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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation
DOCK STREET FOUNDATION
C/O R MARKS

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

City or town, state or province, country, and ZIP or foreign postal code
EASTON, MD 21601

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 132,114

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number
20-8856399

B Telephone number (see instructions)
(410) 476-3185

C If exemption application is pending, check here

D 1. Foreign organizations, check here

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and 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)	376,028		
	2 Check ☐ if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	4	4	
	4 Dividends and interest from securities			
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10			
	b Gross sales price for all assets on line 6a			
	7 Capital gain net income (from Part IV, line 2)		353,788	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	376,032	353,792		
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 (attach schedule)	4,072	0	0
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)	57,667	0	0
	17 Interest			
	18 Taxes (attach schedule) (see instructions)			
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy	500	0	500
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	7,182	0	5,838
	24 Total operating and administrative expenses. Add lines 13 through 23	69,421	0	6,338
	25 Contributions, gifts, grants paid	310,657		310,657
	26 Total expenses and disbursements. Add lines 24 and 25	380,078	0	316,995
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-4,046		
	b Net investment income (if negative, enter -0-)		353,792	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2017)

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	33,974	29,928	29,928		
	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 (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	102,186	102,186	102,186			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	136,160	132,114	132,114			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	136,160	132,114			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ☐ 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)	136,160	132,114			
31	Total liabilities and net assets/fund balances (see instructions) .	136,160	132,114				

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	136,160
2	Enter amount from Part I, line 27a	2	-4,046
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	132,114
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	132,114

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a 100 SHS PARIS HOLDING CORP	D	2017-03-01	2017-03-01
b 100 SHS PARIS HOLDING CORP	D	2017-05-16	2017-05-16
c 100 SHS PARIS HOLDING CORP	D	2017-07-03	2017-07-03
d 100 SHS PARIS HOLDING CORP	D	2017-08-25	2017-08-25
e 100 SHS PARIS HOLDING CORP	D	2017-10-30	2017-10-30

(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 76,997		3,899	73,098
b 76,997		3,899	73,098
c 76,997		3,899	73,098
d 71,146		3,899	67,247
e 71,146		3,899	67,247

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			73,098
b			73,098
c			73,098
d			67,247
e			67,247

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	353,788
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	

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))
2016	576,083	40,725	14 145684
2015	499,080	41,854	11 924308
2014	367,521	64,100	5 733557
2013	97,600	67,038	1 455891
2012	75,070	12,803	5 863469

2 Total of line 1, column (d)	2	39 122909
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	7 824582
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	133,175
5 Multiply line 4 by line 3	5	1,042,039
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,538
7 Add lines 5 and 6	7	1,045,577
8 Enter qualifying distributions from Part XII, line 4	8	316,995

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 ☐ 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 ☐ and enter 1% of Part I, line 27b	1	7,076
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	7,076
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,076
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	0
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	221
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	7,297
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 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 ☐ \$ _____ 0 (2) On foundation managers ☐ \$ _____ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____ 0		
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) ☐ PA		
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 2017 or the taxable year beginning in 2017 (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)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.DOCKSTREETFOUNDATION.ORG	13	Yes	
14	The books are in care of RICHARD MARKS Telephone no (410) 476-3185			

Located at **205 GOLDSBOROUGH STREET EASTON MD** ZIP+4 **21601**

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 2017, 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 ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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). ☐ Yes ☒ 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)? ☐ 1b			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? ☐ 1c			No
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐ 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). ☐ 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐ 4a			No
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 2017? ☐ 4b			No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes	☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b			
	Organizations relying on a current notice regarding disaster assistance check here.				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?				
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	☐ Yes	☐ No		
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?	6b		No	
	<i>If "Yes" to 6b, file Form 8870</i>				
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?	7b			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	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
LOUIS MARKS 1359 AIRPORT ROAD COATESVILLE, PA 19320	PRESIDENT 1 00	0	0	0
ALEXANDER MARKS 8 BOTTS COURT SALEM, MA 01970	SECRETARY/TREASURER 1 00	0	0	0
RICHARD MARKS 205 GOLDSBOROUGH STREET EASTON, MD 21601	CHAIRMAN 2 00	0	0	0

