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

EXTENDED TO NOVEMBER 15, 20 Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

	roi (	aien	dar year 2017 or tax year beginning		, and ending		
	Nar	ne of	foundation			A Employer identification	n number
	М	AR'	ION G. WELLS FOUNDATION	1		36-7354545	5
		_	of street (or P O box number if mail is not delivered to street		Room/suit		
	3	24	2 DOWNS COVE ALLEY			407-876-00	002
			own, state or province, country, and ZIP or foreign	postal code	· · · · · · · · · · · · · · · · · · ·	C If exemption application is p	pending, check here
			DERMERE, FL 34786	•			
			all that apply: Initial return	Initial return of a fo	rmer public charity	D 1 Foreign organization	s, check here
			Final return	Amended return			
			Address change	Name change		2 Foreign organizations me check here and attach co	eeting the 85% test, omputation
	H C	heck	type of organization: X Section 501(c)(3) 6	exempt private foundation	0\/	E If private foundation sta	atus was terminated
		_	ction 4947(a)(1) nonexempt charitable trust	Other taxable private founda	ition VY	under section 507(b)(1	
Σ	l Fa		rket value of all assets at end of year   J   Accoun	ting method: X Cash	Accrual	F If the foundation is in a	60-month termination
2			art II, col. (c), line 16)	Other (specify)		under section 507(b)(1	- I I
$\mathcal{C}$	•	\$	3,990,090. (Part I, colu	mn (d) must be on cash basi	s.)		
- [	Pa	ırt I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements for charitable purposes
		_	necessarily equal the amounts in column (a))	expenses per books	income	income	(cash basis only)
		1	Contributions, gifts, grants, etc., received	3,012,291.		N/A	
		2	Check if the foundation is not required to attach Sch 8				
		3	Interest on savings and temporary cash investments	604.	604	1.	STATEMENT 1
		4	Dividends and interest from securities	18,308.	18,30	3.	STATEMENT 2
		5a	Gross rents				
		b	Net rental income or (loss)			RECIE	VED
	đ)	6a	Net gain or (loss) from sale of assets not on line 10	328,789.	•		
	Ž	b	Gross sales price for all assets on line 6a 611,953.		'	NOV 2 1	2018 8
	Revenue	7	Capital gain net income (from Part IV, line 2)		328,789		4010 3
	Œ	8	Net short-term capital gain				
		9	Income modifications			L OGDEN	, UT
		10a	Gross sales less returns and allowances		<u> </u>		
		b	Less Cost of goods sold	<u> </u>			
		C	Gross profit or (loss)				
		11	Other income	<10,722.		0.	STATEMENT 3
		12	Total. Add lines 1 through 11	3,349,270.	347,70		
		13	Compensation of officers, directors, trustees, etc	0.		<u> </u>	0.
			Other employee salaries and wages				
_	Ø		Pension plans, employee benefits				
<b>2</b>	nses		Legal fees			_	500
$\approx$	Exper		Accounting fees STMT 4	5,796.	5,21		580.
<del></del>	ΔÛ		Other professional fees	150	15		<del> </del>
-	Ę		Interest	156.	150		0.
ည	Administrative		Taxes STMT 5	1,233.	23:	3.	0.
口	Ë	1	Depreciation and depletion				
Ω	Ę		Occupancy				
y	Þ	1	Travel, conferences, and meetings				
Z	and	22	Printing and publications	7 207	7 20	7	
SCANNED DEC	ting		Other expenses STMT 6	7,327.	7,32	<del>/ •  </del>	0.
$\widetilde{\mathbf{v}}$	era	24	Total operating and administrative expenses. Add lines 13 through 23	14,512.	12,93	,	E00
	o	25	•	110,005.	14,33.	4 •	580. 110,005.
			Contributions, gifts, grants paid  Total expenses and disbursements.	110,003.			110,005.
		20	Add lines 24 and 25	124,517.	12,93	,	110,585.
		27	Subtract line 26 from line 12:	124,51/.	14,93	4 •	110,303.
				3,224,753.			
			Excess of revenue over expenses and disbursements  Net investment income (if negative, enter -0-)	3,244,133.	334,769	<del></del>	<del> '</del>
			Adjusted net income (if negative, enter -0-)		334,10	N/A	<u> </u>
	_		,	1		1 TA / 12	•

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)

2 Enter amount from Part I, line 27a

3 Other increases not included in line 2 (itemize)

4 Add lines 1, 2, and 3

5 Decreases not included in line 2 (itemize)

5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

6 3, 722, 456.

Form **990-PF** (2017)

