017	AMERICAN FARMLAND TRUST	500
1/18/2017	AMERICAN HEART ASSOCIATION	500
1/18/2017	UNITARIAN UNIVERSALIST CHURCH SOUTH ELGIN	5,500
1/30/2017	AMERICAN DIABETES ASSOCIATION	150
1/30/2017	YMCA CHICAGO	25,000
2/6/2017	SPECIAL OLYMPICS ILLINOIS	100
2/6/2017	NEIGHBORHOOD HEALTH CLINIC	50,000
2/10/2017	NATIONAL GEOGRAPHIC SOCIETY	4,100
2/14/2017	DEFENDERS OF WILDLIFE	100
2/15/2017	NAPLES ST PATRICK FOUNDATION	250
2/21/2017	LAKESHORE PLAYERS	75,000
3/15/2017	HAMPTON THEATER TRUST	10,000
3/15/2017	CHILDREN'S THEATER COMPANY	5,000
3/18/2017	NATIONAL PARKS CONSERVATION ASSOC	75
3/18/2017	MNF	100
3/22/2017	THE NATURE CONSERVANCY	100
3/24/2017	NAPLES BOTANICAL GARDENS	2,000
3/25/2017	THE WILDERNESS SOCIETY	200
4/16/2017	EARTH WATCH INSTITUTE	250
4/17/2017	WGCU PUBLIC MEDIA	1,000
4/20/2017	FRIENDS OF THE EARTH	100
4/24/2017	ENVIRONMENTAL DEFENSE FUND	120
4/24/2017	EARTH WATCH INSTITUTE	125
4/25/2017	UNITED UNIVERSALIST CHURCH SOUTH ELGIN	300
4/26/2017	BARRINGTON LIONS CLUB	500
5/7/2017	UNITED UNIVERSALIST CHURCH SOUTH ELGIN	2,000
5/8/2017	WOMEN FOR WOMEN INTERNATIONAL	250
5/8/2017	UNICEF	300
5/8/2017	ALZHEIMER'S ASSOCIATION	1,000
5/10/2017	LILA FOUNDATION FOR HEALTH & EDUCATION	6,000
5/12/2017	WWF	100
5/23/2017	FARMINGTON AREA PUBLIC SCHOOLS	85,539
6/2/2017	ARTIS-NAPLES	2,500
6/7/2017	WASHINGTON CTY FOREST LAKE SCHOOLS	300,000
6/30/2017	CHILDREN'S PERFORMING ARTS	1,000
7/1/2017	FIT MS NEURO BALANCE CENTER	50,000
7/11/2017	ENVIRONMENTAL DEFENSE FUND	100
7/25/2017	FNFSR	100
8/22/2017	ANGELIC ORGANIC LEARNING CENTER	25,000
8/23/2017	MINNESOTA VALLEY UU FELLOWSHIP	50,000
8/27/2017	BARRINGTON AREA COMMUNITY FOUNDATION	5,000
8/27/2017	MACULAR DEGENERATION RESEARCH	100
8/27/2017	JOURNEY CARE FOUNDATION	100
8/27/2017	RAILS TO TRAILS CONSERVANCY	100
8/27/2017	WORLD WILDLIFE FUND	150
8/28/2017	HEIFER INTERNATIONAL	100
8/28/2017	THE COLONIAL WILLIAMSBURG FOUNDATION	100
9/15/2017	UNITARIAN UNIVERSALIST CONGREGATION	25,000
<b>TOTAL</b>		<b>917,434</b>



**PAUL & SUZANNE HANIFL FOUNDATION**  
**FORM 990-PF**  
**FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2017**  
**SCHEDULE B, PART II #2**

PAGE NO. 1

**GIFT TAX VALUATION**

Name of Portfolio:

GIFT DATE: Thursday, December 15 2016

ACCOUNT: PAUL H. HANIFL

ITEM CUSIP NO. TICKER	SHARES/ PAR VALUE	DESCRIPTION	PRICE DATE	HIGH/ASK PRICE	LOW/BID PRICE	MEAN PRICE	SECURITY VALUE	ACCRUED DIV/INT	COMMENTS
1) 254671NW6	250,000 ✓	DISCOVER BK GREENWOOD DEL CD 1.15%18 ✓ Int. From: 11/08/2016 to 12/15/2016	12/15		100.2184	100.21840	250,546.00	303.47	
2) 856283UK0	250,000 ✓	STATE BK INDIA CHICAGO ILL CD 1.15%18 ✓ Int. From: 11/14/2016 to 12/15/2016	12/15		100.3110	100.31100	250,777.50	255.56	
3) 36160YUAI	200,000 ✓	GOLDMAN SACHS BK USA CD 1.35%19 ✓ Int. From: 11/03/2016 to 12/15/2016	12/15		99.7673	99.76730	199,534.60	322.50	
4) 20033ACK0	250,000 ✓	COMENITY CAP BK UTAH CD 2.05%19 ✓ Int. From: 11/16/2016 to 12/15/2016	12/15		101.2096	101.20960	253,024.00	427.08	
5) 33610RMB6	250,000 ✓	FIRST PREMIER BK SIOUX FALLS CD 2.25%20 ✓ Int. From: 07/24/2016 to 12/15/2016	12/15		102.0451	102.04510	255,112.75	2,218.75	
6) 101120DB6	250,000 ✓	BOSTON PRIVATE BK & TR CO MA CD 2.5%20 ✓ Int. From: 11/27/2016 to 12/15/2016	12/15		102.0754	102.07540	255,188.50	329.86	
7) 20451PBP0	250,000 ✓	COMPASS BK BIRMINGHAM ALA CD 2.35%20 ✓ Int. From: 07/31/2016 to 12/15/2016	12/15		102.3914	102.39140	255,978.50	2,203.13	
8) 38147JMR0	100,000 ✓	GOLDMAN SACHS BK USA NY CD 2.65%20 ✓ Int. From: 10/09/2016 to 12/15/2016	12/15		103.2710	103.27100	103,271.00	493.19	
9) 002824100	450 ✓	ABBOTT LABS COM	12/15	39.0500	38.2700	38.66000	17,397.00		NYSE

**PAUL & SUZANNE HANIFL FOUNDATION**  
**FORM 990-PF**  
**FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2017**  
**SCHEDULE B, PART II #3**

PAGE NO. 1

GIFT TAX VALUATION

Name of Portfolio:

GIFT DATE: Thursday, December 15 2016

ACCOUNT: SUZANNE T HANIFL

ITEM CUSIP NO. TICKER	SHARES/ PAR VALUE	DESCRIPTION	PRICE DATE	HIGH/ASK PRICE	LOW/BID PRICE	MEAN PRICE	SECURITY VALUE	ACCRUED DIV/INT	COMMENTS
1) 98878BAD0	250,000 ✓	✓ Z B N A INSTL CTF DEP CD 0.75%17 Int. From: 08/25/2016 to 12/15/2016	12/15	99.9658	99.9658	99.96580	249,914.50	578.13	
2) 05581WGF6	250,000 ✓	✓ BMO HARRIS BK NATL ASSN CHICAG CD 0.85%17 Int. From: 11/24/2016 to 12/15/2016	12/15	99.9040	99.9040	99.90400	249,760.00	129.86	
3) 02006LB93	250,000 ✓	✓ ALLY BK MIDVALE UTAH CD 0.85%17 Int. From: 11/27/2016 to 12/15/2016	12/15	99.8977	99.8977	99.89770	249,744.25	112.15	
4) 78658QWY5	250,000 ✓	✓ SAFRA NATL BK NEW YORK INSTL CD 0.8%17 Int. From: 12/04/2016 to 12/15/2016	12/15	99.8893	99.8893	99.88930	249,723.25	66.67	
5) 254671NW6	250,000 ✓	✓ DISCOVER BK GREENWOOD DEL CD 1.15%18 Int. From: 11/08/2016 to 12/15/2016	12/15	100.2184	100.2184	100.21840	250,546.00	303.47	
6) 36160YUG8	250,000 ✓	✓ GOLDMAN SACHS BK USA CD 1.35%19 Int. From: 11/10/2016 to 12/15/2016	12/15	99.7596	99.7596	99.75960	249,399.00	337.50	GVT AGENCY
7) 3133ECNS9	250,000 ✓	✓ FEDERAL FARM CR BKS CONS BD 1.1%18 Int. From: 11/06/2016 to 12/15/2016	12/15	99.2229	99.2229	99.22290	248,057.25	305.56	NYSE
8) 002824100	374 ✓	✓ ABBOTT LABS COM	12/15	39.0500	38.2700	38.66000	14,458.84		NYSE
9) 020002101	210 ✓	✓ ALLSTATE CORP COM DIV \$0.3300 EX 11/28/2016 REC 11/30/2016 PAY 01/03/2017	12/15	73.7500	72.4300	73.09000	15,348.90	69.30	NYSE