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

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

Total number of other employees paid over \$50,000. ▶ 0**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
KATHY BOSIN 200 FOUR FALLS CORP CENTER WEST CONSHOCKEN, PA 19428	ADMINISTRATIVE SERVICES	56,460

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
1 JOWITE COMMUNITY AND YOUTH GARDEN CREATED FOR KIDS IN THE PORT ST NEIGHBORHOOD OF EASTON,MD ALL TOOLS & TRAINING WERE PROVIDED FOR THE COMMUNITY YOUTH TO BUILD AND MAINTAIN THE GARDEN THEY WERE ALSO ABLE TO SELL EXCESS PRODUCE AT THE LOCAL FARMER'S MARKET	20,557
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	
2	
All other program-related investments See instructions	
3	

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	0
b	Average of monthly cash balances.	1b	33,017
c	Fair market value of all other assets (see instructions).	1c	102,186
d	Total (add lines 1a, b, and c).	1d	135,203
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	135,203
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,028
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	133,175
6	Minimum investment return. Enter 5% of line 5.	6	6,659

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	6,659
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	7,076
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,076
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	0
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	0
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	0

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	316,995
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	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	316,995
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	316,995

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 74,430				
b From 2013. 94,248				
c From 2014. 364,316				
d From 2015. 496,987				
e From 2016. 469,620				
f Total of lines 3a through e.	1,499,601			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 316,995				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				0
e Remaining amount distributed out of corpus	316,995			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,816,596			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
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).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	74,430			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,742,166			
10 Analysis of line 9				
a Excess from 2013. 94,248				
b Excess from 2014. 364,316				
c Excess from 2015. 496,987				
d Excess from 2016. 469,620				
e Excess from 2017. 316,995				

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 2017, 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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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

Part XV Supplementary Information (Complete this part only if the organization 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))

RICHARD MARKS

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 email 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	310,657
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments			14	4		
4 Dividends and interest from securities.						
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e). . .		0		4		0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13			4

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

[illegible]

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

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-11-12 Date	***** Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
--

Paid Preparer Use Only	Print/Type preparer's name COREY N DUNCAN	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00115973	
	Firm's name ► TGM GROUP LLC					Firm's EIN ► 26-4777527
	Firm's address ► 114 BAY STREET BLDG A EASTON, MD 21601					Phone no (410) 822-4008

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>				
ACE MENTORS CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE MENTORING CHILDREN	1,000
AFGHAN GIRLS FINANCIAL ASSISTANCE FUND CO THE COMMUNITY FDN OF NJ PO BOX 338 MORRISTOWN, NJ 07963	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HUMANITARIAN	2,000
ARTS EVERY DAY120 W NORTH AVE 303 BALTIMORE, MD 21201	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ARTS	4,300
Total ► 3a				310,657

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>				
ASSISTING CHILDREN IN NEED 600 CAMERON ST ALEXANDRIA, VA 22314	N/A	501(C)(3)	FUND ORGANIZED CHARITES PLANNED PURPOSE CHILDRENS WELFARE	4,000
AVALON FOUNDATION40 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ARTS	10,000
BAYWATER ANIMAL RESCUE 4930 BUCKTOWN RD CAMBRIDGE, MD 21613	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ANIMAL RESCUE	3,000
Total ▶ 3a				310,657

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>				
BONDSERVANTSPO BOX 702 CAMBRIDGE, MD 21613	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE COMMUNITY OUTREACH	3,000
BUILDING AFRICAN AMERICAN MINDS PO BOX 1066 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE EDUCATION	26,290
CAREPACKS CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE FOOD TO NEEDY	1,000
Total ► 3a				310,657