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   Excile Tax Based on Investment Income (Section 4840(a), 4940(c), or 4948 - see instructions)   1a Exempt operating foundations described in section 490(g)(2), check here   and either Viv on the 1. During fine in the provide of the provided in	Part VI	(2017) MAF	RION G.	WELLS vestment	FOUNDAT	ION ection 4940	a). 4	/ 940(b). (	4940(e). or	36- <b>4948</b> -	735454 - see inst	5 ructi	Page 4
Date of ruling or determination letter:									)				
b Domestic foundations that meet the section 4947(e): Peururements in Part V, check here ► LX I and enter 1% of Part I, line 12, col. (b).  2 All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).  3 Add lines 1 and 2  4 Subblish A (income) lax (domestic section 4947(e)(1) irusts and taxable foundations only, others, enter -0-)  3 Add lines 1 and 2  4 Subblish A (income) lax (domestic section 4947(e)(1) irusts and taxable foundations only, others, enter -0-)  5 Tax hased on investment income. Subtract line 1 from line 3. If zero or ess, enter -0-  6 Crodistry ayments;  2 271 estimated tax payments and 2016 overpayment or edited to 2017  6 B Q Q -  Exempt foreign organizations - tax withheld at source  6 D Q -  Exempt foreign organizations of time to life (Form 8868)  6 E D Q -  7 Total crodists and gayments. Add lines 6 through 868)  6 E Buts any penalty for underpayment of estimated tax. Check here determined the payment of the lines 6 through 869 determined 10 Overpayment. If line 7 is more than line 7, enter amount overpaid  10 Overpayment. If line 7 is more than line 7, enter amount overpaid  11 Enter the amount of line 10 to be Condition to 2018 estimated tax. Part VIII-A S (Statements Regarding Activities)  1a During the tax year, did the foundation attempt to influence any rational, state, or local elegistation or did it participate or intervene in any political campager?  1b Did it spend more than 3500 during the year (either directly) for political purposes? See the instructions for the definition lift has animous ryses. To 1 a or 15, attoch a detailed description of the activities and copies of any maternals published or details to the control of the payment. Payment of the payment of the payment. Payment of the p	Date of	ruling or determination	n latter	5011011 7370(0)	(attach conv	of letter if neces	ssarv-	see instruct	ions)				i.
of Part I, line 27b  All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).  2 Tax unders excition 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)  3 Add lines 1 and 2  3 Subtile 4, (income) lax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)  5 Tax based on investment income Subtract line 4 from line 3.1 trace or less, enter -0-)  5 Tax based on investment income Subtract line 4 from line 3.1 trace or less, enter -0-)  5 Tax based on investment and 2016 overpayment credited to 2017  5 Exempt foreign organizations: tax withheld at source  6 D O.  6 Exempt foreign organizations: tax withheld at source  6 D O.  7 Total credits and payments. Add lines 6s through 6d  8 Exiter any penalty for underpayment of estimated tax Check here if Form 2220 is attached  9 Tax due if the folio of lines 5 and 6 is more than five 10 lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower paid  10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amoun	h Domos	to foundations that me	et the section A	ΩΛΩ(α) τασιμέσ	(attach cop)	check here	<b>x</b>	and enter 1º	%	1-1		- <u>3</u> .	348.
e All other domestic foundations enter 2% of line 27th. Exempt foreign organizations, enter 4% of Part I, line 12, cot. (b).    2			EL INE SECTION 4	onupar (a) oregine	inchis in rait v,	CHECK HEIE	المكا	and cinci i	"       [				<del>3 10 1</del>
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) 3 3,348 .  3 3,348 .  4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) 5 Tax based on investment income Subtract line 4 from line 3.1 (2 are or less, enter -0-) 5 Tax based on investment income Subtract line 4 from line 3.1 (2 are or less, enter -0-) 5 Tax based on investment income Subtract line 4 from line 3.1 (2 are or less, enter -0-) 5 Tax based on investment income Subtract line 4 from line 3.1 (2 are or less, enter -0-) 5 Tax due (1 from granarations - tax withheld at source 6 Tax pand with application for extension of time to file (Form 8868) 6 D. 6 Tax due (1 file 10 day 1 for underpoyment of estimated tax. Check here in 4 from 2220 is attached 7 Total credits and polyments. Add lines 6 a through 6d 8 Enter any peaalty for underpoyment of estimated tax. Check here in 4 from 2220 is attached 9 Tax due (1 file 10 day 1 for underpoyment of estimated tax. Check here in 4 from 2220 is attached 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid total the foundation attempt to with the state in the amount overpaid total the foundation on attempt to millioned the state in the amount overpaid total the foundation in the foundation on attempt to millioned the state in the		•	n anter 20/ of lu	na 97h. Evamn	t foreign organiz	ations enter 4%	of Pari	t Llina 12 c	ol (b)				Į.
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5 Tax based on investment income. Subtract line 4 from hine 3. If zero or less, enter-0-6. CedishPayments:  2 017 estimated bax payments and 2016 overpayment credited to 2017  b Exempt foreign organizations - tax withheld at source. 6			atia asstian 40	47/a\/4\ truata	and toyable four	dationa anke ath	oro or	stor (C.)					
6 Credits/Payments: a 2017 estimated tax payments and 2016 overpayment credited to 2017 be Exempt foreign organizations - tax withhelid at source c Tax pand with application for extension of time to the (Form 8868) be 5,400. 6							e15, e1	1161 -0-)				- 3	
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d Backup withholding erroneously withheld 7 Total credits and payments. Add times as through 6d 8 19. 9 Tax due I the total of lines 5 and 8 is more than line 7, enter amount owed 9 10 Overpayment. It line 7 is more than line 7, enter amount owed 9 10 2,540. 11 Enter the amount of lines 50 to be: Credited to 2018 estimated tax ▶ 2,540. Refunded ▶ 11 0. Part VIII-A Statements Regarding Activities 1 a 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?  b Did is spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the animal \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the share \$100 during the year (either directly or indirectly) for political opinions for the definition If the animal \$100 during the year (either directly or indirectly) for political opinions for the definition If the share \$100 during the year (either directly or indirectly) for political opinions for the definition If the share \$100 during the year (either directly or indirectly) for political opinions for the definition If the share \$100 during the year (either directly or indirectly) for political opinions for the definition If the share \$100 during the year (either directly or indirectly) for political opinions for the definition If the share \$100 during the year (either directly or indirectly) for political eyenduling the year?  10 In the foundation file Form \$1120-POL for this year?  11 On the foundation file Form \$1120-POL for this year?  12 Enter the rembursement (if any) paid by the foundation during the year for political eyenduline tax imposed on foundation managers. ▶ \$ 0. (2) On foundation man	•	• •			0000	-				<u> </u>			
7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be. Credited to 2019 estimated tax ▶ 2, 540 . Refunded ▶ 11 9 Part VII-A Statements Regarding Activities 12 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? 12 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? 13 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? 14 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? 15 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. 15 During the tax year, did the foundation intervene in the activities and copies of any materials published or distributed by the foundation intervene with the activities. 16 During the total campaign and the activities. 17 During the total campaign and the activities. 18 Enter the amount (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0. (3) On foundation managers. ▶ \$ 0. (4) On foundation managers. ▶ \$ 0. (4) On foundation manage				e to file (Form	8888)	}							
8 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  (if) On the foundation. ▶ \$ 0.  Enter the amount of (any) of tax on political expenditures (section 4955) imposed during the year:  (if) Yes, 'attach a detailed description of the activities.  Has the foundation have any activities that have not previously been reported to the IRS?  If Yes,' attach a detailed description of the BR, in its governing instrument, articles of incorporation, or bylaxis, or other similar instruction, or substantial contraction during the year?  If Yes,' attach the statement required by General Instruction. > X 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		~	-			. L	60					~ <u>~</u>	907
9 Tax due if the total of lines 5 and 8 is more than hine 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Depart VII-A   Statements Regarding Activities 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 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?  b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 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-P01 for this year?  d Enter the amount (if any) of lax on political expenditures (section 4955) imposed during the year;  (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.  e Enter the rembursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.  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.  1 Has the foundation managers. ► \$ 0.  1 Has the foundation managers. ► \$ 0.  2 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  6 Ave the requirements of section 506(e) (relation to sections 4941 through 4945) satisfied either:  6 By language in the governing instrument, or  8 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, or  8 By state legislation that ef				•		0000				<u> </u>		<u> </u>	091.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  11 Enter the amount of line 10 to be: Credited to 2018 estimated tax ▶ 2,540   Refunded ▶ 11 0.  Part VII-A   Statements Regarding Activities  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?  b Did it spend more than \$100 during the year (either directly) or indirectly) for political purposes? See the instructions for the definition if the activities and copies of any materials published or distributed by the foundation in connection with the activities and copies of any materials published or distributed by the foundation in connection with the activities.  1a Did it yes not the activities and copies of any materials published or distributed by the foundation in connection with the activities.  1b X  1c Enter the amount (if any) of tax on pollical expenditures (section 4955) imposed during the year:  (1) On the foundation file Form 1120-P0L for this year?  2 Enter the amount (if any) pad by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.  2 Enter the reimbursement (if any) pad 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?  11 "Yes," attach a detailed description of the activities.  3 Has the foundation have 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  4 Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  11 "Yes," that filed a tax return on Form 990-T for this year?  5 A with the requirements of section 508(e) (							iea		▶		<del></del>		<u></u>
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax ▶ 2, 540 . Refunded ▶ 11										<u> </u>			<u> </u>
Part VII-A   Statements Regarding Activities  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?  5 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition III 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?  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.  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.  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  4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  11 Yes, 'attach the statement required by General Instruction 7.  6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  8 by language in the governing instrument, or 's yes,' complete Part II, col. (c), and Part XV  7 X  8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶  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 GP Part XIV. If Yes,' camplete Part XIV.  9 If Yes,	•	•			=	unt overpaid		2 540	Ja			_4,	
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<ul> <li>By language in the governing instrument, or</li> <li>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?</li> <li>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</li> <li>8a Enter the states to which the foundation reports or with which it is registered. See instructions. ►</li> <li>FL</li> <li>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</li> <li>9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV</li> <li>9 X</li> <li>10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses</li> <li>10 X</li> </ul>	If "Yes,	attach the statement r	equired by <i>Ger</i>	neral Instruct	ion T.								
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								/				<del> </del>	F (2017)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 51(2)(13)? If "Yes," attach schedule. See instructions  10 do the foundation make a detribution to a donor adversed that over which the foundation or a disqualified person had advisory privilegas?  11 At 3 Telephone in a control of the provision of the provision of the foundation comply with the public suspection requirements for its annual returns and exemption application?  12 X  13 X  14 The books are incore of ▶ JORN J. FLEMM  15 N/A  16 Section 4947(a)(1) nenexempt charabite trusts time form 999-ff is used of ferm 1041 - check here and enter the amount of tax exempt interest received or accrued during the year and enter the amount of tax exempt interest received or accrued during the year and enter the amount of tax exempt interest received or accrued during the year and enter the amount of tax exempt interest received or accrued during the year and enter the amount of tax exempt interest received or accrued during the year and enter the amount of tax exempt interest received or accrued during the year and enter the amount of tax exempt interest received or accrued during the year for the amount of tax exempt interest received or accrued during the year for the structure of the amount of tax exempts interest received or accrued during the year for the entire translation in a foreign country.  15 Section 4947(a) the meaning account in a foreign country with a disqualitied person?  16 Elementary and the exemptions and filling requirements for facENF form 114, If "es," enter the name of the foreign country.  17 Elementary and the scale archaeolage or desired an exemption applies.  18 Translation and the scale archaeolage or desired an exemption and the scale accrued to the scale accrued to the accrued to foreign and tax exemptions.  19 Elementary and the scale accrued to the scale accrued to adequalitied person?  10 Elementary and country and the accrued to the accrued to a decqual	Pa	irt VII-A   Statements Regarding Activities (continued)	<del>.,</del> _		
section 512(b)(13)? If Yes, attach schedule. See instructions  10 dit the foundation make a dietritution to a donor advised fund over which the foundation or a disqualified person had advisory privilege?  11 Yes, attach statement. See instructions  13 Did the foundation make a destruction to a donor advised fund over which the foundation or a disqualified person had advisory privilege?  13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  14 The books are in care of \$\sumething{} \) JOHN 3. FLEMM  15 Decided at \$} \) Telephone no. \$} \) 407 - 876 - 0002  15 Section 4947(a)(f) none-empt charibable rusis filing Form 990-FP in lieu of form 1041 - check here and either the amount of the exemption interest received or accrued during the year  15 At any time during celeridar 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 At any time during celeridar 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.  17 Part VII-B Statements Regardling Activities for Which Form 4720 May Be Required  18 File Form 4720 if any term is checked in the "Yes" column, unless an exception applies.  19 Degrape in the sale or exchange, or leasing of property with a disqualified person?  20 Borrow money from, lend money to, or otherwise stand credit to (or accept at form)  21 Statements Regardling expens?  22 See The structure of the foundation direct derify or inderectly);  23 No  24 Pay compansation (or, or pay or reimburs the expenses of, a disqualified person?  24 Pay compansation (or spoerment structure)  25 No  26 Agree to pay money or property to a government official? (Exception Check No*  26 If any answer is Yes* to 14(1)-(3), official for a povernment are agreed to receive a grading designed person?  26 Agree to pay money or				Yes	No
12 Did the foundation make a dischulution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?  12 X  13 X  13 X  13 X  15 Did the fundation comply with the public expection requirements for its annual returns and exemption application?  Website address ► N/A  17 The books are incer of ► JOHN J. FLEMM  18 The books are incer of ► JOHN J. FLEMM  18 The books are incer of ► JOHN J. FLEMM  19 Tolephone no. ► 407-876-0002  20 ZiP+4 → 34786  21 ZiP+4 → 34786  22 Section 4947(0)(1) monement of trainble trusts filting form 809-Ff in less of form 1941-check there and enter the amount of tax-exempt interest received or accrued during the year  16 Alamy time during eachers 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?  Set the instructions for exceptions and filting requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country or the mission of the programment of the programment of the programment of the programment of the sole or exchange, or lesson of progremy with a disqualified person?  20 Brorow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  21 Flear or year of the sole or exchange, or lesson of progremy with a disqualified person?  22 Brorow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  23 Flear or year or programment of the sole of the	11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
If Yes, altach statement. See instructions    12		section 512(b)(13)? If "Yes," attach schedule. See instructions	11		X
13	12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
Webste address ► N/A  17 The books are in care of ▶ JOHN J. FLEMM  Telephone no. ▶ 407-876-0002  17 He books are in care of ▶ JOHN J. FLEMM  Telephone no. ▶ 407-876-0002  18 Section 497(a)(1) nonexempt charitable trusts filing form 990-PF in leve of Form 1041 - check here and eater the amount of tax-exempt interest received or accrued during the year  18 At any time during calendary 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 contint?  See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country.  Part VII-8   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any stem is checked in the "Yes" column, unless an exception applies.  19 Jurng the year, did the foundation (letthe directly or indirectly):  (1) Engage in the sale or exchange, or lessing of property with a disqualited person?  (2) Brown money from, lend money to, or otherwise extend credit to (or accept lift from)  a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (5) Transfer any income or assets to a disqualified person (or make any of either available for the bankfert or use of a disqualified person, or make any of either available for the bankfert or use of a disqualified person, or distributed in the complex of the control of a period after termination of government service, if termination within 90 days.)  18 If any answer is "Yes" to 14(1)-(6), did any of the acts fat to quality under the exceptions described in Regulations section 394(1)(3) or an accuration notice regarding disaster assistance, check here  19 Obth the foundation appead in pany year any of the acts discribed in 1s, other than exception dis					<u> X</u>
14. The books are in care of ▶ JOHN J. FLEMM Located at ▶ 32.4.2 DOWNS COVE ALLEY ORLANDO, FL  15. Section 4947(a)(1) nonexempt charitable trusts time form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year  16. All any time during cellending year 2017, did the foundation have an interest in or a singilarity or other Interactions for exceptions and filing requirements for FinCEN Form 114. If "Yes, enter the name of the foreign country on the filing of the provisions for exceptions and filing requirements for FinCEN Form 114. If "Yes, enter the name of the foreign country be represented for the filing of the fi	13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Located at ► 3242 DOWNS COVE AILEY, ORLANDO, FL  Section 4947(a)(1) nonexempt charable trusts fling Form 990-Pf in lieu of Form 1041 - check here and enter the amount of tax exempt interest received or accrued during the year  16. At any time during celendary year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or or other financial account in a foreign country?  See the instructions for exceptions and filing requirements for FinCEN Form 114, If "Yes," enter the name of the foreign country.  Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any term is checked in the "Yes" column, unless an exception applies.  1 a Journg the year, did the foundation (either directly or indirectly);  (1) Engage in the sate or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (5) Transfer any income or assests to a disqualified person (or make any of either available for the benefit or use of a disqualified person?  (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, it termination within 90 days.)  1 any answer is "Yes" to 1a(1)-(6), oid any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(fd)-3 or in a current notice regarding disaster assistance, check here  2 Did the foundation engage in a prior year in any of the acts fail to qualify under the exceptions described in Regulation delined in section 4942(a)(1) or 4942(a)(1)		Website address ► N/A			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and eiter the amount of tax-exempt interest received or accrued during the year    A that y time during celendary year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?  See the instructions for exceptions and filing requirements for FinCEN Form 114, If "Yes," enter the name of the foreign country    File Form 4720 if any term is checked in the "Yes" column, unless an exception applies.  15   Ves   No    15   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any term is checked in the "Yes" column, unless an exception applies.  16   No    17   Image in the sale or exchange, or leasing of property with a disqualited person?  18   File Form 4720 if any term is checked in the "Yes" column, unless an exception applies.  19   Image in the sale or exchange, or leasing of property with a disqualited person?  19   Yes   X   No    20   Borrow money from, lend money to, or otherwise extend credit to (or accept it from)    21   A disqualited person?  22   Form 4720 if any term on which is a disqualited person?  23   Furnish goods, services, or facilities to (or accept them from) a disqualited person?  24   Yes   X   No    25   Transfer any income or assets to a disqualited person (or make any of either available for the benefit or use or a disqualited person)?  26   Agree to pay money or property to a povernment official? (Exception Check No')    36   Agree to pay money or property to a povernment official? (Exception Check No')    37   Agree to pay money or property to a povernment official for a peniod after termination of government service, if terminating within 90 days.)  38   Other thing of the terminating within 90 days.)    39   Other thing of the service of the terminating within 90 days.)    30   Other boundation engage in a prior year in any of the acts described in 1a, o	14			<u>002</u>	
and enter the amount of tax-exempt interest received or accrued during the year  1 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank,  2 See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the  3 File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  4 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?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)  a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburs the expenses of, a disqualified person?  (5) Transfer any income or assets to a disqualified person or large them from a disqualified person or large the form to government settle or such a disqualified person or large termination of government settle or use of adequalified person or large termination of government settle or large them from a disqualified person?  (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? (Exception Check 'No' if the foundation dispersed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days, or property to a government official? (Exception Check 'No' if the foundation engage in a prior year in any of the acts fail to qualify under the exceptions described in Regulations section 53.494 (10)-3 or in a current notice regarding disaster assistance, check here  0 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 tirst day of the tax year beginning in 2017?  2 Taxes on failure to distribute moome (section 4942) (does no		Located at ► 3242 DOWNS COVE ALLEY, ORLANDO, FL ZIP+4 ►3	<u> 1786</u>		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?  See the instructions for exceptions and filting requirements for FindEN Form 114. If "yes," enter the name of the foreign country.  Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1 During the year, did the foundation (either directly or indirectly):  1 Singage in the sale or exchange, or lessing of property with a disqualified person?  2 Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  3 Furnish goods, services, or facilities to (or accept them from) a disqualified person?  4 Pers No  4 Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  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)?  6 Agree to pay money or property to a government officia? (Exception Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of powernment service, if terminating within 90 days.)  b If any answer is Yes' to 1a(1)-(6), day of the acts tall to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance, check here  5 Oth the foundation engage in a pair 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 1017?  2 Taxes on failure to distribute income (section 4942) (does not apply for years lite foundation was a private operating foundation defined in section 4942(16) and a pair 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 1017?  2 Taxes on faiture	15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here		▶	·Ш
securities, or other financial account in a foreign country?  See the instructions for exceptions and filling requirements for FinCEN Form 114. If "yes," enter the name of the foreign country. ▶  Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1 During they exp, did the foundation (either directly or indirectly);  (1) Engage in the sale or exchange, or leasing of property with a disqualified person?			N		
See the instructions for exceptions and filing requirements for FinCEN Form 114. If Yes,* enter the name of the foreign country. ▶  Part VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1 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?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (5) Transfer any income or assets to a disqualified person or yes ∑ No  (6) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (7) Yes ∑ No  (8) 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, it farminating within 90 days.)  If any answers is 'Yes' to 14 (1)-(6), did any of the acts date for upling the the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance, check here  Duth the foundation engage in any originary in a current notice regarding disaster assistance, check here  Duth the foundation engage in 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?  Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(ja) or 4942(ja)	16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank,		Yes	
Forent VII-B   Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any Item is checked in the "Yes" column, unless an exception applies.  1a During the year, did the foundation (either directly or indirectly):  (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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.)  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 dissater 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?  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(a)(2) or 4942(a)(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(5) beginning before 2017?  If "Yes," list the years ▶ Are there any years istend on 25 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 isteled, answer "No" and attach statement - see instru			16	L	X
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1 a 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?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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.)  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(dh-3 or in a current notice regarding disaster assistance? See instructions  Organizations relying on a current notice regarding disaster assistance? See instructions  Organizations relying on a current notice regarding disaster assistance with the foundation was a private operating foundation defined in section 4942(a)(3) or a flavar beginning before 2017?  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(a)(3) or a divage beginning before 2017?  1 Yes X no if the provisions of section 4942(a)(2) is the year's undistributed income? (if applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)  If 'Yes,' did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  If year's year's undistributed income? (if applying section 4942(a)(2) to all years listed, answer		See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the			
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b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance? See instructions 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? Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(i)(3) or 4942(i)(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?  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.)  If "Yes," list the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)  If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year any amount in a manner that would peopardize its charitable pur					
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before the first day of the tax year beginning in 2017?  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)):  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?  If "Yes," list the years \					
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before 2017?  If 'Yes," list the years \					:
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statement - see instructions.)  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  ——————————————————————————————————	U				
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.					
Ja Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?    Yes   X   No			20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  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.)  13b  14a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  25b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	·	<u>.</u>			
during the year?    Yes   X   No	32				
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.)  4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  4a X  b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	Ja				
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b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	4a			<b>-</b>	x
			74		- 42
	•	had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		×

	ON		36-7354!	5.4.5	Page 6
Form 990-PF (2017) MARION G. WELLS FOUNDATI Part VII-B Statements Regarding Activities for Which F	ON Form 4720 May Be F			045	raye o
5a During the year, did the foundation pay or incur any amount to:	Offit 4720 May Do I	toquil ou (continu	300)	Yes	s No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	4945(e)\?	☐ Ye	s X No		
(2) Influence the outcome of any specific public election (see section 4955); o					. ]
any voter registration drive?	to carry only an oday at mem		s X No		1 :
(3) Provide a grant to an individual for travel, study, or other similar purposes'	7		s X No	İ	
(4) Provide a grant to an organization other than a charitable, etc., organization				İ	
4945(d)(4)(A)? See instructions		Ye	s X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f	for			-   -
the prevention of cruelty to children or animals?		Ye	s X No	.	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	ler the exceptions described i	ın Regulations			
section 53.4945 or in a current notice regarding disaster assistance? See instru			N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check t	nere				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr	om the tax because it mainta	ined			
expenditure responsibility for the grant?	N	I/A 🔲 Ye	es 🔲 No 📗		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).					
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				
a personal benefit contract?		Ye	es 🗶 No 📗		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			6b	X
If "Yes" to 6b, file Form 8870.					
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	Ye	es 🗓 No		
b If "Yes," did the foundation receive any proceeds or have any net income attribu	table to the transaction?		N/A	7b	
Part VIII Information About Officers, Directors, Trusto Paid Employees, and Contractors	ees, Foundation Ma	ınagers, Highly	<b>y</b> 		
1 List all officers, directors, trustees, and foundation managers and t	heir compensation.				
(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) Exaccount allow	xpense nt, other vances
					_
SEE STATEMENT 11		0.	0	•	0.
				-	
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none.	enter "NONE."	L		
	(b) Title, and average	1	(d) Contributions to	(e) E	xpense nt, other
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	employee benefit plans and deferred compensation	accour	nt, other vances
NONE	devoted to position		compensation	1 2	1411000
1101111					
				+	
				<del>                                     </del>	
				†	
				1	
		<del></del>			

