

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

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

OMB No 1545-0052

2017

Open to Public Inspection

▶ 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.

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

Name of foundation FAIRCHILD MARTINDALE FOUNDATION		A Employer identification number 23-7001273
Number and street (or P O box number if mail is not delivered to street address) P O BOX 967	Room/suite	B Telephone number (see instructions) (951) 340-2360
City or town, state or province, country, and ZIP or foreign postal code CORONA, CA 92878		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 18,175,768	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	542,828	542,828		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	311,518			
	b Gross sales price for all assets on line 6a	3,428,240			
	7 Capital gain net income (from Part IV, line 2)		327,340		
	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	854,346	870,168			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,000	54,000		6,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	7,156	6,440		716
	b Accounting fees (attach schedule)	16,037	14,433		1,604
	c Other professional fees (attach schedule)	107,174	107,174		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	85	85		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	190,452	182,132		8,320
	25 Contributions, gifts, grants paid	855,000			855,000
26 Total expenses and disbursements. Add lines 24 and 25	1,045,452	182,132		863,320	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-191,106				
b Net investment income (if negative, enter -0-)		688,036			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	28,200	19,922	19,922
	2 Savings and temporary cash investments	156,241	1,693,401	1,693,401
	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)	9,558,625	8,008,059	14,615,625
	c Investments—corporate bonds (attach schedule)	1,951,708	1,782,286	1,846,820
	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 ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,694,774	11,503,668	18,175,768	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	11,694,774	11,503,668		
30 Total net assets or fund balances (see instructions)	11,694,774	11,503,668		
31 Total liabilities and net assets/fund balances (see instructions) .	11,694,774	11,503,668		

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	11,694,774
2 Enter amount from Part I, line 27a	2	-191,106
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	11,503,668
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	11,503,668

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 SEE ATTACHED SCHEDULE 100	P	2017-01-01	2017-06-01
b SEE ATTACHED SCHEDULE 100	P	2012-06-01	2017-06-01
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 218,655		219,183	-528
b 3,197,014		2,881,717	315,297
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-528
b			315,297
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	327,340
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	792,683	16,240,840	0.048808
2015	741,716	16,094,982	0.046084
2014	446,052	15,672,307	0.028461
2013	487,989	14,789,217	0.032996
2012	827,308	14,397,760	0.057461

2 Total of line 1, column (d)	2	0.213810
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.042762
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	17,390,617
5 Multiply line 4 by line 3	5	743,658
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,880
7 Add lines 5 and 6	7	750,538
8 Enter qualifying distributions from Part XII, line 4	8	863,320

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and credits/payments. Total tax due is 800.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, unrelated business income, and state reporting requirements.

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 N/A 13 Yes
14 The books are in care of JOHN RASMUSSEN, RASMUSSEN CPAS Telephone no (951) 340-2360

Located at 4175 ELDERBERRY CIRCLE CORONA CA ZIP+4 92882

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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)
(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)? Organizations relying on a current notice regarding disaster assistance check here. 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
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. ▶		<input type="checkbox"/>	5b
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	(e) Expense account, other allowances
STEPHEN F KELLER 101 SOUTH LAS PALMAS AVENUE LOS ANGELES, CA 90004	TRUSTEE 000 00	36,000	0	0
SARAH M KELLER 101 SOUTH LAS PALMAS AVENUE LOS ANGELES, CA 90004	TRUSTEE 000 00	12,000	0	0
SARAH COX 648 THAYER AVE LOS ANGELES, CA 90024	TRUSTEE 000 00	12,000	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	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	17,631,365
b	Average of monthly cash balances.	1b	24,084
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	17,655,449
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	17,655,449
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	264,832
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	17,390,617
6	Minimum investment return. Enter 5% of line 5.	6	869,531

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	869,531
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	6,880
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,880
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	862,651
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	862,651
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	862,651

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	863,320
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	863,320
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	6,880
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	856,440

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				862,651
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2017				
a From 2012.	13,773			
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	13,773			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 863,320				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2017 distributable amount.				862,651
e Remaining amount distributed out of corpus	669			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,442			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
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).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	13,773			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	669			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.	669			

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))

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				855,000
b <i>Approved for future payment</i>				
Total ▶ 3b				

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>				
BOYS AND GIRLS CLUB OF PASADENA 3230 E DEL MAR BLVD PASADENA, CA 91107	CORPORATION	CHARITY	GENERAL	5,000
CHILDRENS HOSPITAL LOS ANGELES 648 THAYER AVE LOS ANGELES, CA 90024	CORPORATION	CHARITY	MEDICAL CLINIC	50,000
DESERT COMMUNITY FOUNDATION 46000 FAIRWAY DRIVE INDIAN WELLS, CA 92210	CORPORATION	CHARITY	ELDORADO SCHOLARSHIP FUND	5,000
EISENHOWER MEDICAL CENTER 39000 BOB HOPE DR RANCHO MIRAGE, CA 92270	CORPORATION	CHARITY	GENERAL	10,000
GOOD SAMEARITAN HOSPITAL 1225 WILSHIRE BLVD LOS ANGELES, CA 90017	CORPORATION	CHARITY	GENERAL	10,000
Total ▶ 3a				855,000

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>				
GUIDE DOG'S FOR THE BLIND PO BOX 17068 BALTIMORE, MD 212970334	CORPORATION	CHARITY	GENERAL	10,000
HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 200024999	CORPORATION	CHARITY	GENERAL	10,000
HOMEBY INDUSTRIES 130 W BRUNO ST LOS ANGELES, CA 90012	CORPORATION	CHARITY	GENERAL	5,000
HOOVER INSTITUTION STANFORD UNIVERSITY STANFORD, CA 94305	CORPORATION	CHARITY	RESEARCH	10,000
JOHN TRACY CLINIC 806 WEST ADAMS BLVD LOS ANGELES, CA 900072505	CORPORATION	CHARITY	GENERAL	10,000
Total 3a 				855,000


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>				
JULES STEIN EYE INSTITUTE UCLA 100 STEIN PLAZA LOS ANGELES, CA 90095	CORPORATION	CHARITY	GLAUCOMA RESEARCH	30,000
LA PHILHARMONIC 151 S GRAND AVE LOS ANGELES, CA 900123034	CORPORATION	CHARITY	GENERAL	20,000
LEHIGH UNIVERSITY 27 MEMORIAL DRIVE WEST BETHLEHEM, PA 18015	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	75,000
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BLVD LOS ANGELES, CA 90036	CORPORATION	CHARITY	GENERAL	10,000
LOYOLA HIGH SCHOOL 1901 VENICE BLVD LOS ANGELES, CA 90006	SCHOOL	CHARITY	EDUCATION PROGRAMS	100,000
Total 3a				855,000


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>				
LOYOLA MARYMOUNT UNIVERSITY 1 LMU DRIVE LOS ANGELES, CA 90045	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	10,000
MARLBOROUGH SCHOOL 250 S ROSSMORE AVE LOS ANGELES, CA 90004	SCHOOL	CHARITY	EDUCATION PROGRAMS	25,000
MICHAEL J FOX FOUNDATION PO BOX 5014 HAGERSTOWN, MD 217415014	CORPORATION	CHARITY	PARKINSON'S GENETIC RESEARCH	100,000
NATURAL HISTORY MUSEUM LOS ANGELES 900 EXPOSITION BLVD LOS ANGELES, CA 90007	CORPORATION	CHARITY	GENERAL	10,000
OUTREACH INTERNATIONAL PO BOX 210 INDEPENDENCE, MO 640510210	CORPORATION	CHARITY	GENERAL	20,000
Total ▶				855,000
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>				
PARKINSON'S DISEASE FOUNDATION 710 W 168TH STREET NEW YORK, NY 100322603	CORPORATION	CHARITY	PARKINSON'S RESEARCH	100,000
ST PAUL THE APOSTLE FOUNDATION 648 THAYER AVE LOS ANGELES, CA 90024	FOUNDATION	CHARITY	EDUCATION PROGRAMS	5,000
ST PAUL THE APOSTLE SCHOOL 648 THAYER AVE LOS ANGELES, CA 90024	SCHOOL	CHARITY	EDUCATION PROGRAMS	20,000
STRENGTH IN SUPPORT 23046 AVENIDA DE LA CARLOTA LAGUNA HILLS, CA 92653	CORPORATION	CHARITY	GENERAL	10,000
THE INDEPENDENCE FUND 6538 COLLINS AVE SUITE 187 MIAMI BEACH, FL 33141	CORPORATION	CHARITY	GENERAL	5,000
Total 				855,000
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>				
THE NAVY SEAL FOUNDATION 1619 D STREET VIRGINIA BEACH, VA 23459	CORPORATION	CHARITY	GENERAL	10,000
UC BERKELEY FOUNDATION 2001 ADDISON ST 1ST FL BERKELEY, CA 94720	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	10,000
UNIVERSITY OF SOUTHERN CALIFORNIA 1441 EASTLAKE AVE ROOM 8302 LOS ANGELES, CA 90033	UNIVERSITY	CHARITY	EDUCATIONAL PROGRAMS	90,000
UNIVERSITY OF UTAH 201 PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	50,000
XAVIER COLLEGE PREP HIGH SCHOOL 34-200 COOK STREET PALM DESERT, CA 92211	SCHOOL	CHARITY	EDUCATION PROGRAMS	5,000
Total 				855,000
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>				
VERBUM DEI HIGH SCHOOL 11100 S CENTRAL AVE LOS ANGELES, CA 90059	SCHOOL	CHARITY	EDUCATION PROGRAMS	5,000
MAKE A WISH FOUNDATION LA 11390 W OLYMPIC BLVD SUITE 300 LOS ANGELES, CA 90064	FOUNDATION	CHARITY	GENERAL	5,000
THE BERKELEY INSTITUTE 2134 ALLSTON WAY BERKELEY, CA 94704	FOUNDATION	CHARITY	GENERAL	10,000
ST BRENDAN'S CHURCH 310 S VAN NESS AVE LOS ANGELES, CA 90020	CHURCH	CHARITY	GENERAL	5,000
Total 3a				855,000

TY 2017 Accounting Fees Schedule**Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	16,037	14,433		1,604

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

TY 2017 Gain/Loss from Sale of Other Assets Schedule

Name: FAIRCHILD MARTINDALE FOUNDATION

EIN: 23-7001273

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
TAX COST ADJUSTMENT	2017-01	PURCHASE	2017-06			15,822			-15,822	

TY 2017 Investments Corporate Bonds Schedule**Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE 101	1,782,286	1,846,820

TY 2017 Investments Corporate Stock Schedule**Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE 101	8,008,059	14,615,625
SEE ATTACHED SCHEDULE 101		

TY 2017 Legal Fees Schedule**Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	7,156	6,440		716

TY 2017 Other Professional Fees Schedule**Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL FEES	107,089	107,089		
INVESTMENT FEE	85	85		

TY 2017 Taxes Schedule**Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX				
ATTORNEY GENERAL	85	85		

Form 990-PF

Capital Gains and Losses on Investment Income

Schedule 100

Account #0825448

Units	Description	Date		Gross Sales Price	Cost or Other Basis	Gain/Loss
		Acquired	Sold			
Short-Term						
2,000 00	Bank of New York Mellon	6/19/2017	12/21/2017	109,022 28	100,409 24	8,613 04
1,000 00	Merck & Co	2/9/2017	12/5/2017	55,811 11	64,539 20	(8,728 09)
1,000 00	US Bancorp	2/14/2017	12/28/2017	53,821 45	54,234 23	(412 78)
	Total Short-Term Gain/Loss			218,654.84	219,182.67	(527.83)
Long-Term						
1,000 00	Abbvie	7/25/2008	12/21/2017	98,118 13	29,835 39	68,282 74
1,000 00	Abbvie	8/4/2008	12/28/2017	97,735 94	29,762 56	67,973 38
16 00	Advansix Inc	7/9/2013	3/29/2017	422 41	172 38	250 03
24 00	Advansix Inc	6/27/2013	3/29/2017	633 62	255 11	378 51
20 00	Advansix Inc	2/24/2014	3/29/2017	528 01	249 92	278 09
20 00	Advansix Inc	3/2/2016	3/29/2017	528 01	280 42	247 59
1,000 00	Altria Group	3/5/2008	12/14/2017	71,953 33	22,695 05	49,258 28
1,000 00	Altria Group	2/25/2008	12/21/2017	72,294 72	22,499 85	49,794 87
1,000 00	American Electric Power	8/29/2011	12/28/2017	73,401 00	38,277 21	35,123 79
0 22	American Tower	12/7/2015	5/23/2017	28 13	24 07	4 06
500 00	Anadarko Petroleum	10/13/2009	4/20/2017	29,626 85	33,767 75	(4,140 90)
810 00	Anadarko Petroleum	1/25/2010	12/6/2017	38,062 96	52,786 16	(14,723 20)
190 00	Anadarko Petroleum	1/25/2010	12/6/2017	8,928 35	12,382 30	(3,453 95)
500 00	Anadarko Petroleum	3/11/2016	12/6/2017	23,495 66	23,342 06	153 60
1,000 00	BP	6/16/2014	12/22/2017	41,282 44	51,715 80	(10,433 36)
500 00	BP	2/3/2015	12/22/2017	20,641 22	20,448 50	192 72
10,000 00	Bank of America	1/19/2011	3/15/2017	100,000 00	101,909 00	(1,909 00)
500 00	CVS	8/29/2014	5/17/2017	38,297 09	39,775 56	(1,478 47)
500 00	CVS	3/18/2014	5/19/2017	38,161 84	36,878 38	1,283 46
700 00	CVS	5/21/2014	5/17/2017	53,615 93	53,671 27	(55 34)
300 00	CVS	6/10/2014	5/17/2017	22,978 25	23,370 00	(391 75)
500 00	CVS	12/17/2014	5/17/2017	38,297 09	46,826 82	(8,529 73)
1,000 00	CVS	12/18/2013	5/19/2017	76,323 69	69,198 39	7,125 30
500 00	CVS	12/24/2013	5/19/2017	38,161 84	35,556 60	2,605 24
500 00	Edison	12/4/2007	12/21/2017	42,559 06	24,707 50	17,851 56
1,000 00	Edison	8/20/2008	12/21/2017	85,118 13	40,745 30	44,372 83
50,000 00	Dollar Gen Corp	9/16/2014	12/5/2017	50,500 00	45,176 50	5,323 50