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>				
CARPE DIEM ARTS OUTREACH CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ARTS	5,000
CASA OF THE MID-SHORE 1 S WASHINGTON ST 2 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN WELFARE COURT SYS	5,000
CHARACTER COUNTS MID-SHORE 108 MARYLAND AVE 103 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN WELFARE	1,000
Total ▶ 3a				310,657

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>				
CHESAPEAKE BAY MARITIME MUSEUM 213 N TALBOT ST ST MICHAELS, MD 21663	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE EDUCATION	2,000
CHESAPEAKE CHILDREN'S BOOK FESTIVAL CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES CHILDREN EDUCATION	500
CHESAPEAKE COLLEGE FOUNDATION PO BOX 8 WYE MILLS, MD 21679	N/A	501(C)(3)	FUND ORGANIZED CHARITIES EDUCATION	2,000
Total ▶ 3a				310,657

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>				
CHESAPEAKE MUSICPO BOX 461 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES ARTS	6,000
CHESMRCPO BOX 1990 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE MULTICULTRUAL ASSISTANCE	10,000
COMMUNITY NEWSPAPER PROJECT FUND CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE EDUCATION	5,000
Total ► 3a				310,657

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>				
CRITCHLOW ADKINS CHILDREN'S CENTERS 133 N WASHINGTON ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN WELFARE	10,000
EASTER SEALS - CAMP FAIRLEE 22242 BAY SHORE RD CHESTERTOWN, MD 21620	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE DISABLED CHILDREN WELFARE	2,500
EASTERN SHORE LAND CONSERVANCY 114 S WASHINGTON ST 101 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ENVIRONMENTAL	5,000
Total ► 3a				310,657

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>				
EASTON HIGH SCHOOL 723 MECKLENBURG AVE EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HIGH SCHOOL EDUCATION	4,000
FOR ALL SEASONS300 TALBOT STREET EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE WOMENS NEEDS	55,616
FOUNDATION OF HOPEPO BOX 1604 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HUMANITARIAN	6,800
Total ▶ 3a				310,657

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>				
FREDERICK DOUGLASS HONOR SOCIETY CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE EDUCATION	8,000
FREEDOM ROWERSPO BOX 3086 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN ATHLETICS	500
HABITAT FOR HUMANITY CHOPTANK PO BOX 2366 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HUMANITARIAN HOMES NEEDY	3,000
Total 				310,657
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>				
HAVEN MINISTRIESPO BOX 44 CHESTER, MD 21619	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE RELIGIOUS	2,000
IMAGINATION LIBRARY OF TALBOT COUNTY CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN EDUCATION	5,000
KENT COUTY ARTS COUNCILPO BOX 330 CHESTERTOWN, MD 21620	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ARTS	500
Total ▶ 3a				310,657

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>				
KHALED HOSSEINI FOUNDATION 4848 SAN FELIPE RD SAN JOSE, CA 95135	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE VETERANS	5,000
KRISTA TIPPETT PUBLIC PRODUCTIONS 1619 HENNEPIN AVE MINNEAPOLIS, MN 55403	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE EDUCATION	5,000
MID-SHORE MEDIATION CENTER 300 TALBOT STREET 206 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE MEDIATION COMMUNITY	1,000
Total ▶ 3a				310,657

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>				
MID-SHORE PRO BONO INC8 S WEST ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE FREE LEGAL SERVICES	2,000
MID-SHORE RECOVERING VETERANS GROUP 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE VETERANS	2,000
MUSICIANS FOR WORLD HARMONY PO BOX 6758 ITHACA, NY 13159	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ARTS	3,000
Total ▶ 3a				310,657

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>				
NAACP TALBOTPO BOX 716 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HUMANITARIAN	125
NEIGHBORHOOD SERVICE CENTER 126 PORT ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HUMANITARIAN	2,000
OPERATION CHRISTMAS SPIRIT CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE COMMUNITY OUTREACH	1,000
Total ► 3a				310,657