Form 990-PF (2017) MARION G. WELLS FOUNDATION		354545 Page 7_
Part VIII Information About Officers, Directors, Trustees, Foundat Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. If none, enter	'NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	_	
Total number of others receiving over \$50,000 for professional services  Part IX-A Summary of Direct Charitable Activities		<u>▶</u> 0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistic number of organizations and other beneficiaries served, conferences convened, research papers produ	cal information such as the	Expenses
1 N/A		· · · · · · · · · · · · · · · · · · ·
2		
3		
4		
Part IX-B   Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on li	nes 1 and 2.	Amount
1 <u>N/A</u>		
2		
All other program-related investments. See instructions.		
3		
Total, Add lines 1 through 3	<b>&gt;</b>	0.

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations,	see instructions.)
<u> </u>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
•	Average monthly fair market value of securities	1a	891,022.
	Average of monthly cash balances	1b	569,102.
	Fair market value of all other assets	1c	
-	Total (add lines 1a, b, and c)	1d	1,460,124.
	Reduction claimed for blockage or other factors reported on lines 1a and		
-	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,460,124.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,902.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,438,222.
6	Minimum investment return. Enter 5% of line 5	6	71,911.
	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations, check here  and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	71,911.
	Tax on investment income for 2017 from Part VI, line 5 2a 3,348.		
Ь	Income tax for 2017. (This does not include the tax from Part VI.)		
_	Add lines 2a and 2b	2c	3,348.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	68,563.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	68,563.
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	68,563.
_	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		110,585.
		1a	
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	110 505
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	110,585.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	_	2 240
_	income. Enter 1% of Part I, line 27b	5	3,348.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	107,237.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies foi	r the section

Form **990-PF** (2017)

Part XIII Undistributed Income (see instructions)

	(a)	(b)	(c)	(d)
	Corpus	Years prior to 2016	2016	2017
1 Distributable amount for 2017 from Part XI,				50 750
line 7				68,563.
2 Undistributed income, if any, as of the end of 2017			^	
a Enter amount for 2016 only			0.	
b Total for prior years:		0		,
,,,,,,,		0.		
3 Excess distributions carryover, if any, to 2017:				
<b>a</b> From 2012 <b>4</b> , 845. <b>b</b> From 2013 <b>9</b> , 082.				•
b From 2013 9,082. c From 2014 13,158.				
d From 2015 10, 123.				,
e From 2016 4,756.				
f Total of lines 3a through e	41,964.			
4 Qualifying distributions for 2017 from	12/5011	-·		
Part XII, line 4: ▶\$ 110,585.			_	
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			-	68,563.
e Remaining amount distributed out of corpus	42,022.			<u> </u>
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount	0.			0.
6 Enter the net total of each column as				
indicated below:	83,986.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract	03,300.	····	· · · · · · · · · · · · · · · · · · ·	
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 instr.			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	4 045			
not applied on line 5 or line 7	4,845.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	79,141.			
10 Analysis of line 9:	17,141.			
a Excess from 2013 9,082.				
b Excess from 2014 13,158.				
c Excess from 2015 10,123.				
d Excess from 2016 4,756.				
e Excess from 2017 42,022.				•
			<u> </u>	5 000 DE (0047)

Form 990'-PF (2017) <b>MARION</b>	G. WELLS FO	UNDATION	_	36-735	54545 Page 10
Part XIV Private Operating F	oundations (see ins	structions and Part VII	A, question 9)	N/A	
1 a If the foundation has received a ruling of	or determination letter that	it is a private operating			
foundation, and the ruling is effective fo	or 2017, enter the date of t	he ruling	<b>▶</b> <u> </u>		
<b>b</b> Check box to indicate whether the foun	dation is a private operatir	g foundation described i		4942(J)(3) or 494	12(1)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		/ = .
income from Part I or the minimum	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
investment return from Part X for					
each year listed					
<b>b</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				1	
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		<del></del>	<del></del>	<del>                                     </del>	
(2) Value of assets qualifying under section 4942(i)(3)(B)(i)					
<b>b</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		<del>/</del>			
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 Info	rmation (Comple	te this part only	if the foundation	had \$5.000 or mo	re in assets
at any time during				• •	
1 Information Regarding Foundation	on Managers:				
a List any managers of the foundation wh			ributions received by the	foundation before the clos	e of any tax
year (but only if they have contributed i	more than \$5,000). (See s	ection 507(d)(2).)			
NONE					
b List any managers of the foundation wh			or an equally large porti	on of the ownership of a pa	rtnership or
other entity) of which the foundation ha	is a 10% or greater interes	St.			
NONE					
2 Information Regarding Contribut					
				not accept unsolicited reque	ests for funds. If
the foundation makes gifts, grants, etc.	<u> </u>				
a The name, address, and telephone num	iber or email address of th	ne person to whom applic	ations should be addres	sed:	
SEE STATEMENT 12					
<b>b</b> The form in which applications should it	be submitted and informa	tion and materials they sh	nould include:		
c Any submission deadlines:					
d Any restrictions or limitations on award	ls, such as by geographic	al areas, charitable fields.	kinds of institutions, or	other factors:	
	2 2 3 2 4 3 3				

Part XV Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual. Recipient Purpose of grant or contribution show any relationship to Foundation Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient a Paid during the year EXEMPT PURPOSE OF FROM PTP-ENERGY TRANSFER PARTNERS LP NONE PC RECIPIENT. (PASS THROUGH ENTITY) 3738 OAK LAWN DALLAS TX 75219 GENERAL FUNDS FOR THE NONE PC HERITAGE FOUNDATION ORGANIZATION'S EXEMPT 214 MASSACHUSSETS AVE NE PURPOSE, 30,000. WASHINGTON, DC 20002 NONE ÞС GENERAL FUNDS FOR THE JAMES MADISON INSTITUTE ORGANIZATION'S EXEMPT 100 NORTH DUVAL STREET PURPOSE. 20,000, TALLAHASSEE, FL 32301 CONSERVATIVE PARTNERSHIP INSTITUTE NONE PC GENERAL FUNDS FOR THE INC ORGANIZATION'S EXEMPT PURPOSE. 611 PENNSYLVANIA AVE SE STE 407 25,000. WASHINGTON DC 20007 NONE PC GENERAL FUNDS FOR THE SOS VILLAGE ORGANIZATION'S EXEMPT 3681 NW 59 PLACE PURPOSE. 35,000 COCONUT CREEK, FL 33073 ▶ 3a 110,005. b Approved for future payment NONE Total

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income			ed by section 512, 513, or 514	(e)		
enter gross amounts unless otherwise mulcated.	(a) Business	(b)	(C) Exclu- sion	(d)	Related or exempt function income		
1 Program service revenue:	code	Amount	code	Amount			
a			<b>.</b>				
b							
C							
d							
e							
f							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash							
investments			14	604.			
4 Dividends and interest from securities			14	18,308.			
5 Net rental income or (loss) from real estate:			<del>                                     </del>				
a Debt-financed property		<del></del>					
b Not debt-financed property							
		<u> </u>	1				
6 Net rental income or (loss) from personal			]				
property			1				
7 Other investment income	-		<del>   </del>				
8 Gain or (loss) from sales of assets other			10	220 700			
than inventory	<u> </u>		18	328,789.			
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory			<del>                                     </del>				
11 Other revenue:		10 500					
a SEE STATEMENT 13		<10,722.	$\vdash$		- ·		
b							
c							
d							
e							
12 Subtotal. Add columns (b), (d), and (e)		<10,722.	<u> </u>	347,701.	0.		
13 Total Add line 12, columns (b), (d), and (e)				13	336,979.		
(See worksheet in line 13 instructions to verify calculations.)							
Part XVI-B Relationship of Activities to	o the Acc	omplishment of Ex	/emnt	Purnoses			
Telutionismp of Addivides to	o the Acc		Cilip				
Line No Explain below how each activity for which incoi	me is reported	ın column (e) of Part XVI-A	contrib	uted importantly to the accom	plishment of		
the foundation's exempt purposes (other than	by providing fu	nds for such purposes).					
					· · · · · · · · · · · · · · · · · · ·		
				· · · · · · · · · · · · · · · · · · ·			
					<del></del>		
	••						
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	_		^				
	<del> </del>						
		<del></del>					
					<del> </del>		

MARION G. WELLS FOUNDAT	ΓI	OI	N
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Form 990'-PF (	2017) <b>MARIO</b>	N G. WELLS FOU	NDATION		36-7354		Pa	ge <b>13</b>
Part XVII	Information Re Exempt Organ	egarding Transfers to	and Transactions a	nd Relationsh	ips With Nonchar	itable		
1 Did the o		rectly engage in any of the follow	wing with any other organizatio	n described in secti	on 501(c)		Yes	No
		nizations) or in section 527, rela						
a Transfers	s from the reporting found	ation to a noncharitable exempt	organization of:					
(1) Casi	1					1a(1)		<u>X</u>
(2) Othe	er assets					1a(2)		_X_
	nsactions:							<b>37</b>
	s of assets to a noncharita					1b(1)		_X_
		ncharitable exempt organization	1			1b(2)		A.
• •	tal of facilities, equipment,					1b(3)		···
	nbursement arrangements					1b(4)		· ·
• •	ns or loan guarantees		a bana			1b(5) 1b(6)		Y
• •		embership or fundraising solicita				1c		X X X X X
		uling lists, other assets, or paid "Yes," complete the following so		wave show the fair m	narket value of the goods, o		ets.	
		oundation. If the foundation rec					010,	
		other assets, or services receive		io in any mandron	-,, -			
(a) Line no	(b) Amount involved	· · · · · · · · · · · · · · · · · · ·	able exempt organization	(d) Description	of transfers, transactions, and s	sharing arr	angeme	nts
· ·		N/A	1					
		<u> </u>						
								_
					······································			
	· · · · · · · · · · · · · · · · · · ·							
	<u> </u>						-	
					<del></del>	···		
					······································			
		tly affiliated with, or related to, o		zations described	_	¬ <sub>v</sub>	T	No
		on 501(c)(3)) or in section 527?			L	Yes	لم.	טאו ב
b ii Yes,	complete the following sch (a) Name of org		(b) Type of organization	T	(c) Description of relationsh	חוה		
	N/A	janization	(b) Type of organization	<u> </u>	(e) boothplion of foldions.	···P		
	N/A							
	· · · · · · · · · · · · · · · · · · ·							
							-	
		that I have examined this return, incli				the IRS o	iscuss :	this
Sign   L	belief, it is true, correct, and cor	inplete Declaration of preparer (other		nation of which preparer	retu	rn with the	e prepar	er
Here	Het Ch		11-12-18	PRESII		Yes		No
Sıç	mature of officer or trustee	<u> </u>	Date	Title		_		
	Print/Type preparer's na	ame Preparer	s algnature 1	Date	Check if PTIN			
/	WILLIAM J.	• 1	Mot / LL	11 (12/18	self- employed			
Paid '	CPA	MILL		· · · · · ·		<u> 2597</u>		,
Preparer	1.11.11.01.11.11.0	ER, HYATT, HON	MRICH & ZOKVIC	., P.A.	Firm's EIN ► 59 – 30	965	80	
Use Only								
	1	03 EAST MICHIG						
	<u>l OR</u>	LANDO, FL 3280	16-4944		Phone no. (407)			
					Fo	rm <b>990</b>	)-PF	(2017)

#### Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

## **Schedule of Contributors**

➤ Attach to Form 990, Form 990-EZ, or Form 990-PF.

➤ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization										
	MARION	G.	WELLS	FOUNDATION						

Employer identification number

1	MARION G. WELLS FOUNDATION	36-7354545
Organization type (check	k 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	no
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
, ,	on is covered by the <b>General Rule</b> or a <b>Special Rule</b> . I (c)(7), (8), or (10) organization can check boxes for both the General Rule and a Sp	pecial Rule. See instructions.
General Rule		
-	tion filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions any one contributor. Complete Parts I and II See instructions for determining a cor	
Special Rules		
sections 509(a)( any one contrib	tion described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% (1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line outor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the EZ, line 1 Complete Parts I and II.	13, 16a, or 16b, and that received from
year, total contr	tion described in section 501(c)(7), (8), or (10) filing Form 990 or 990·EZ that receiv ributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, of cruelty to children or animals. Complete Parts I, II, and III.	
year, contribution is checked, enter purpose Don't	tion described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that receivens exclusively for religious, charitable, etc., purposes, but no such contributions to the refer the total contributions that were received during the year for an exclusively complete any of the parts unless the <b>General Rule</b> applies to this organization becable, etc., contributions totaling \$5,000 or more during the year	otaled more than \$1,000. If this box religious, charitable, etc ,
but it must answer "No"	n that isn't covered by the General Rule and/or the Special Rules doesn't file Scheo on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or et the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)	•

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

### MARION G. WELLS FOUNDATION

36-7354545

Part I	Contributors (see instructions). Use duplicate copies of Part I if add	itional space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF MARION G. WELLS  3242 DOWNS COVE ROAD  WINDERMERE, FL 34786		Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person Payroll Oncash (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
<del></del>			Person Payroli 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
		<b>\$</b>	Person Payroll Noncash (Complete Part II for noncash contributions)

Name of organization

Employer identification number

### MARION G. WELLS FOUNDATION

36-7354545

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

Employer identification number

rt III	the year from any one contributor. Complete completing Part III, enter the total of exclusively religious	columns (a) through (e) and the follov is, charitable, etc , contributions of \$1,000 or	in section 501(c)(7), (8), or (10) that total more than \$1,000 wing line entry. For organizations less for the year (Enterthis info once) \$		
No.	Use duplicate copies of Part III if addition				
om art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held		
-					
-					
		(e) Transfer of gift	t		
_	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee		
No. om art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held		
_   -					
		(e) Transfer of gift	t		
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee		
No. com art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held		
_   _					
		(e) Transfer of gift	t		
-	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee		
No. om art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held		
		(e) Transfer of gift	it		
			Relationship of transferor to transferee		
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee		

MARION G. WELLS		30-7339	1343	AGE I	<u> </u>
	ses for Tax on Investment Income		(h) How acquired	1	
2-story br	describe the kind(s) of property solo lick warehouse; or common stock, 20	00 shs. MLC Co.		(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a UBS - 33008 SA	LES OF SECURITIES	S	P		
	LES OF SECURITIE:	S	P		
c ENERGY TRANSFE			P		
	ARGE CAP CORE PL	US FUND	P		
e PROCTER & GAMB			D		<del></del>
	LES OF SECURITIE		P		
	LES OF SECURITIE		P	<del>                                     </del>	
	LES OF SECURITIE	S	P P	<del> </del>	
ENERGY TRANFER		······································	P		<u> </u>
ENERGY TRANFER			P		
k CAPITAL GAINS	DIVIDENDS		-	<del> </del>	<u> </u>
				<del> </del>	
<u>m</u>			<del>-  </del>		
<u>n</u>					
0	(f) Depreciation allowed	(g) Cost or other basis		) Gain or (loss)	
(e) Gross sales price	(or allowable)	plus expense of sale		plus (f) minus (g)	
a 8,092.		8,164.			<72.
$\frac{a}{b} = \frac{8,092.}{195,822.}$		159,562.	<del></del>	·	36,260.
c 26,555.		22,030.			4,525.
d 9,612.		6,429.			3,183.
e 251,706.		4,935.			246,771.
f 40,014.		38,077.			1,937.
g 36,125.		34,405.			1,720.
h 9,859.		9,562.			297.
259.					259.
1,426.					1,426.
k 32,483.					32,483.
1					
m					
n					
0			<u> </u>		·····
Complete only for assets showing	g gain in column (h) and owned by t	the foundation on 12/31/69		sses (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		of col. (h) gain ove not less than "-0-")	
a					_<72.
b					<u>36,260.</u>
c					4,525.
d					<u>3,183.</u>
e					246,771.
f					<u> 1,937.</u>
g					1,720.
<u>h</u>					297.
I					259.
<u> </u>					1,426.
k	<del>-</del>				32,483.
	<del> </del>				
m					
n					
0			<del></del>		
2 Capital gain net income or (net ca	pital loss) { If gain, also enter	in Part I, line 7 -" in Part I, line 7	2		328,789.
Net short-term capital gain or (los	s) as defined in sections 1222(5) an	_			
If (loss), enter "-0-" in Part I, line 8	<u> </u>	J   ;	3	N/A	

FORM 990-PF IN	TEREST	ON	SAVINGS	AND	TEMPOR	ARY	CASH	IN.	/ESTMENTS	ST	ATEMENT	1
SOURCE					(A) REVENUE ER BOOK		NET	IN.	(B) VESTMENT COME		(C) ADJUSTED ET INCOME	Ē
ALPHAKEYS RENAIS INSTITUTIONAL EG LLC ENERGY TRANSFER USB - 33008 USB - 36114 USB - 36115 USB - 36117 USB - 36766  TOTAL TO PART I	QUITY I	FUND ERS			1 1 1 1	15. 38. 63. 27. 26. 24. 11.			15. 138. 63. 127. 126. 124. 11.			
FORM 990-PF	1	DIVI	DENDS A	ND II	NTEREST	FRO	OM SE	CUR	ITIES	ST	'ATEMENT	
SOURCE		GRO AMO		GA:	ITAL INS DENDS		(A) EVENUI R BOOI	E	(B) NET INVES MENT INC		(C) ADJUSTI NET INCO	
ALPHAKEYS RENAISSANCE INSTITUTIONAL ENERGY TRANFER PARTNERS LP USB - 33008 USB - 33008 CAPITAL GAINS DIVIDENDS USB - 36114		32	417. 151. ,508.	3:	0. 0. 0. 2,483.			0.		0.		
USB - 36115 USB - 36117	_	3 5	,634.		0.		3,63 5,4	34. 78.	3,63	34. 78.		
TO PART I, LINE	4	50	,791.	3:	2,483.		18,3	08.	18,30	18.		

FORM 990-PF	OTHER	INCOME		STATEMENT	3
DESCRIPTION		(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	c
ENERGY TRANSFER #731493906 ENERGY TRANSFER #731493906 ALPHAKEYS RENAISSANCE 26-0249	-0315	<981.> <9,470.> <271.>	0.		
TOTAL TO FORM 990-PF, PART I,	LINE 11 =	<10,722.>	0.		 
FORM 990-PF	ACCOUNT	ING FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABI PURPOSES	
ACCOUNTING FEES	5,796	5,216.		580	).
TO FORM 990-PF, PG 1, LN 16B	5,796	5,216.	,	580	). =
FORM 990-PF	TA	XES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABI PURPOSES	_
EXCISE TAX FOREIGN TAX WITHHOLDING	1,000				). ).
TO FORM 990-PF, PG 1, LN 18	1,233	. 233.			).

OTHER E	XPENSES	S'	TATEMENT 6
(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
7,327.	7,327.		0.
7,327.	7,327.		0.
			TATEMENT 7
	(A) EXPENSES PER BOOKS 7,327.	EXPENSES NET INVEST- PER BOOKS MENT INCOME  7,327.  7,327.	(A) (B) (C) EXPENSES NET INVEST- ADJUSTED PER BOOKS MENT INCOME  7,327. 7,327.  7,327. 7,327.

### PART VII-A, QUESTIONS 4A AND 4B:

THE FOUNDATION'S PRINCIPLE ASSETS ARE MARKETABLE SECURITIES. ONE OF THE SECURITIES HELD IS THE ENERGY TRANSFER PARTNERSHIP LP. THIS INVESTMENT IS CLASSIFIED AS A PUBLICLY TRADED PARTNERSHIP (WHICH HOLDS THREE PTPS). THE INFORMATION PROVIDED WITH THE SCHEDULE K-1 IS NOT DEFINITIVE WITH RESPECT TO THE AMOUNT OF UNRELATED GROSS INCOME. FROM A CONSERVATIVE STANDPOINT, IT IS ASSUMED THE AMOUNT WAS \$1,000 OR MORE AND ACCORDINGLY QUESTION 4A IS ANSWERED YES AND A FORM 990-T PREPARED.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
UBS CORPORATE STOCKS (SEE ATTACK	HED)	1,951,048.	2,221,060.
TOTAL TO FORM 990-PF, PART II, I	JINE 10B	1,951,048.	2,221,060.
FORM 990-PF C	OTHER INVESTMENTS		STATEMENT 9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALPHAKEYS RENAISSANCE INSTITUTION EQUITY FUND II, LLC	ONAL FMV	252,378.	250,000.
TOTAL TO FORM 990-PF, PART II, I	INE 13	252,378.	250,000.
FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED PARTNERSHIP SUSPENDED LOSSES	9,440.	0.	0.
TO FORM 990-PF, PART II, LINE 15	9,440.	0.	0.

Form 990-PF, Part II, Balance Sheet, Line 10a Investments, Statement 8

Security	Shares	Cost	Value
Blackrock Health Science Fund	169	8,733.73	9,472.67
Carillon Scout Mid Cap	2,434	42,138.65	46,273.57
Delaware Value Fund	2,192	43,725.64	47,082.44
IVY Emerging Markets	766	13,603.38	161,653.43
JP Morgan US Large Cap	6,217	165,175.91	186,250.77
JP Morgan Large Cap Fund Class I	600	21,481.84	22,759.44
Oakmark Intl Fund Class I	626	15,847.13	17,896.53
Olstein All Cap Value	606	14,255.50	14,972.97
Prudential Jennison Small Co.	1,656	41,830.54	44,422.69
Tweedy Browne	504	13,621.36	14,349.47
13D Activist Fund Class!	359	6,908.45	7,909.10
Accenture PLC Ireland CL A	104	14,427.07	15,921.36
Adobe Systems Inc (Delaware)	143	23,945.17	25,059.32
Alphabet Inc CL A	70	73,672.14	73,738.00
American Tower Corp Reit	99	13,932.49	14,124.33
Ameriprise Financial Inc	67	10,131.88	11,354.49
Amerisourcebergen Corp	117	9,424.96	10,742.94
Blackrock Inc	31	14,190.51	15,925.01
Colgate Palmolive Co	461	34,314.66	34,782.45
Comcast Corp New CL A	331	12,277.55	13,256.55
Danaher Corp	111	10,080.13	10,303.02
Ecolab Inc	102	13,253.42	13,686.36
Facebook Inc CL A	152	25,766.45	26,821.92
Home Depot Inc	88	14,325.90	16,678.64
Honeywell Intl Inc	156	22,283.70	23,924.16
Intercontinentalexchange Group	140	9,161.69	9,878.40
Invesco LTD	298	10,300.01	10,888.92
Lowes Companies Inc.	177	13,993.41	16,450.38
Medtronic PLC	158	12,591.49	12,758.50
Mondelez Intl	215	9,140.87	9,202.00
Statement 7, page 1 of 3			

Form 990-PF,	Part II,	Balance Sheet,	Line 10a	Investments,	Statement 8
			_ •		

Security	Shares	Cost	Value
O Reilly Automotive	70	15,695.18	16,837.80
Parker Hannifin Corp	88	15,970.06	17,563.04
Red Hat	132	14,923.06	15,853.20
Rockwell Automation Inc.	78	14,160.28	15,315.30
Schlumberger LTD Netherlads	383	24,814.48	25,810.37
Starbucks Corp	233	13,227.49	13,381.19
Thermo Fisher Scientific Inc	76	13,938.66	14,430.88
TJX Cos Inc New	134	9,715.77	10,245.64
Untd Technologies Corp	109	12,846.50	13,905.13
Visa Inc CL A	256	27,207.15	29,189.12
Walt Disney Co (Holding CO)	245	26,697.47	26,339.95
Accenture PLC Ireland CL A	131	18,111.91	20,054.79
Blackrock Inc	48	21,960.20	24,658.08
British Amer Tobacco	438	29,055.87	29,341.62
Chevron Corp	140	16,191.50	17,526.60
Chubb Ltd CHF	85	12,560.62	12,421.05
Coca Cola Co Com	205	9,317.00	9,405.40
Colgate Palmolive Co	<sup>′</sup> 179	12,998.12	13,505.55
Crane Co	290	25,020.72	25,873.80
Diageo PLC New GB Spon ADR	90	11,958.73	13,142.70
Home Depot Inc	137	22,378.66	25,965.61
Intel Corp	531	22,175.20	24,510.96
Invesco LTD	362	12,438.08	13,227.48
Johnson & Johnson Com	154	21,281.40	21,516.88
Lockheed Martin Corp	46	13,840.45	14,768.30
Marsh & Mclennan COS Inc	164	13,193.23	13,347.96
McDonalds Corp	84	13,584.15	14,458.08
Medtronic PLC	244	19,627.18	19,703.00
Microsoft Corp	334	26,527.01	28,570.36
Nextra Energy Inc Com	73	10,786.92	11,401.87
Statement 7, page 2 of 3			

Form 990-PF, Part II, Balance Sheet, Line 10a Investments, Statement 8 **Shares** Security Cost Value **Novartis AG Spon SDR** 156 12,664.04 13,097.76 8,971.78 9,593.60 PepsiCo Inc 80 17,693.54 Praxair Inc 124 19,180.32 Rockwell Automation Inc. New 13,938.62 15,118.95 77 16,549.77 17,772.48 Suncor Energy Inc New CAD 484 18,564.62 21,096.88 202 **Texas Instruments** 154 17,795.09 20,651.40 **Union Pacific Corp Untd Technologies Corp** 108 12,704.99 13,777.56 160 10,653.25 11,840.00 **VF Corp Energy Select Sector Spdr Fund** 331 22,942.75 23,918.06 Ishares S&P 500 Value ETF 74,076.48 685 78,254.40 511 73,990.34 Ishares S&P 500 Growth ETF 78,065.47 Ishares U.S. