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Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2017**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/Form990PF) for instructions and the latest information.

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

Name of foundation  
**AEC TRUST**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**FOUNDATION SOURCE 501 SILVERSIDE RD**

City or town, state or province, country, and ZIP or foreign postal code  
**WILMINGTON, DE 19809-1377**

**A Employer identification number**  
36-6725987

**B Telephone number (see instructions)**  
(800) 839-1754

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

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

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

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

**G** Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **37,493,916.**

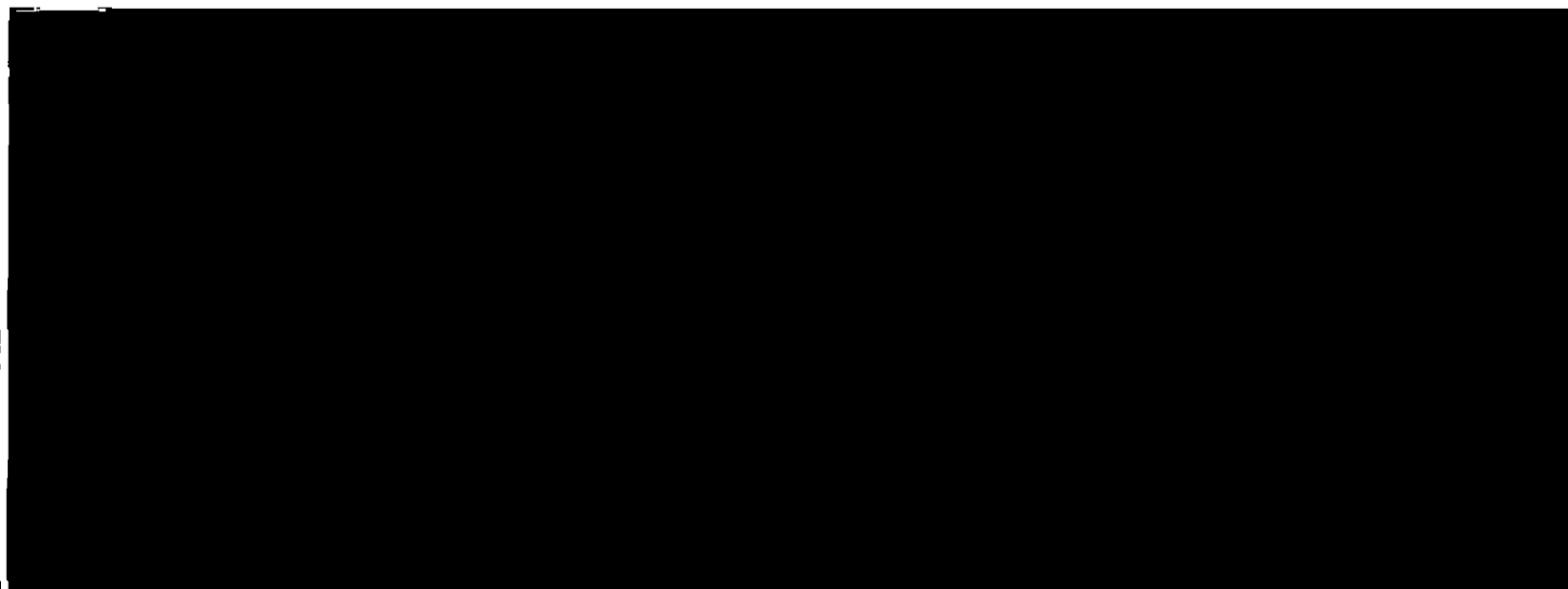
**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

03  
04

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B. . . . .				
3	Interest on savings and temporary cash investments . . . . .	8,779.	8,779.		
4	Dividends and interest from securities . . . . .	614,554.	614,554.		
5a	Gross rents . . . . .				
	b Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,359,989.			
	b Gross sales price for all assets on line 6a <b>5,162,758.</b>				
7	Capital gain net income (from Part IV, line 2) . . . . .		1,359,989.		
8	Net short-term capital gain				

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing . . . . .			
2	Savings and temporary cash investments . . . . .	959,533.	884,991.	884,991.
3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
5	Grants receivable . . . . .			



**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 SEE PART IV SCHEDULE				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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	1,359,989.	
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	0.	

**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	1,362,694.	31,470,019.	0.043301
2015	1,371,336.	32,261,682.	0.042507
2014	1,638,618.	31,763,429.	0.051588
2013	1,578,802.	29,285,653.	0.053910
2012	1,358,437.	29,454,901.	0.046119
2 Total of line 1, column (d) . . . . .			0.237425
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 . . . . .			0.047485
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 . . . . .			35,049,492.
5 Multiply line 4 by line 3. . . . .			1,664,325.
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .			19,003.
7 Add lines 5 and 6. . . . .			1,683,328.
8 Enter qualified distributions from Part III, line 8 . . . . .			1,510,400

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	38,007.
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
<b>3</b> Add lines 1 and 2 . . . . .	3	38,007.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	38,007.
<b>6</b> Credits/Payments		
<b>a</b> 2017 estimated tax payments and 2016 overpayment credited to 2017 . . . . .	6a	26,600.
<b>b</b> Exempt foreign organizations - tax withheld at source . . . . .	6b	
<b>c</b> Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	
<b>d</b> Backup withholding erroneously withheld . . . . .	6d	
<b>7</b> Total credits and payments. Add lines 6a through 6d . . . . .	7	26,600.
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.	8	

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the

Yes No

36-67

SUBSTANTIAL CONTRIBUTOR  
AND  
STATUS OF RECIPIENT

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

<b>5a</b> During the year, did the foundation pay or incur any amount to		Yes		No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>		<input checked="" type="checkbox"/>	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>		<input checked="" type="checkbox"/>	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>		<input checked="" type="checkbox"/>	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/>		<input checked="" type="checkbox"/>	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/>		<input checked="" type="checkbox"/>	
<b>b</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.				<b>5b</b>
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>			
<b>c</b> 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? . . . ATCH 8	<input type="checkbox"/>		<input type="checkbox"/>	
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/>		<input checked="" type="checkbox"/>	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				<b>6b</b>
If "Yes" to 6b, file Form 8870				X
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>		<input checked="" type="checkbox"/>	
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				<b>7b</b>

**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
ATCH 9		155,398.	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				

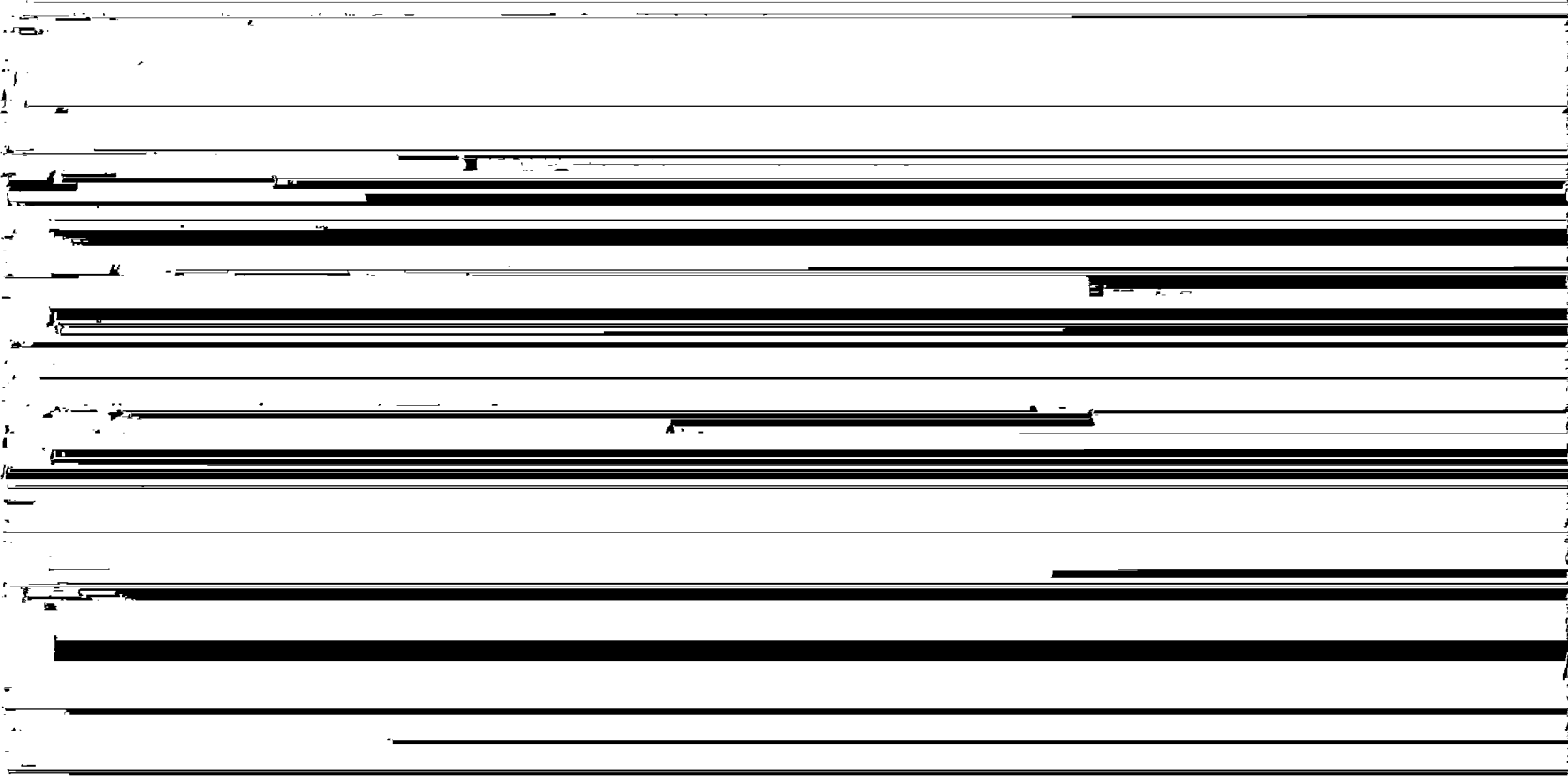
**Total number of other employees paid over \$50,000.** . . . . .

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

**Part IV A Summary of Direct Charitable Activities**



**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	33,248,152.
b	Average of monthly cash balances . . . . .	1b	1,034,598.
c	Fair market value of all other assets (see instructions). . . . .	1c	1,300,491.
d	<b>Total</b> (add lines 1a, b, and c) . . . . .	1d	35,583,241.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets . . . . .	2	
3	Subtract line 2 from line 1d . . . . .	3	35,583,241.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	533,749.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	35,049,492.
6	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	1,752,475.

**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	1,752,475.
2a	Tax on investment income for 2017 from Part VI, line 5 . . . . .	2a	38,007.
b	Income tax for 2017 (This does not include the tax from Part VI) . . . . .	2b	
c	Add lines 2a and 2b . . . . .	2c	38,007.
3	Distributable amount before adjustments Subtract line 2c from line 1 . . . . .	3	1,714,468.
4	Recoveries of amounts treated as qualifying distributions . . . . .	4	
5	Add lines 3 and 4 . . . . .	5	1,714,468.
6	Deduction from distributable amount (see instructions). . . . .	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	1,714,468.

**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	1,518,488.
b	Program-related investments - total from Part IX-B . . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes . . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required) . . . . .	3a	
b	Cash distribution test (attach the required schedule) . . . . .	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,518,488.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions . . . . .	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	1,518,488.

**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 . . . . .				1,714,468.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only. . . . .			1,476,061.	
b Total for prior years 20 <u>15</u> , 20 <u>14</u> , 20 <u>13</u> . . . . .				
3 Excess distributions carryover, if any, to 2017				
a From 2012 . . . . .				
b From 2013 . . . . .				
c From 2014 . . . . .				
d From 2015 . . . . .				
e From 2016 . . . . .				
f Total of lines 3a through e . . . . .				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,518,488.</u>				
			1,476,061.	

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
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					





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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
 

	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash . . . . .	1a(1)	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
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

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.

**Sign Here** 

 for Atlantic Trust as Trustee
 

 Date 5-3-2018
 

 Title TRUSTEE

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name JEFFREY D HASKELL	Preparer's signature JEFFREY D HASKELL	Date 04/26/2018	Check <input type="checkbox"/> if self-employed	PTIN P01345770
	Firm's name ► FOUNDATION SOURCE			Firm's EIN ► 510398347	
	Firm's address ► ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042			Phone no 800-839-1754	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CLASS ACTION LAWSUIT PROCEEDS	2,474.	2,474.
NET FOREIGN TAX REFUND	183.	183.
TOTALS	<u>2,657.</u>	<u>2,657.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2017	26,600.
990-PF EXTENSION FOR 2016	4,722.
TOTALS	<u>31,322.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	292.	292.	
STATE OR LOCAL FILING FEES	15.		15.
<b>TOTALS</b>	<u>307.</u>	<u>292.</u>	<u>15.</u>



FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 4

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FED NATL MORTGAGE ASSOC-2.125%	146,036.	144,914.
FED NATL MORTGAGE ASSOC-2.625	254,882.	253,562.
FHLMC - 2.375% - 01/13/2022	129,721.	126,124.
US TIPS - 0.625% - 01/15/2024	240,609.	242,097.
US TIPS - 1.250% - 07/15/2020	232,174.	233,616.
<b>US OBLIGATIONS TOTAL</b>	<b><u>1,003,422.</u></b>	<b><u>1,000,313.</u></b>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ADOBE SYSTEMS, INC	219,900.	311,401.
AETNA INC	135,846.	608,455.
ALLERGAN PLC	626,083.	376,398.
ALLIANCE DATA SYSTEM CORP	55,975.	240,806.
ALPHABET INC CL A	91,423.	348,675.
ALPHABET INC CL C	542,126.	1,129,065.
AMAZON COM	429,451.	1,301,619.
AMERICAN EXPRESS CO	192,845.	276,678.
AMERICAN TOWER REIT INC	531,110.	655,283.
ANADARKO PETROLEUM CORP	300,835.	262,675.
APPLE INC	246,570.	711,951.
AUTOMATIC DATA PROCESSING INC	210,124.	450,361.
BARCLAYS ETN PLUS SELECT MLP	625,331.	610,673.
BLACKROCK INC	236,259.	555,321.
BOEING CO	105,996.	418,477.
CAPITAL ONE FINANCIAL CORP	242,071.	387,466.
CHEVRON CORP	216,353.	235,107.
CIGNA	254,776.	375,717.
CISCO SYSTEMS INC	420,370.	731,224.
CITIGROUP INC	472,571.	735,692.
COLGATE-PALMOLIVE COMPANY	243,888.	279,618.
COMCAST CORP	321,487.	707,283.
CVS CAREMARK CORP	167,848.	320,088.
DANAHER CORP	295,581.	629,691.
DOLLAR GENERAL CORP	150,680.	298,376.
DOWDUPONT INC	302,085.	300,050.
EOG RESOURCES INC	329,547.	398,188.
EXPEDIA INC	416,804.	333,799.
EXPRESS SCRIPTS HOLDING CO	271,671.	403,429.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY NATIONAL INFORMATION	104,160.	370,621.
FISERV INC	82,845.	471,412.
FORTIVE CORPORATION	187,980.	353,357.
HARBOR FDS INTL FD	687,399.	650,021.
HOME DEPOT INC	260,799.	640,422.
HONEYWELL INTL	526,140.	614,053.
INTERCONTINENTAL EXCHANGE, INC	432,435.	445,657.
JOHNSON & JOHNSON	464,536.	720,815.
JP MORGAN CHASE	296,058.	801,622.
KINDER MORGAN INC	343,920.	298,842.
MATTHEWS PACIFIC TIGER FUND I	928,085.	1,010,834.
MEDTRONIC PLC	486,786.	510,825.
MERCK & CO INC	182,509.	340,771.
MICROSOFT CORP	364,451.	1,065,485.
NEXTERA ENERGY, INC	259,390.	378,448.
OMNICOM GROUP	215,370.	223,224.
ORACLE CORP	299,771.	592,040.
PEPSICO INC	322,027.	490,593.
PIONEER NAT RES CO	345,039.	351,404.
PRAXAIR INC	245,212.	460,018.
PRUDENTIAL FINCL INC	398,564.	529,483.
QUALCOMM INC	534,114.	544,106.
STRYKER CORPORATION	151,043.	456,623.
THERMO FISHER SCIENTIFIC INC	275,397.	394,761.
TJX COMPANIES INC	280,268.	360,356.
TWEEDY BROWNE GLOBAL VALUE FUN	575,343.	600,754.
UNION PACIFIC	257,138.	448,296.
UNITED TECHNOLOGIES CORP	144,128.	394,064.
UNITEDHEALTH GROUP INC	107,556.	755,296.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US BANCORP	355,140.	521,333.
V F CORP	102,238.	286,824.
VIRTUS SEIX FLTG RATE HIGH INC	700,000.	711,556.
VISA INC	399,121.	795,974.
WELLS FARGO & CO	338,405.	649,048.
TOTALS	<u>20,308,973.</u>	<u>32,632,504.</u>

ATTACHMENT 6

CORPORATE BONDS

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
10% - 02	193,332.	200,408.
- 12/10	149,716.	131,449.
08/15/	100,181.	102,628.
10% - 12	97,223.	99,359.
- 6.000	118,789.	102,121.
01/07/2	248,843.	265,212.
% - 10/	208,893.	207,408.
MACHINE	217,163.	208,866.
10% - 08	265,987.	255,438.
3.150%	103,407.	102,728.
<b>TOTALS</b>	<u>1,703,534.</u>	<u>1,675,617.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
KING STREET CAPITAL	200,000.	1,300,491.
TOTALS	<u>200,000.</u>	<u>1,300,491.</u>

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,162,758.		PUBLICLY-TRADED SECURITIES 3,802,769.					1,359,989.	

ATTACHMENT 8

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: WAGMORE FOUNDATION INC  
GRANTEE'S ADDRESS: 5015 NW 24TH DR  
CITY, STATE & ZIP: GAINSVILLE, FL 32605  
GRANT DATE: 12/27/2012  
GRANT AMOUNT: 2,942,103.  
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT  
AMOUNT EXPENDED: 2,676,390.  
ANY DIVERSION? NO  
DATES OF REPORTS: 6/21/13, 5/27/14, 11/19/15, 9/29/16 AND 11/07/17  
VERIFICATION DATE:  
RESULTS OF VERIFICATION: NONE NECESSARY

AS PERMITTED BY TREASURY REGULATIONS SECTION 53.4945-5(C)(2), AEC TRUST ("THE FOUNDATION") HAS ALLOWED ANNUAL REPORTS FROM WAGMORE FOUNDATION INC TO BE DISCONTINUED BECAUSE, BASED ON THE ANNUAL REPORTS RECEIVED FOR 2012 2013 2014 2015 AND 2016 IT IS REASONABLY



OFFICERS, AND TRUSTEES

ATTACHMENT 9

<u>AVERAGE HOURS PER PERIOD TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
	155,398.	0.	0.
BOARD MEMBER	0.	0.	0.
BOARD CHAIR	0.	0.	0.
BOARD MEMBER	0.	0.	0.
BOARD MEMBER	0.	0.	0.
BOARD MEMBER	0.	0.	0.
<b>TOTALS</b>	<u>155,398.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS



WWW.FSREQUESTS.COM/AEC

ATTACHMENT 11

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS



WWW.FSREQUESTS.COM/AEC

ATTACHMENT 12



990PF, PART XV - SUBMISSION DEADLINES

WWW.FSREQUESTS.COM/AEC

ATTACHMENT 13



990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

WWW.FSREQUESTS.COM/AEC

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
350 COLORADO 2861 ELLISON PL BOULDER, CO 80304	N/A PC	GO FOSSIL FREE DIVEST-INVEST BOULDER PROJECT	15,000
ACTION INDUSTRIES INC 1700 CENTURY CIR NE ATLANTA, GA 30345	N/A PC	OPENING OF TRINITY ASSESSMENT CENTER TO SERVE HOMELESS FAMILIES IN DOWNTOWN ATLANTA	5,000
AGAPE COMMUNITY CENTER INC 2353 BOLTON RD NW ATLANTA, GA 30318	N/A PC	YOUTH DEVELOPMENT & PROGRAMMING PROJECT	5,000
ALACHUA CONSERVATION TRUST INCORPORATED 7204 SE COUNTY RD 234 GAINESVILLE, FL 32641	N/A PC	SANTA FE RIVER PRESERVE PHASE II ACQUISITION PROJECT	25,000
ALACHUA COUNTY ORGANIZATION FOR RURAL NEEDS INC 23320 N STATE RD 235 BROOKER, FL 32622	N/A PC	ACORN MEDICAL CLINIC REPAIRS AND RENOVATION PROJECT	50,000
AMHERST CINEMA ARTS CENTER INC 28 AMITY ST AMHERST, MA 01002	N/A PC	SEE-HEAR-FEEL-FILM PROJECT	15,000



FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ATLANTA ASSOCIATION FOR CONVALESCENT AGED PERSONS 1821 ANDERSON AVE NW ATLANTA, GA 30314	N/A PC	TO PURCHASE NEW BEDS FOR SADIE G MAYS HEALTH & REHABILITATION CENTER	10,000
ATLANTA CENTER FOR SELF SUFFICIENCY INC 100 EDGEWOOD AVE NE STE 700 ATLANTA, GA 30303	N/A PC	CAREERWORKS JOB READINESS PROGRAM	5,000
ATLANTA LEGAL AID SOCIETY INC 54 ELLIS ST NE ATLANTA, GA 30303	N/A PC	HEALTH LAW PARTNERSHIP PROJECT	5,000.
ATLANTA-FULTON COUNTY ZOO INC 800 CHEROKEE AVE SE ATLANTA, GA 30315	N/A PC	A GRAND NEW VIEW CAPITAL CAMPAIGN	10,000
ATTENTION INC 1443 SPRUCE ST BOULDER, CO 80302	N/A PC	RUNAWAY AND HOMELESS YOUTH PROGRAM	10,000
BE THE GIFT INCORPORATED PO BOX 1285 LOVELAND, CO 80539	N/A PC	HOME REPAIRS FOR SINGLE MOMS AND THEIR CHILDREN	5,000



FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BIG BROTHERS BIG SISTERS OF METRO ATLANTA INC 1382 PEACHTREE ST, NE ATLANTA, GA 30309	N/A PC	COMMUNITY BASED MENTORING PROJECT	50,000
BOULDER ENERGY CONSERVATION CENTER INC 2639 SPRUCE ST BOULDER, CO 80302	N/A PC	GARDEN IN A BOX MAKING WATER CONSERVATION EASY PROJECT	5,000
BOULDER HISTORICAL SOCIETY INC 1206 EUCLID AVE BOULDER, CO 80302	N/A PC	MUSEUM OF BOULDER - TECHNOLOGY NEEDS AT NEW SITE (BXG) PROJECT	10,000
BOULDER HOUSING PARTNERS FOUNDATION 4800 BROADWAY ST BOULDER, CO 80304	N/A PC	BOULDER HOUSING PARTNERS FAMILY SERVICES PROGRAM	11,000
BOULDER VALLEY WOMENS HEALTH CENTER INC 2855 VALMONT RD BOULDER, CO 80301	N/A PC	SUBSIDIZED SERVICES	5,000
CENTER FOR HUMAN DEVELOPMENT, FAMILY OUTREACH OF A 401 MAIN ST, STE #12 AMHERST, MA 01002	N/A PC	STRIVE TO THRIVE PROJECT	50,000





990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

DONOR NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AHOOCHEE RIVERKEEPER INC JOSEPH LOWERY BLVD NW STE 3 TA, GA 30318	N/A PC	RAISER'S EDGE NXT UPGRADE PROJECT	10,000
ANN FOUNDATION ARAPAHOE AVE ER, CO 80303	N/A PC	GENERAL OPERATING SUPPORT	5,000
AND FAMILY ADVOCACY PROGRAM IRIS HOLLOW PL ER, CO 80304	N/A PC	GENERAL SUPPORT	10,000
180 INC FAYETTEVILLE RD STE B TA, GA 30316	N/A PC	TURNING POINT CAPITAL CAMPAIGN	25,000
ADO FIREFIGHTER CALENDAR INC S FIDDLERS GREEN CIR, STE 1 WOOD VILLAGE, CO 80111	N/A PC	CFC FIRE SAFETY AND BURN PREVENTION OUTREACH & EDUCATION PROJECT	5,000
ADO FRIENDSHIP S HOVER ST STE E-116 DNT, CO 80501	N/A PC	INCREDIBLES PROJECT	5,000



ATTACHMENT 14 (CONT'D)

<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
COMMON SCHOOL NEW CLASSROOM BUILDING PROJECT	150,000
CIRCLES CAMPAIGN	16,000
WOMEN & CHILDREN'S HEALTH & WELLNESS PROGRAM	10,000
NAPA VALLEY COMMUNITY DISASTER RELIEF FUND	10,000
COOL GIRLS CLUB	5,000
THE RENEWAL PROJECT	5,000



ATTACHMENT 14 (CONT'D)

<u>NAME OF CONTRIBUTION</u>	<u>AMOUNT</u>
LES PROJECT	20,000
SENIOR EVENTS PROJECT	10,000
MUSIC-ARTS EDUCATION COLLABORATIVE	10,000
TRAINING SUPPORT	10,000
ANTI-BULLYING INITIATIVE FOR SCHOOLS, COMMUNITIES, AND HOUSES OF WORSHIP	10,000
NATURE GENERATION INITIATIVE	100,000



AMOUNTS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INC	N/A PC	COMMUNITY ECOLOGY FOR KIDS (KIDCOLOGY) PROGRAM	10,000
SPECIAL ADVOCATES IN	N/A PC	FOSTERING FUTURES PROJECT	10,000
NETWORK INC	N/A PC	GENERAL OPERATING SUPPORT	5,000
INC	N/A PC	PRO BONO LEGAL SERVICES TO ATLANTA ARTISTS AND ARTS ORGANIZATIONS BY GEORGIA LAWYERS	5,000
INC	N/A PC	ENVIRONMENTAL EDUCATION & EMPOWERMENT PROGRAM	10,000
FOUNDATION	N/A PC	HOUSTON HARVEY RELIEF FUND	10,000



36-6725987

ATTACHMENT 14 (CONT'D)

INSTANTIAL CONTRIBUTOR

US OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

CHANGING LOW-INCOME COMMUNITIES IN COLORADO AND  
GEORGIA BY CULTIVATING LEADERS AND ROLE MODELS  
FROM THOSE COMMUNITIES PROJECT

10,000

GROWING GARDENS FOOD PROJECT

5,000

PUERTO RICO DISASTER RELIEF FUND

10,000

SUMMER SHUFFLE PROJECT

5,000

PEMBERTON EMERALD NECKLACE IN PELHAM MA

20,000

LEAVE NO TRACE CITIZEN SCIENCE PROJECT

11,413



990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

DONOR NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COUNSELING CENTER INC MOUNT VERNON HWY N E ATA, GA 30328	N/A PC	GENERAL SUPPORT	20,000
S ROOM INC RT PLZ SE STE 1200 ATA, GA 30303	N/A PC	LIVING ROOM CORE MISSION SUPPORT	5,000
M LUTHER KING COMMUNITY CENTER INCORPORATED MARCUS WHEATLAND BLVD RT, RI 02840	N/A PC	MARTIN LUTHER KING COMMUNITY CENTER SUMMER CAMP	25,000.
SON HISTORY MUSEUM INC UNIVERSITY AVE SVILLE, FL 32601	N/A PC	MARY ANN COFRIN EXHIBIT HALL DESIGN AND PROGRAM SUPPORT	50,000
R HOUSE INC X 19589 ER, CO 80308	N/A PC	SHELTER PROGRAM	5,000
S IN THE SPIRIT INC NGIER AVE NE ATA, GA 30308	N/A PC	MOVING IN THE SPIRIT PROJECT	50,000

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CENTER FOR CIVIL AND HUMAN RIGHTS INC ST, STE 2322 0303	N/A PC	GENERAL OPERATING SUPPORT	10,000
A DR 0030	N/A PC	EARLY CHILDHOOD EDUCATION FOR HOMELESS CHILDREN PROJECT	10,000
LANTA INC - ST NE STE 1600 0303	N/A PC	NOBLE PARK MASTER DEVELOPMENT PLAN PROJECT	10,000
AN GROUND INC DBA BUILDING BRIDGES 250	N/A PC	TRANSFORM - SCHOOL YEAR PROGRAMMING PROJECT	10,000
VIRONMENTAL ENTREPRENEURS AS RD STE A 91302	N/A PC	WOMEN ON THE RISE PROJECT	10,000
WERY CENTER INC CE PKWY NE 0308	N/A PC	RESTORING LIVES, SERVING ATLANTA CAPITAL CAMPAIGN PHASE II	25,000





ACHMENT 14 (CONT'D)

AMOUNT

5,000

50,000

5,000

10,000

FRAM

150,000

10,000

ACHMENT 14



990-PF

36-6725987

FOR THE YEAR

ATTACHMENT 14 (CONT'D.)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

A

GIRLS' WILDERNESS ADVENTURES PROGRAM

10,000

A

HAWK HOLLOW EXPANSION AND EXPLORATORY TRAIL  
SYSTEM DEVELOPMENT PROJECT

20,000

TOTAL CONTRIBUTIONS PAID

1,448,413



ATTACHMENT 15

RELATED OR EXEMPT  
FUNCTION INCOME

AMOUNT

2,474.  
183.

2,657.

SECTION

2 Membership dues and assessments . . . . .