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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
LOIS POPE LIFE FOUNDATION INC

A Employer identification number
27-3158367

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1720 S OCEAN BOULEVARD

B Telephone number (see instructions)
(561) 582-8083

City or town, state or province, country, and ZIP or foreign postal code
MANALAPAN, FL 33462

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 8,808,484

J Accounting method ☑ Cash ☐ Accrual
☐ 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 ▶ ☐

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)	4,937,874			
	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	190,576	183,130		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	533,559			
	b	Gross sales price for all assets on line 6a 3,762,555				
	7	Capital gain net income (from Part IV, line 2)		1,801,606		
	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	5,662,009	1,984,736		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages	45,455	11,364		34,091
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	241,192	0		0
	b	Accounting fees (attach schedule)	16,214	8,107		8,107
	c	Other professional fees (attach schedule)	349,451	0		43,800
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	19,781	2,173		2,608
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	8,249	0		8,249
	22	Printing and publications	4,225	0		0
	23	Other expenses (attach schedule)	637,976	0		628,557
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,322,543	21,644		725,412
	25	Contributions, gifts, grants paid	732,263			732,263
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,054,806	21,644		1,457,675
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	3,607,203			
	b	**Net investment income** (if negative, enter -0-)		1,963,092		
	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	78,379	59,644	59,644
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,048,897	5,436,297	7,077,201
	c	Investments—corporate bonds (attach schedule)	256,905	256,905	262,052
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	160,179	1,389,267	1,390,327
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	0	19,260	19,260
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,544,360	7,161,373	8,808,484
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 ▶)	1,178	1,492	
	23	**Total liabilities**(add lines 17 through 22)	1,178	1,492	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	3,543,182	7,159,881	
	30	**Total net assets or fund balances** (see instructions)	3,543,182	7,159,881	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,544,360	7,161,373	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,543,182
2	Enter amount from Part I, line 27a	2	3,607,203
3	Other increases not included in line 2 (itemize) ▶	3	9,496
4	Add lines 1, 2, and 3	4	7,159,881
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,159,881

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,801,606
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	506,190	4,158,084	0 121736
2015	135,071	4,232,185	0 031915
2014	257,512	4,278,489	0 060188
2013	644,754	3,976,436	0 162144
2012	943,930	4,033,499	0 234023

2 Total of line 1, column (d)	2	0 610006
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 122001
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	7,709,603
5 Multiply line 4 by line 3	5	940,579
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,631
7 Add lines 5 and 6	7	960,210
8 Enter qualifying distributions from Part XII, line 4	8	1,457,675

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	19,631
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2		3	19,631
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	19,631
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 6,571		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d 0		
7	Total credits and payments Add lines 6a through 6d		7	46,571
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached		8	53
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	26,887
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 26,887	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

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		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?	13	Yes	
	Website address ▶LIFE-EDU ORG			
14	The books are in care of ▶THE FOUNDATION Telephone no ▶(561) 582-8083			
	Located at ▶1720 S OCEAN BOULEVARD MANALAPAN FL ZIP+4 ▶33462			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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		
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?.	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?.	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . . *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . *If "Yes" to 6b, file Form 8870*		**6b**		No
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
LOIS B POPE 1720 S OCEAN BLVD MANALAPAN, FL 33462	CHAIRMAN 20 00	0	0	0
ROBERT C MILLER 60 EAST 42 STREET NEW YORK, NY 10165	SECRETARY 5 00	0	0	0
ELSA JOHNSON 301 YAMATO ROAD 3120 BOCA RATON, FL 33431	TREASURER 5 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(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				

Total number of other employees paid over $50,000. ▶ 0

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
DAVIDSON DAWSON & CLARK LLP 60 EAST 42 STREET NEW YORK, NY 10165	LEGAL	241,192
DAN KLORES COMMUNICATIONS LLC 261 FIFTH AVE 2ND FLOOR NEW YORK, NY 10016	PUBLIC RELATIONS/PROMOTION	238,151
LISA COHEN 855 3RD STREET 205 SANTA MONICA, CA 90403	PUBLIC RELATIONS/PROMOTION	67,500

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities.			1a	7,716,719
b	Average of monthly cash balances.			1b	110,289
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	7,827,008
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0		
2	Acquisition indebtedness applicable to line 1 assets.			2	0
3	Subtract line 2 from line 1d.			3	7,827,008
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	117,405
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	7,709,603
6	**Minimum investment return.** Enter 5% of line 5.			6	385,480

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	385,480
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	19,631		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	19,631
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	365,849
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	365,849
6	Deduction from distributable amount (see instructions).			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	365,849

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	1,457,675
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,457,675
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	19,631
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,438,044

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				365,849
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 746,037				
b From 2013. 448,441				
c From 2014. 48,931				
d From 2015.				
e From 2016. 307,579				
f **Total** of lines 3a through e.	1,550,988			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 1,457,675				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				365,849
e Remaining amount distributed out of corpus	1,091,826			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,642,814			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	746,037			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	1,896,777			
10 Analysis of line 9				
a Excess from 2013. . . . 448,441				
b Excess from 2014. . . . 48,931				
c Excess from 2015. . . .				
d Excess from 2016. . . . 307,579				
e Excess from 2017. . . . 1,091,826				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	
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 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 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 Additional Data Table				
Total . . . . ▶ **3a**				732,263
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	190,576	
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	533,559	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		724,135	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 724,135

(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)

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) of the Code (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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2018-11-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ELSA G JOHNSON		2018-11-15		P00327217

Firm's name ▶ ELSA G JOHNSON PA — Firm's EIN ▶20-1651907

Firm's address ▶ 301 YAMATO ROAD SUITE 3120
BOCA RATON, FL 33431 — Phone no (561) 362-8300

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

(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)
SAFEWAY INC NEW	P		
BOEING CO	P	2007-06-19	
GENL DYNAMICS CORP	P	2008-12-02	
HASBRO	P		
MCDONALDS CORP	P	2008-08-14	
MERK & CO	P		
MICROSOFT CORP	P	2007-06-19	
NEXTERA ENERGY	P		
NIKE INC	P	2008-11-05	
NORTHERN TRUST CORP	P	2008-03-04	

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
23			23
37,930		13,194	24,736
13,626		3,946	9,680
85,108		22,680	62,428
42,930		19,770	23,160
48,568		32,563	16,005
12,420		6,101	6,319
154,444		153,497	947
26,096		6,869	19,227
19,706		13,764	5,942

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			23
			24,736
			9,680
			62,428
			23,160
			16,005
			6,319
			947
			19,227
			5,942

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

(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)
REPUBLIC SVCS INC	P	2007-12-03	
SYSCO CORPORATION	P		
TRAVELERS COS INC	P	2007-06-19	
WASTE MGMT INC	P		
ACCENTURE PLC	P	2008-11-05	
ENDO INTERNATIONAL	P	2008-08-14	
CHUBB LTD	P	2008-09-16	
SEATTLE SPINCO INC	P		
ACTIVISION BLIZZARD INC	D	2016-09-06	2017-04-04
AMERICAN WATER WORKS CO	D	2017-04-13	

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
26,174		5,157	21,017
39,289		21,413	17,876
27,364		11,945	15,419
52,813		26,415	26,398
9,924		2,748	7,176
7,018		62,408	-55,390
24,095		10,022	14,073
6,008		5,892	116
14,604		4,557	10,047
152,446		74,003	78,443

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			21,017
			17,876
			15,419
			26,398
			7,176
			-55,390
			14,073
			116
			10,047
			78,443

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

(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)
ASAHI GLASS	D	2017-04-13	2017-04-20
BLACKHAWK NETWORK HLDNGS	D	2017-04-13	2017-09-14
CBS CORP CL B	D	2017-04-13	2017-09-07
CARNIVAL CORP	D	2017-04-13	2017-04-20
CHINA LODGING GROUP LTD	D	2017-04-13	
COMCAST CORP NEW CL A	D	2017-04-13	2017-09-22
DARDEN RESTAURANTS	D	2017-04-13	
DOW CHEMICAL COMPANY	D	2017-04-13	
DOWDUPONT INC	D	2017-04-13	
DU PONT E I DE NEMOURS	D	2017-04-13	

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
122,553		86,676	35,877
25,957		13,971	11,986
15,266		10,944	4,322
88,877		45,453	43,424
364,155		142,377	221,778
18,538		7,451	11,087
207,852		109,192	98,660
115,344		60,163	55,181
112,017		50,727	61,290
118,891		57,146	61,745

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			35,877
			11,986
			4,322
			43,424
			221,778
			11,087
			98,660
			55,181
			61,290
			61,745

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

(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)
ELECTRONIC ARTS INC	D	2017-04-13	2017-04-27
ESTERLINE TECHNOLOGIES	D	2017-04-13	
FACEBOOK INC	D	2016-09-06	2017-04-04
HASBRO INC	D	2017-04-13	
HASBRO INC	P		
HONEYWELL INTERNATIONAL	D	2017-04-13	2017-12-28
KRAFT HEINZ CO	D	2017-04-13	2017-11-07
MARRIOTT INTL INC NEW	D	2017-04-13	
MICRON TECHNOLOGY INC	D	2017-04-13	
MONDELEZ INTL INC	D	2017-04-13	

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
37,659		15,301	22,358
205,516		128,127	77,389
10,524		2,174	8,350
140,362		59,187	81,175
2,384		2,176	208
19,143		6,431	12,712
22,976		11,228	11,748
95,583		60,249	35,334
205,507		60,206	145,301
54,182		29,858	24,324

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			22,358
			77,389
			8,350
			81,175
			208
			12,712
			11,748
			35,334
			145,301
			24,324

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

(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)
NEXTERA ENERGY 5 7% PFD	P		2017-10-23
OLIN CORP PAR $1	D	2017-04-13	
PS BUSINESS PK 6 45% PFD	P		2017-01-18
PAYPAL HOLDINGS INC	D	2016-09-06	
RMR GRP INC/THE	D	2017-04-13	
SELECT SECTOR SPDR FD	D	2017-04-13	
STARBUCKS CORP	D	2017-04-13	
STARBUCKS CORP	D	2016-09-06	2017-04-27
STARBUCKS CORP	P		
SYSCO CORPORATION	P		2017-09-22

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,416		9,309	107
63,480		30,049	33,431
3,016		3,117	-101
45,381		20,940	24,441
148,453		62,668	85,785
192,046		108,668	83,378
122,641		58,928	63,713
61,573		27,380	34,193
540		501	39
731		684	47

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			107
			33,431
			-101
			24,441
			85,785
			83,378
			63,713
			34,193
			39
			47

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

(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)
TIME WARNER INC NEW	D	2017-04-13	
WALGREENS BOOTS	D	2017-04-13	2017-04-27
WASTE MGMT INC DEL	D	2017-04-13	
WASTE MGMT INC DEL	P		
SEATTLE SPINCO INC XXX	P		2017-09-01
BLACKHAWK NETWORK HLDNGS	P	2014-04-15	2017-09-13
CAVIUM INC	P	2016-08-18	2017-10-12
CONSTELLATION BRANDS	D	2016-09-06	
HASBRO INC	P		2017-04-20
NEXTERA ENERGY 5 7% PFD	P		2017-10-23

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
56,005		22,139	33,866
25,680		13,593	12,087
48,336		21,166	27,170
1,893		1,736	157
85		81	4
9,940		5,418	4,522
11,954		9,148	2,806
34,309		7,426	26,883
15,995		8,305	7,690
6,518		6,518	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			33,866
			12,087
			27,170
			157
			4
			4,522
			2,806
			26,883
			7,690
			0

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

(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)
PS BUSINESS PK 6 45% PFD	P		2017-01-18
SYSCO CORPORATION	P		2017-09-22
WASTE MGMT INC DEL	P		2017-04-20
SEATTLE SPINCO INC XXX	P		2017-09-13
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
63,455		63,545	-90
17,734		11,906	5,828
19,458		11,371	8,087
650		372	278
19,394			19,394

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-90
			5,828
			8,087
			278
			19,394

Form 990PF Part XV Line 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*				
AMERICAN HEART ASSOCIATION 2300 CENTERPARK WEST DRIVE PALM BEACH, FL 33480		PUBLIC CHARITY	MEDICAL	2,500
AMERICAN HUMANE ASSOCIATION 1400 16TH ST NW SUITE 360 WASHINGTON, DC 20036		PUBLIC CHARITY	ANIMAL WELFARE	62,500
BUONICONTI FUND TO CURE PARALYSIS 1095 NW 14TH TERRRACE MIAMI, FL 33136		PUBLIC CHARITY	MEDICAL	15,000
Total . . . . ▶ 3a				732,263

Form 990PF Part XV Line 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*				
CANCER ALLIANCE OF HELP AND HOPE PO BOX 3292 PALM BEACH, FL 33480		PUBLIC CHARITY	MEDICAL	175
GATEWAY FOR CANCER RESEARCH 500 REMINGTON ROAD SCHAUMBURG, IL 60173		PUBLIC CHARITY	MEDICAL	30,000
GIRL SOUTS OF SOUTHEAST FLORIDA 6944 LAKE WORTH ROAD LAKE WORTH, FL 33467		PUBLIC CHARITY	LEADERSHIP	8,000
Total . . . . ▶ **3a**				732,263

Form 990PF Part XV Line 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*				
GREY NUNS OF THE SACRED HEART 22 MEADOWBROOK PARKWAY CHEEKTOWAGA, NY 14206		PUBLIC CHARITY	RELIGIOUS	500
HOFFMAN BOSTON ELEMENTARY SCHOOL 1415 S QUEEN STREET ARLINGTON, VA 22204		PUBLIC CHARITY	EDUCATION	10,000
AMERICAN RED CROSS 1250 NORTHPOINT PARKWAY WEST PALM BEACH, FL 33407		PUBLIC CHARITY	PUBLIC WELFARE	5,000
Total . . . . ▶ **3a**				732,263

Form 990PF Part XV Line 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*				
INTERNATIONAL SOCIETY OF PALM BEACH 44 COCOANUT ROW M207C PALM BEACH, FL 33480		PUBLIC CHARITY	PUBLIC WELFARE	25,000
JACK THE BIKE MAN 2406 FLORIDA AVENUE WEST PALM BEACH, FL 33401		PUBLIC CHARITY	PUBLIC WELFARE	250
LEEDS ENDOWMENT INC 435 SOUTHERN BLVD WEST PALM BEACH, FL 33405		PUBLIC CHARITY	PUBLIC WELFARE	1,500
Total . . . . ▶ **3a**				732,263

Form 990PF Part XV Line 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*				
LEADERS IN FURTHERING EDUCATION INC 1720 S OCEAN BLVD MANALAPAN, FL 33462		PUBLIC CHARITY	PUBLIC WELFARE	345,468
LEADERS IN FURTHERING EDUCATION INC 1720 S OCEAN BLVD MANALAPAN, FL 33462		PUBLIC CHARITY	PUBLIC WELFARE	75,365
LYNN UNIVERSITY - THEATER ARTS GUILD 3601 N MILITARY TRAIL BOCA RATON, FL 33431		PUBLIC CHARITY	EDUCATION	2,500
Total . . . . ▶ **3a**				732,263

Form 990PF Part XV Line 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*				
MANALAPAN POLICE DEPARTMENT 600 S OCEAN BLVD MANALAPAN, FL 33462		PUBLIC CHARITY	PUBLIC WELFARE	5,000
MD ANDERSON CANCER CENTER 1840 OLD SPANISH TRAIL HOUSTON, TX 77054		PUBLIC CHARITY	MEDICAL	10,250
PALM BEACH OPERA 1800 SOUTH AUSTRALIAN AVE SUITE 301 WEST PALM BEACH, FL 33409		PUBLIC CHARITY	THE ARTS	25,000
Total . . . . ▶ **3a**				732,263

Form 990PF Part XV Line 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*				
PALM BEACH OPERA GUILD 1800 SOUTH AUSTRALIAN AVE SUITE 301 WEST PALM BEACH, FL 33409		PUBLIC CHARITY	THE ARTS	10,000
PALM BEACH ROUND TABLE 44 COCOANUT ROW SUITE T-12 PALM BEACH, FL 33480		PUBLIC CHARITY	PUBIC WELFARE	3,255
PALM BEACH SYMPHONY 400 HIBISCUS STREET STE 100 WEST PALM BEACH, FL 33401		PUBLIC CHARITY	MUSIC	25,000
Total . . . . ▶ 3a				732,263

Form 990PF Part XV Line 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*				
PEGGY ADAMS - COUNTDOWN TO ZERO 3100/3200 N MILITARY TRAIL WEST PALM BEACH, FL 33409		PUBLIC CHARITY	ANIMAL WELFARE	15,000
RICHARD DAVID KANN MELANOMA FOUNDATION 621 CLEARWATER PARK ROAD WEST PALM BEACH, FL 33401		PUBLIC CHARITY	MEDICAL	500
SALVATION ARMY615 SLATERS LANE ALEXANDRIA, VA 22313		PUBLIC CHARITY	PUBLIC WELFARE	1,000
Total . . . . ▶ 3a				732,263

Form 990PF Part XV Line 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*				
THE ACTORS FUND 729 SEVENTH AVE 10TH FLOOR NEW YORK, NY 10019		PUBLIC CHARITY	PUBLIC WELFARE	10,000
THE GREAT AMERICAN SONGBOOK 130 BIRDSEYE ROAD FARMINGTON, CT 06032		PUBLIC CHARITY	EDUCATION	15,000
THE PALM BEACH FOUNDATION INC 205 WORTH AVE SUITE 201 PALM BEACH, FL 33480		PUBLIC CHARITY	THE ARTS	1,000
Total . . . . ▶ **3a**				732,263

Form 990PF Part XV Line 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*				
TRI COUNTY HUMANE SOCIETY 21287 BOCA RIO ROAD BOCA RATON, FL 33433		PUBLIC CHARITY	ANIMAL WELFARE	17,500
U OF M BASCOM PALMER EYE INSTITUTE PO BOX 248073 CORAL GABLES, FL 331241530		PUBLIC CHARITY	MEDICAL	10,000
Total . . . . ▶ 3a				732,263

TY 2017 Accounting Fees Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	16,214	8,107		8,107

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319029958

TY 2017 Investments Corporate Bonds Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS	256,905	262,052

TY 2017 Investments Corporate Stock Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCKS AND ETFS	5,013,622	6,640,301
PREFERREDS/FIXED RATE CAP SECURITIES	422,675	436,900

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319029958

TY 2017 Investments - Other Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	1,389,267	1,390,327

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491319029958

TY 2017 Legal Fees Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	241,192	0		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319029958

TY 2017 Other Assets Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXPENSE		19,260	19,260

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319029958

TY 2017 Other Expenses Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PERMITS, LICENSES AND FEES	1,284	0		0
INSURANCE	8,312	0		0
POSTAGE AND DELIVERY	123	0		0
VA HUMAN COST OF WAR EVENTS IN SUPPORT OF VETERANS	188,633	0		188,933
THE NATIONAL DAY OF HONOR FOR AMERICAN VETERANS DISABLED FOR LIFE EVENT	439,624	0		439,624

TY 2017 Other Increases Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Description	Amount
TIMING DIFFERENCE	9,496

TY 2017 Other Liabilities Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES PAYABLE	1,178	1,492

TY 2017 Other Professional Fees Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PUBLIC RELATIONS/ PROMOTION FEES	349,451	0		43,800

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319029958

TY 2017 Substantial Contributors Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Name	Address
LOIS B POPE	1720 S OCEAN BOULEVARD MANALAPAN, FL 33462

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319029958

TY 2017 Taxes Schedule

Name: LOIS POPE LIFE FOUNDATION INC

EIN: 27-3158367

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	1,304	1,304		0
TAX ON INVESTMENT INCOME	15,000	0		0
PAYROLL TAX	3,477	869		2,608

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

Schedule of Contributors

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

OMB No 1545-0047

2017

Name of the organization	**Employer identification number**
LOIS POPE LIFE FOUNDATION INC	27-3158367

Organization type (check one)

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

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
LOIS POPE LIFE FOUNDATION INC

Employer identification number
27-3158367

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	LOIS POPE 1720 SOUTH OCEAN BLVD MANALAPAN, FL33462	$ 4,937,874	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
LOIS POPE LIFE FOUNDATION INC

Employer identification number
27-3158367

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
	See Additional Data Table	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization
LOIS POPE LIFE FOUNDATION INC

Employer identification number
27-3158367

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once. See instructions.) ▶ $** ____________

Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 27-3158367
Name: LOIS POPE LIFE FOUNDATION INC

Form 990 Schedule B, 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	2500 SH AMERICAN WATER WORKS CO	$ 196,425	2017-04-13
1	15000 SH ASAHI GLASS	$ 119,025	2017-04-13
1	1000 SH AUTOMATIC DATA PROCESSING	$ 101,260	2017-04-13
1	2500 SH BLACKHAWK NETWORK HOLDINGS INC	$ 97,000	2017-04-13
1	10000 SH BIONDVAX	$ 64,700	2017-04-13
1	1400 SH CBS CORP CL B	$ 93,044	2017-04-13
1	2500 SH CARNIVAL CORP	$ 143,675	2017-04-13
1	4000 SH CHINA RAILWAY CONSTRUCTION	$ 57,420	2017-04-13
1	5000 SH CHINA LODGING GROUP	$ 294,500	2017-04-13
1	500 SH COLGATE-PALMOLIVE CO	$ 36,830	2017-04-13

Form 990 Schedule B, 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	2000 SH COMCAST CORP	$ 74,280	2017-04-13
1	3000 SH DARDEN RESTAURANTS	$ 245,910	2017-04-13
1	3000 SH DOW CHEMICAL COMPANY	$ 183,180	2017-04-13
1	2500 SH DU PONT EI DE NEMOURS AND CO	$ 193,600	2017-04-13
1	2000 SH EBAY	$ 68,660	2017-04-13
1	1300 SH ELECTRONIC ARTS INC	$ 115,726	2017-04-13
1	3000 SH ESTERLINE TECHNOLOOGIES CORP	$ 252,450	2017-04-13
1	1000 SH FOOT LOCKER INC	$ 72,090	2017-04-13
1	2000 SH HASBRO	$ 191,000	2017-04-13
1	1333 SH KRAFT HEINZ CO	$ 121,969	2017-04-13

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	500 SH HONEYWELL INTERNATIONAL	$ 61,250	2017-04-13
1	861 SH ILG INC	$ 18,357	2017-04-13
1	1600 SH MARRIOTT INTL INC	$ 146,480	2017-04-13
1	1000 SH MERCK & CO	$ 62,610	2017-04-13
1	10000 SH MICRON TECHNOLOCY INC	$ 267,400	2017-04-13
1	3000 SH MONDOLEZ INTL INC	$ 132,120	2017-04-13
1	2500 SH OLIN CORP	$ 75,750	2017-04-13
1	1000 SH PAYPAL HOLDINGS INC	$ 42,550	2017-04-13
1	4500 SH POWERSHARES AEROSPACE & DEFENSE PORTFOLIO	$ 194,130	2017-04-13
1	5000 SH RMR GRP INC	$ 250,250	2017-04-13

Form 990 Schedule B, 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	1000 SCANA CORP	$ 65,800	2017-04-13
1	5000 SH SELECT SECTOR SPDR FD	$ 256,550	2017-04-13
1	3000 SH STARBUCKS CORP	$ 172,530	2017-04-13
1	1500 SH SYSCO CORPORATION	$ 77,850	2017-04-13
1	1250 SH TIME WARNER INC	$ 122,825	2017-04-13
1	1500 SH UNITED STATES STEEL CORP	$ 44,130	2017-04-13
1	1500 SH WALGREENS BOOTS ALLIANCE INC	$ 123,720	2017-04-13
1	1400 SH WASTE MGMT INC	$ 100,828	2017-04-13