Form 990-PF

Capital Gains and Losses on Investment Income

Schedule 100

Account #0825448

Units	Description	Date		Date Sold	Gross Sales		Cost or		Gain/Loss
		Acquired			Price		Other Basis		
846 00	Dowdupont	8/9/2013		12/28/2017	60,430 66		32,439 45		27,991 21
1,000 00	Dowdupont	10/16/2013		12/28/2017	71,431 05		41,083 25		30,347 80
2,000 00	GE	2/13/2013		12/6/2017	35,234 86		46,683 92		(11,449 06)
350 00	GE	9/19/2001		8/11/2017	8,813 11		11,774 00		(2,960 89)
350 00	GE	4/23/2002		8/11/2017	8,813 11		11,675 76		(2,862 65)
200 00	GE	1/20/2004		8/11/2017	5,036 06		6,691 10		(1,655 04)
200 00	GE	2/18/2004		8/11/2017	5,036 06		6,621 78		(1,585 72)
50 00	GE	11/7/2005		8/11/2017	1,259 02		1,702 50		(443 48)
1,850 00	GE	2/9/2006		8/11/2017	46,583 59		60,828 00		(14,244 41)
2,000 00	GE	8/16/2006		8/11/2017	50,360 63		67,459 60		(17,098 97)
400 00	GE	12/4/2003		10/18/2017	9,263 56		11,811 56		(2,548 00)
150 00	GE	12/10/2003		10/18/2017	3,473 83		4,459 50		(985 67)
500 00	GE	12/16/2003		10/18/2017	11,579 44		15,311 65		(3,732 21)
450 00	GE	12/18/2003		10/18/2017	10,421 50		13,885 02		(3,463 52)
100 00	GE	1/5/2004		10/18/2017	2,315 89		3,132 00		(816 11)
700 00	GE	1/6/2004		10/18/2017	16,211 22		22,061 90		(5,850 68)
250 00	GE	3/10/2004		10/18/2017	5,789 72		7,848 75		(2,059 03)
300 00	GE	3/30/2004		10/18/2017	6,947 66		9,150 84		(2,203 18)
150 00	GE	2/9/2006		10/18/2017	3,473 83		4,932 00		(1,458 17)
2,000 00	GE	7/21/2006		10/18/2017	46,317 77		64,640 00		(18,322 23)
3,000 00	GE	4/15/2015		10/30/2017	61,047 74		82,810 00		(21,762 26)
2,000 00	GE	5/13/2015		10/30/2017	40,698 50		54,040 00		(13,341 50)
5,000 00	GE	3/14/2013		12/6/2017	88,087 17		118,498 31		(30,411 14)
5,000 00	GE	5/28/2013		12/6/2017	52,852 30		71,041 50		(18,189 20)
1,000 00	General Mills	2/25/2016		12/28/2017	59,401 32		59,807 00		(405 68)
300 00	IMB	5/13/2015		12/22/2017	45,733 34		51,688 97		(5,955 63)
1,000 00	Macys	11/12/2015		12/5/2017	25,382 66		40,240 00		(14,857 34)
1,000 00	Macys	1/11/2016		12/5/2017	25,382 66		37,826 50		(12,443 84)
600 00	Merck & Co	9/8/2016		12/5/2017	33,486 67		37,947 52		(4,460 85)
400 00	Merck & Co	10/10/2016		12/5/2017	22,324 44		25,558 65		(3,234 21)
1,000 00	Merck & Co	7/20/2009		12/14/2017	56,018 60		27,980 00		28,038 60
1,000 00	Merck & Co	7/20/2009		12/22/2017	56,363 42		27,980 00		28,383 42
50,000 00	National Fuel Gas	1/27/2016		12/7/2017	50,625 00		46,785 00		3,840 00
50,000 00	Newmont	3/6/2014		12/5/2017	51,000 00		45,960 00		5,040 00
1,500 00	PPL Corp	2/16/2016		12/21/2017	46,986 41		54,114 75		(7,128 34)

Form 990-PF

Capital Gains and Losses on Investment Income

Schedule 100

Account #0825448

Units	Description	Date		Gross Sales Price	Cost or Other Basis		Gain/Loss
		Acquired	Date Sold				
500 00	Schlumberger	9/6/2013	3/6/2017	40,340 92	42,596 79	(2,255 87)	
500 00	Schlumberger	4/15/2015	3/6/2017	40,340 92	45,728 45	(5,387 53)	
400 00	Simon PPTY	5/4/2016	12/5/2017	65,013 15	82,647 91	(17,634 76)	
600 00	Stencycle	5/4/2016	12/22/2017	32,013 76	47,173 50	(15,159 74)	
50,000 00	Transocean	1/20/2012	4/18/2017	50,937 50	52,535 00	(1,597 50)	
1,073 00	Tyson Foods	1/13/2016	7/27/2017	67,744 22	56,242 02	11,502 20	
0 80	Tyson Foods	1/13/2016	8/2/2017	50 21	43 25	6 96	
1,000 00	United Technologies	12/26/2013	2/10/2017	111,021 62	111,952 45	(930 83)	
500 00	United Health	3/20/2014	12/14/2017	110,661 44	40,717 25	69,944 19	
500 00	United Health	10/16/2013	12/22/2017	110,091 98	37,551 00	72,540 98	
1,000 00	Verizon Communications	3/20/2015	12/28/2017	53,171 47	49,825 00	3,346 47	
1,000 00	Walgreens Boots	3/8/2016	12/5/2017	70,125 26	81,040 41	(10,915 15)	
50,000 00	Walgreens Boots	8/25/2015	12/5/2017	50,875 00	48,811 26	2,063 74	
50,000 00	Whirlpool	6/14/2012	2/9/2017	54,375 00	50,153 00	4,222 00	
50,000 00	Whirlpool	8/6/2012	2/9/2017	54,375 00	51,919 00	2,456 00	
	Total Long-Term Gain/Loss			3,197,013.95	2,881,716.92	315,297.03	
	Total for Year Ended 12/31/2017			3,415,668.79	3,100,899.59	314,769.20	

Form 990- PF

Asset BV/FMV

Schedule 101

Acct #0825448

Acct 0825448	Type	Beginning	Ending	
Description	Code	BV	BV	FMV
<u>Money Market Funds</u>				
Columbia Treasury Reserves Trust	1	156,240 52	1,693,400 60	1,693,400 60
Total Money Market		<u>156,240 52</u>	<u>1,693,400 60</u>	<u>1,693,400 60</u>
<u>Corporate Stocks</u>				
Abbott Labs	3	230,050 74	230,050 74	456,560 00
Abbvie Inc	3	170,690 20	111,092 25	386,840 00
Advansix Inc	3	957 83	-	-
Alcoa Inc	3	-	-	-
Alphabet Inc	3	108,804 74	108,804 74	209,280 00
Altria Group Inc	3	132,805 37	87,610 47	357,050 00
American Electric Power	3	38,277 21	-	-
American Tower Corp	3	61,174 13	61,150 04	79,895 20
Amgen Inc	3	210,852 43	210,852 43	347,800 00
Anadarko Pete Corp	3	122,278 27	-	-
Apple Inc	3	162,608 58	162,608 58	355,383 00
AT&T Inc	3	193,599 78	373,943 43	466,560 00
Bank of America	3	128,559 94	191,568 89	295,200 00
Boeing	3	167,712 09	167,712 09	442,365 00
BP	3	72,164 30	-	-
Bristol Myers	3	51,796 80	51,796 80	122,560 00
Bunge LTD	3	51,952 98	91,926 48	104,040 00
Caterpillar	3	55,030 50	55,030 50	236,370 00
Chevron Corp	3	122,554 85	175,726 65	250,380 00
Citigroup Inc	3	-	182,066 81	223,230 00
Colgate Palmolive Co	3	69,297 46	69,297 46	105,630 00
Comcast Corp	3	-	159,418 72	160,200 00
CVS Caremark	3	305,277 02	-	-
Digital Realty Inc	3	73,879 60	73,879 60	113,900 00
Disney	3	171,725 83	171,725 83	322,530 00
Dominion Resources	3	71,720 00	152,358 53	162,120 00
DowDupont	3	255,982 74	182,460 04	498,540 00
Duke Energy Corp	3	152,448 27	152,448 27	286,646 88
Edison Inc	3	65,452 80	-	-
Exxon Mobil Corp	3	147,224 64	147,224 64	167,280 00
FedEx Corp	3	-	106,914 33	124,770 00
Ford Motors	3	25,253 00	72,013 58	74,940 00
General Elec Co	3	697,059 69	-	-
General Mills Inc	3	59,807 00	-	-
Home Depot Inc	3	188,157 72	188,157 72	379,060 00
Honeywell Inc	3	80,324 47	80,324 47	153,360 00
Intel Corp	3	-	55,989 12	55,392 00
International Business Machs	3	172,795 97	121,107 00	230,130 00
JP Morgan Chase	3	307,677 79	307,677 79	534,700 00
Johnson & Johnson	3	275,512 81	275,512 81	558,880 00
Kimberly Clark Corp	3	92,988 34	92,988 34	180,990 00

Form 990- PF

Asset BV/FMV

Schedule 101

Acct #0825448

Kraft Foods Group Inc	3	157,042 65	147,387 81	311,040 00
Macys Inc	3	78,066 50	-	-
McDonalds Corp	3	58,543 00	58,543 00	172,120 00
Merck & Co	3	119,466 17	-	-
Microsoft Corp	3	135,767 56	135,767 56	213,850 00
Nestle	3	127,573 50	127,573 50	171,986 00
Pepsico Inc	3	204,527 50	204,527 50	407,728 00
Philip Morris International	3	149,900 26	149,900 26	316,950 00
PPL Corp	3	54,114 75	-	-
Procter & Gamble Co	3	232,672 71	232,672 71	459,400 00
Realty Income Corp	3	132,951 35	131,408 45	171,060 00
Royal Dutch Shell	3	211,918 29	321,794 72	400,260 00
Schlumberger	3	88,325 24	-	-
Simon Properties Group	3	82,647 91	-	-
Southern Co	3	129,755 38	129,755 38	144,270 00
Stericycle Inc	3	47,173 50	-	-
Tyson Foods Inc	3	60,379 87	-	-
Union Pac Corp	3	130,253 53	130,253 53	268,200 00
United Technologies Corp	3	111,952 45	-	-
Unitedhealth Group Inc	3	270,444 03	192,175 78	661,380 00
Vanguard REIT	3	86,232 12	85,519 10	82,980 00
Ventas Inc	3	84,000 25	84,000 25	90,015 00
Verizon Communications	3	265,365 16	215,540 16	370,510 00
Visa Inc	3	140,951 71	140,951 71	456,080 00
Walgreens Boots Alliance	3	81,040 41	-	-
Waste Management	3	146,190 34	146,190 34	345,200 00
Wells Fargo & Co	3	362,462 96	362,462 96	499,848 50
Welltower Inc	3	324,138 36	149,883 97	159,425 00
3M Co	3	190,311 20	190,311 20	470,740 00
Total Corporate Stocks		<u>9,558,624 55</u>	<u>8,008,059 04</u>	<u>14,615,624 58</u>

Corporate Bonds

Allegheny Technologies Inc	4	52,414 50	52,414 50	51,000 00
American Tower	4	50,377 00	50,377 00	53,014 50
American Tower	4	48,650 00	48,650 00	54,768 50
Bank of America	4	101,909 00	-	-
Best Buy Inc	4	48,000 00	48,000 00	53,862 00
CBRE SVCS Inc	4	49,950 00	49,950 00	51,416 00
Centurylink	4	97,687 65	97,687 65	97,940 00
Coach Inc	4	47,468 75	47,468 75	51,350 00
Continental Resources Inc	4	49,568 20	49,568 20	50,750 00
Dell Inc	4	52,019 13	52,019 13	52,062 50
Dell Inc	4	51,226 58	51,226 58	50,300 50
Digital Realty Trust	4	49,680 00	49,680 00	50,980 00
Dollar General Corp	4	45,176 50	-	-
Dun & Bradstreet Corp	4	50,500 00	50,500 00	50,709 00
Ford Motors Co	4	50,624 50	50,624 50	49,740 00
General Motors Co	4	47,888 00	47,888 00	51,347 50
HCA Inc	4	53,378 00	53,378 00	53,375 00
KLA-Tencor Corp	4	49,823 50	49,823 50	54,235 00

Form 990- PF

Asset BV/FMV

Schedule 101

Acct #0825448

Motorola Solutions Inc	4	48,783 00	48,783 00	51,283 00
Murphy Oil Corp	4	49,950 50	49,950 50	50,125 00
National Fuel Gas	4	46,785 00	-	-
Newmont Mng Corp	4	103,060 00	103,060 00	104,205 00
Newmont Mng Corp	4	45,960 00	-	-
Omega Healthcare	4	-	49,949 65	49,964 50
Pitney Bowes Inc	4	51,522 41	51,522 41	51,500 00
Schwab	4	261,350 00	261,350 00	281,887 50
Time Warner Cable Inc	4	49,644 75	49,644 75	51,497 00
Transocean	4	52,535 00	-	-
Trinity Industries Inc	4	-	49,766 45	49,947 50
Walgreens Co	4	49,791 50	49,791 50	50,200 00
Walgreens Co	4	48,811 26	-	-
Welltower Inc	4	-	174,111 05	179,610 00
Whirlpool Corp	4	102,072 00	-	-
Williams Cos Inc	4	45,100 95	45,100 95	49,750 00
Total Corporate Bonds		<u>1,951,707 68</u>	<u>1,782,286 07</u>	<u>1,846,820 00</u>