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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.

▶ Go to www irs gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation: GRANITE FOUNDATION AGENCY (PLG)

A Employer identification number: 26-0010320

Number and street (or P O box number if mail is not delivered to street address): PO BOX 0634

Room/suite:

B Telephone number (see instructions): 651-699-0206

City or town, state or province, country, and ZIP or foreign postal code: MILWAUKEE, WI 53201-0634

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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: [X] 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) ▶ $ 9,455,758.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

03/04

04

6

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)	568,380.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	141,926.	140,710.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	40,407.			
	b Gross sales price for all assets on line 6a 932,897.				
	7 Capital gain net income (from Part IV, line 2)		40,407.		
	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)	-7,608.	10,774.		STMT 2
	12 **Total** Add lines 1 through 11	743,105.	191,891.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	5,000.			5,000.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	7,500.	NONE	NONE	7,500.
	c Other professional fees (attach schedule) STMT 4	30,697.	15,349.		15,349.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	16,702.	510.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	13,103.	NONE	NONE	13,103.
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	7,075.	4,454.		2,621.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	80,077.	20,313.	NONE	43,573.
	25 Contributions, gifts, grants paid	462,792.			462,792.
	26 **Total expenses and disbursements** Add lines 24 and 25	542,869.	20,313.	NONE	506,365.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	200,236.			
	b **Net investment income** (if negative, enter -0-)		171,578.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing	307,024.	288,004.	288,004.
2	Savings and temporary cash investments	57,052.	48,695.	48,695.
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) ▶ *		* 750,000.	STMT 7
	Less allowance for doubtful accounts ▶ NONE	950,000.	750,000.	750,000.
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) STMT 8	1,637,253.		
c	Investments - corporate bonds (attach schedule) STMT 10	208,515.		
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 11	1,719,860.	6,895,093.	8,367,958.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 12)	3,205,106.	1,101.	1,101.
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,084,810.	7,982,893.	9,455,758.
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)	650,790.	450,000.	
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	650,790.	450,000.	
	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ X and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	7,434,020.	7,532,893.	
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)	7,434,020.	7,532,893.	
31	Total liabilities and net assets/fund balances (see instructions)	8,084,810.	7,982,893.	

(Sections: Assets lines 1–16; Liabilities lines 17–23; Net Assets or Fund Balances lines 24–31)

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	7,434,020.
2	Enter amount from Part I, line 27a	2	200,236.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 18	3	24,294.
4	Add lines 1, 2, and 3	4	7,658,550.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 19	5	125,657.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,532,893.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, 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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a	932,897.		892,490.	40,407.
b				
c				
d				
e				

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

	(i) FMV 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				40,407.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 40,407.

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 doesn't qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	730,018.	8,735,985.	0.083564
2015	396,968.	7,828,213.	0.050710
2014	453,668.	7,833,833.	0.057911
2013	515,854.	7,520,836.	0.068590
2012	327,443.	7,206,222.	0.045439

2	**Total** of line 1, column (d)	2	0.306214
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0.061243
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 . . .	4	9,047,885.
5	Multiply line 4 by line 3.	5	554,120.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,716.
7	Add lines 5 and 6.	7	555,836.
8	Enter qualifying distributions from Part XII, line 4	8	506,365.

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	3,432.
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	NONE
3	Add lines 1 and 2	3	3,432.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,432.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 . . . . 6a 13,482.		
b	Exempt foreign organizations - tax withheld at source . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . 6c NONE		
d	Backup withholding erroneously withheld . . . 6d		
7	Total credits and payments Add lines 6a through 6d	7	13,482.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	10,050.
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 3,432. **Refunded** ▶	11	6,618.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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?	5		X
	If "Yes," attach the statement required by *General Instruction T*			
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	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions ▶ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Telephone no ▶ (651) 699-0206

Located at ▶ 1876 GLUEK LANE, ROSEVILLE, MN ZIP+4 ▶ 55113-3851

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ ____, ____, ____, ____			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

			Yes	No
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	X	
	Organizations relying on a current notice regarding disaster assistance, check here . . . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . . ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 20		5,000.		

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

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

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

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

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

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

Total number of others receiving over $50,000 for professional services ▶	NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	5,621,340.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	3,564,330.
d	**Total** (add lines 1a, b, and c)	1d	9,185,670.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	9,185,670.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	137,785.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,047,885.
6	**Minimum investment return.** Enter 5% of line 5	6	452,394.

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	452,394.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,432.		
b	Income tax for 2017. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,432.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	448,962.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	448,962.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	448,962.

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	506,365.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the.		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	506,365.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	506,365.

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				448,962.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			NONE	
b Total for prior years 20___,20___,20___		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012 . . . NONE				
b From 2013 . . . 143,826.				
c From 2014 . . . 66,053.				
d From 2015 . . . 9,562.				
e From 2016 . . . 301,903.				
f Total of lines 3a through e	521,344.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 506,365.				
a Applied to 2016, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount				448,962.
e Remaining amount distributed out of corpus	57,403.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	578,747.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				NONE
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)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	578,747.			
10 Analysis of line 9				
a Excess from 2013 . . . 143,826.				
b Excess from 2014 . . . 66,053.				
c Excess from 2015 . . . 9,562.				
d Excess from 2016 . . . 301,903.				
e Excess from 2017 . . . 57,403.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year (a) 2017	Prior 3 years (b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

TIM & DIANA MADDEN

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

NONE

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

SEE STATEMENT 22

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 *Paid during the year*				
SEE ATTACHED LIST	NONE	PC	GENERAL OPERATING & DONATIONS	462,792.
Total . . . . ▶ **3a**				462,792.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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					
4 Dividends and interest from securities			14	141,926.	
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			18	40,407.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PRAIRIE OAKS MEMOR			1	-14,174.	
c GSO PRIVATE INVEST	900099	-4,208.	1	10,774.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-4,208.		178,933.	

13 **Total** Add line 12, columns (b), (d), and (e) . . . . . 13 174,725.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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) (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] | 11/14/18 | ▶ President

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO	[signature]	11/14/2018		P01251603

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219 — Phone no 412-355-6000

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to *www.irs.gov/Form990* for the latest information.

OMB No 1545-0047

2017

Name of the organization	Employer identification number
GRANITE FOUNDATION AGENCY (PLG)	26-0010320

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization: GRANITE FOUNDATION AGENCY (PLG)

Employer identification number: 26-0010320

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	TIM AND DIANE MADDEN 1876 GLUEK LANE ROSEVILLE, MN 55113	$ 387,339.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
2	DONATIONS TO GRADY FUND 1876 GLUEK LANE ROSEVILLE, MN 55113	$ 181,041.	Person [X] 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: GRANITE FOUNDATION AGENCY (PLG)

Employer identification number: 26-0010320

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	TRANSFERS OF STOCK	$ 237,339.	12/28/2017
		$	
		$	
		$	
		$	
		$	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME	7,518.	7,518.
DIVIDEND INCOME	133,192.	133,192.
TAX EXEMPT INCOME	603.	
RETURN OF CAPITAL	613.	
TOTAL	141,926.	140,710.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRAIRIE OAKS MEMORIAL GARDEN INCOME	-14,174.	
GSO PRIVATE INVESTORS INCOME	6,566.	10,774.
TOTALS	-7,608.	10,774.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	7,500.			7,500.
TOTALS	7,500.	NONE	NONE	7,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADVISORY FEES - US BANK	14,264.	7,132.	7,132.
ADVISORY FEES - MERILL LYNCH	16,433.	8,217.	8,217.
TOTALS	30,697.	15,349.	15,349.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	510.	510.
FEDERAL ESTIMATES PAID	9,138.	
PY TAX LIABILITY PAID	7,054.	
TOTALS	16,702.	510.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADR FEES	302.	302.	
GSO PRIVATE INVESTORS EXPENSES	2,143.	2,143.	
CHARITABLE FILING FEE	25.		25.
INSURANCE RENEWAL	1,185.		1,185.
PROPERTY TAXES	1,218.	1,218.	
VEHICLE EXPENSES	285.		285.
LOAN INTEREST EXPENSE	791.	791.	
MEAL REIMBURSEMENTS	252.		252.
OTHER CHARITABLE EXPENSES	874.		874.
TOTALS	7,075.	4,454.	2,621.

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:
CONNECTED PROPERTIES
ORIGINAL AMOUNT: 2,458,484.
INTEREST RATE: 8.000000
DATE OF NOTE: 12/29/2008
PURPOSE OF LOAN:
REDEMPTION OF STOCK

BEGINNING BALANCE DUE	950,000.
ENDING BALANCE DUE	750,000.
ENDING FAIR MARKET VALUE	750,000.
TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	950,000.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	750,000.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	750,000.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE
3M COMPANY	75,303.
APPLE INC	115,697.
136385101 CANADIAN NATURAL RES	23,452.
235851102 DANAHER CORP	27,365.
370334104 GENERAL MILLS INC	29,508.
594918104 MICROSOFT CORP	26,136.
881624209 TEVA PHARMACEUTICAL	46,159.
G5960L103 MEDTRONIC PLC	45,726.
248019101 DELUXE CORP	23,964.
902973304 US BANCORP	52,804.
G1151C101 ACCENTURE PLC CL A	33,031.
34959J108 FORTIVE CORP WI	8,492.
20825C104 CONOCOPHILLIPS	12,700.
09247X101 BLACKROCK INC	21,647.
61945C103 MOSAIC CO THE	106,094.
713448108 PEPSICO INC	35,397.
87612E106 TARGET CORP	41,482.
883556102 THERMO FISHER SCIENT	25,173.
037411105 APACHE CORP	45,234.
09228F103 BLACKBERRY LTD	14,165.
126650100 CVS HEALTH CORPORATI	21,561.
02079K107 ALPHABET INC CL C	13,618.
949746101 WELLS FARGO CO	32,594.
437076102 HOME DEPOT INC	63,705.
674599105 OCCIDENTAL PETROLEUM	14,053.
02079K305 ALPHABET INC CL A	13,709.
580135101 MCDONALDS CORP	94,843.
00971T101 AKAMAI TECHNOLOGIES	106,832.
527288104 LEUCADIA NATL CORP	9,075.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE
H8817H100 TRANSOCEAN LTD		10,530.
35671D857 FREEPORT MCMORAN INC		47,926.
37733W105 GLAXO SMITHKLINE P L		16,584.
833034101 SNAP ON INC		21,739.
46625H100 J P MORGAN CHASE CO		26,164.
641069406 NESTLE SA SPONSORED		27,817.
61166W101 MONSANTO CO		87,590.
754730109 RAYMOND JAMES FINL I		20,581.
26441C204 DUKE ENERGY HOLDING		41,938.
369604103 GENERAL ELECTRIC CO		36,103.
060505104 BANK OF AMERICA CORP		110,089.
65473P105 NISOURCE INC		10,673.
	TOTALS	1,637,253.

GRANITE FOUNDATION AGENCY (PLG) 26-0010320

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE
670678234 NUVEEN HIGH INCOME B		208,515.
	TOTALS	208,515.

GRANITE FOUNDATION AGENCY (PLG) 26-0010320

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GSO MEZZANINE FINANCE FUND	C	144,264.		
THE FUNNY NUTCRACKER	C	800,000.		
US MINT - COINS	C	755,518.		
REMINGTON "MOUNTAIN MAN"	C	10,000.		
COAST DIVERSIFIED FUND II	C	10,078.		
9AMCP0DT5 COLLATERAL REQUIRED	C			
SEE ATTACHED LIST	C		6,895,093.	8,367,958.
TOTALS		1,719,860.	6,895,093.	8,367,958.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
HOLY LAND ANTIQUITIES	78,207.		
ITEMS PURCHASED FOR DONATION	52,920.		
COMPUTER	520.		
VEHICLE: 1971 BUICK CENTURION	21,500.		
LOST LAKE PROPERTY	700,000.		
MN STADIUM SBL FUND	6,000.		
ACCRUED INCOME	1,095.	1,101.	1,101.
ASIAN ART	25,000.		
AFFILIATED MANAGERS	531.		
AFLAC INC	1,122.		
ALEXANDRIA REAL EST EQTS	6,219.		
ALLSTATE CORP	2,456.		
ALTRIA GROUP INC	85,903.		
AMERICAN CAMPUS CMNTYS	4,152.		
AMERICAN EXPRESS CREDIT	4,096.		
AMERICAN FINANCIAL	1,111.		
AMERICAN HOMES 4 RENT	3,026.		
AMERICAN TOWER REIT INC	3,019.		
APARTMENT INVT & MGMT CO	7,671.		
ARCH CAPITAL GROUP LTD	2,231.		
AVALONBAY CMMUN INC	6,916.		
AXIS CAPITAL HLDGS LTD	1,630.		
BANK OF AMERICA CORP	83,440.		
BANK OF NEW YORK MELLON	2,711.		
BB&T CORPORATION	6,729.		
BERKSHIRE HATHAWAYINC	29,893.		
BLACKROCK INC	53,464.		
BLOCK H&R INC	27,466.		
BOSTON PROPERTIES INC	474.		

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BRIXMOR PPTY GROUP	6,803.		
BROOKDALE SR LIVING	1,486.		
CA INC	49,008.		
CAMDEN PPTY TR COM	1,135.		
CAPITAL ONE FINANCIAL	7,903.		
CARNIVAL CORP PAIRED	58,060.		
CHARLES SCHWAB CORP	3,713.		
CHEVRON CORP	33,512.		
CINN FINCL CRP OHIO	55,185.		
CISCO SYSTEMS INC	35,277.		
CITIGROUP INC	10,615.		
COCA COLA COM	55,132.		
COMCAST CORP	5,123.		
CORECIVIC INC	481.		
CORP OFFICE PPTYS TRUST	1,487.		
CUBESMART COM	3,121.		
DDR CORP COM	4,875.		
DIAGEO PLC SPSD ADR NEW	46,381.		
DIGITAL REALTY TRUST INC	1,101.		
DIGITAL RLTY TR	7,063.		
DOMINION RES INC NEW	25,930.		
DOUGLAS EMMETT INC	4,028.		
DTE ENERGY COMPANY	1,045.		
DUKE ENERGY CORP	30,824.		
DUPONT FABROS TECHNOLOGY	4,131.		
ECOLAB INC	29,223.		
EDUCATION REALTY	3,223.		
ELI LILLY	39,157.		
EMPIRE ST RLTY TR	2,552.		

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ENTERGY ARKANSAS INC	1,783.		
ENTERGY LOUISIANA LLC	1,203.		
ENTERGY MISSISSIPPI INC	1,064.		
ENTERGY NEW ORLEANS INC	431.		
ENTERPRISE PRODUCTS OPER	2,358.		
EQUINIX INC	6,261.		
ESSEX PPTY TR INC	4,957.		
EXTENDED STAY AMERICA	865.		
EXTRA SPACE STORAGE INC	3,132.		
FEDERAL HOME LN MTG	5,310.		
FEDERAL NATL MTG ASSOC	11,608.		
FHLMC G0 8677 04%2045	7,772.		
FHLMC G0 8677 04%2046	11,713.		
FHLMC G0 8677 04%2047	9,942.		
FISERV INC	10,325.		
FNMA PAL6307 04 50%2045	7,871.		
GAMING AND LEISURE	3,206.		
GATX CORPORATION	784.		
GENERAL ELEC CAP CORP	78,173.		
GENERAL ELECTRIC CAPITAL	2,025.		
GENERAL MILLS	62,594.		
GENL DYNAMICS CORP	66,994.		
GEO (THE) GROUP INC	1,005.		
GILEAD SCIENCES INC	4,037.		
GOLDMAN SACHS GROUP	90,022.		
GRAMERCY PROPERTY	2,532.		
HARTFORD FINL SVCS	1,277.		
HASBRO INC	32,850.		
HCP INC	2,591.		

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
HEALTHCARE TR OF AMERICA	4,360.		
HIGHWOODS PPTYS INC	495.		
HILTON WORLDWIDE HLDGS	4,571.		
HONEYWELL INTL INC	11,307.		
HOSPITALITY PROP TRUST	517.		
HOST HOTELS & RESORTS	2,820.		
HUDSON PAC PPTYS	3,348.		
ING GROEP NV	1,469.		
INTEGRYS ENERGY GRP, INC	1,586.		
INTEL CORP	48,606.		
INTERSTATE POWER & LIGHT	1,093.		
JP MORGAN CHASE & CO	42,033.		
KEYCORP FXD-FLTG RATE	2,001.		
KILROY REALTY CORP	6,422.		
KINDER MORGAN INC.	31,388.		
LIFE STORAGE INC	511.		
LOWE'S COMPANIES INC	34,245.		
MCDONALD'S CORP	4,171.		
MEDICAL PPTYS	2,366.		
MERCK AND CO INC	54,906.		
MGM RESORTS INTERNATIONL	946.		
MICROSOFT CORP	40,574.		
MID AMERICA APT CMNTYS	970.		
MORGAN STANLEY	7,918.		
NATIONAL RETAIL PROP INC	1,155.		
NEWMARKET CORP	40,404.		
NEXTERA ENERGY CAP HLDGS	2,186.		
NEXTERA ENERGY CAPITAL	2,300.		
NORFOLK SOUTHERN CORP	53,336.		

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PAYCHEX INC	38,803.		
PEBBLEBROOK HOTEL TRUST	1,049.		
PEOPLE'S UNITED FIN	524.		
PFIZER INC	33,970.		
PHYSICIANS RLTY	2,718.		
PNC FINANCIAL SERVICES	5,690.		
PPL CAPITAL FUNDING INC	591.		
PRINCIPAL CAPITAL	47,086.		
PROLOGIS INC	11,785.		
PROTECTIVE LIFE CORP	1,100.		
PRUDENTIAL FINANCIAL INC	2,065.		
PS BUSINESS PARKS INC	2,349.		
PUBLIC STORAGE	7,769.		
QTS RLTY TR INC COM CL	2,756.		
QUALITY CARE PROPERTIES	731.		
QWEST CORP	2,120.		
RAYMOND JAMES FINANCIAL	632.		
REALTY INCOME	629.		
RED ROCK RESORTS INC	1,952.		
REGENCY CENTERS CORP	859.		
REGIONS FINANCIAL CORP	1,471.		
REINSURANCE GRP OF AMER	818.		
RENAISSANCERE HLDGS	1,249.		
REYNOLDS AMERICAN INC	28,500.		
ROYAL BK OF SCOT GRP PLC	3,896.		
SENIOR HOUSING PPTY	1,811.		
SIMON PROPERTY GROUP DEL	24,098.		
SL GREEN REALTY CORP	7,528.		
SOUTHERN COMPANY	1,384.		

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SPIRIT REALTY CAPITAL	5,768.		
ST JUDE MEDICAL INC	45,741.		
STANLEY BLACK&DECKER	2,241.		
STATE STREET CORP	4,821.		
STORE CAP CORP	2,857.		
SUN COMMNTYS INC	4,117.		
TCF FINANCIAL	760.		
THE ALLSTATE CORP FIXED-	560.		
THE ALLSTATE CORPORATION	1,631.		
THE CHARLES SCHWAB	629.		
THE MOSAIC COMPANY	28,569.		
TORCHMARK CORPORATION	323.		
U.S. TREASURY BOND	12,112.		
U.S. TREASURY NOTE	15,506.		
U.S. TRSY INFLATION BOND	2,278.		
UDR INC	10,672.		
US BANCORP	3,576.		
USD UNITED MEXICAN	4,270.		
VENTAS INC	5,429.		
VENTAS REALTY	850.		
VERIZON COMM	51,148.		
VORNADO REALTY	5,018.		
W.R. BERKLEY CORP	2,803.		
WELLS FARGO & CO NEW	86,918.		
WELLTOWER INC	843.		
WESTERN ASSET SMASH	79,968.		
TOTALS	3,205,106.	1,101.	1,101.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ST JUDE STOCK BASIS ADJ		19,708.
COST BASIS ADJ		4,586.
	TOTAL	24,294.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
FMV TO COST ADJ ON STOCK TRANSFERS		125,517.
WASH SALES DISALLOWED		140.
	TOTAL	125,657.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
TIMOTHY MADDEN
ADDRESS:
1876 GLUEK LANE
ROSEVILLE, MN 55113-3851
TITLE:
PRESIDENT / DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 5,000.

OFFICER NAME:
DIANE MADDEN
ADDRESS:
1876 GLUEK LANE
ROSEVILLE, MN 55113-3851
TITLE:
SECRETARY / TREASURER / DRTCR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
MICHAELA MADDEN
ADDRESS:
1876 GLUEK LANE
ROSEVILLE, MN 55113-3851
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
FRANCIS T MADDEN
ADDRESS:
1876 GLUEK LANE
ROSEVILLE, MN 55113-3851
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
MELANIE M MADDEN
ADDRESS:
1876 GLUEK LANE
ROSEVILLE, MN 55113-3851
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
MALLORY L MADDEN
ADDRESS:
1876 GLUEK LANE
ROSEVILLE, MN 55113-3851
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:	5,000.

RECIPIENT NAME:
GRANITE FOUNDATION
ADDRESS:
1876 GLUEK LN
ROSEVILLE, MN 55113-3851
FORM, INFORMATION AND MATERIALS:
N/A
SUBMISSION DEADLINES:
N/A
RESTRICTIONS OR LIMITATIONS ON AWARDS:
N/A