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>				
PHILLIPS WHARF ENVIRONMENTAL CENTER 6129 TILGHMAN ISLAND RD TILGHMAN, MD 21671	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ENVIRONMENTAL	10,000
PICKERING CREEK AUDOBON CENTER 11450 AUDOBON LN EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ENVIRONMENTAL	3,500
ST MICHAELS AFTER SCHOOL HELP CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN WELFARE	3,000
Total 				310,657
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>				
SOUTH AFRICA-WASHINGTON INT'L PROGRAM 1875 CONNECTICUT AVE NW 10TH FL WASHINGTON, DC 20009	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HUMANITARIAN	1,000
SHORERIVERS 114 S WASHINGTON ST 301 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ENVIRONMENTAL	20,000
TAKE THE HELM111-1 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN EDUCATION	20,400
Total ► 3a				310,657

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>				
TALBOT COUNTY COUNCIL OF ARTS 215 BAY ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE ARTS	5,000
TALBOT COUNTY SENIOR CENTER CO MID-SHORE COMMUNITY FOUNDATION 102 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE HUMANITARIAN	6,000
TALBOT INTERFAITH SHELTER 107 GOLDSBOROUGH ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE RELIGIOUS	2,000
Total ► 3a				310,657

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>				
TALBOT MENTORS 108 MARYLAND AVE 102 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN WELFARE	15,226
TALBOT SPECIAL RIDERSPO BOX 391 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE DISABLED PEOPLE ASSISTANCE	500
WIDOWS OF WARRIORS FUND 29532 CANVASBACK DR 7 EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PUPPOSE VETERANS	500
Total ▶ 3a				310,657

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>				
WOMEN & GIRLS FUND 102 E DOVER ST 2ND FL EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE WOMENS NEEDS	3,400
YMCA OF THE CHESAPEAKE 111-1 E DOVER ST EASTON, MD 21601	N/A	501(C)(3)	FUND ORGANIZED CHARITIES PLANNED PURPOSE CHILDREN HEALTH	5,000
Total ▶ 3a				310,657

TY 2017 Legal Fees Schedule

Name: DOCK STREET FOUNDATION
C/O R MARKS

EIN: 20-8856399

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COZEN O'CONNOR	4,072	0		0

TY 2017 Other Assets Schedule**Name:** DOCK STREET FOUNDATION

C/O R MARKS

EIN: 20-8856399**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MODULE PANELS - USED FOR CHARITABLE EVENTS	67,686	67,686	67,686
37 LIMITED EDITION SIGNED PRINTED - TO BE CONTRIBUTED TO 501(C)(3) ORG	34,500	34,500	34,500

TY 2017 Other Expenses Schedule**Name:** DOCK STREET FOUNDATION

C/O R MARKS

EIN: 20-8856399**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	255	0		0
ADMINISTRATIVE EXPENSE	815	0		0
MERCHANT & BANK FEES	274	0		0
COMMUNITY TICKETS FOR FIELD TRIP	3,960	0		3,960
COMMUNITY GEAR FOR BIKE EVENT	1,878	0		1,878

TY 2017 Other Professional Fees Schedule

Name: DOCK STREET FOUNDATION
C/O R MARKS

EIN: 20-8856399

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KATHY BOSIN	56,460	0		0
KEVIN GARBER	1,207	0		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491319041668	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047 2017
Name of the organization DOCK STREET FOUNDATION C/O R MARKS				Employer identification number 20-8856399	

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 other 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 33¹/₃% 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization DOCK STREET FOUNDATION C/O R MARKS	Employer identification number 20-8856399
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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	RICHARD MARKS 205 GOLDSBOROUGH STREET EASTON, MD 21601	\$ 373,283	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization DOCK STREET FOUNDATION C/O R MARKS	Employer identification number 20-8856399
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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
1	500 SHARES OF PARIS HOLDING CORP	\$ 373,283	2017-10-31
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization
DOCK STREET FOUNDATION
C/O R MARKS

Employer identification number

20-8856399

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 information once. See instructions.) ► \$ _____
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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee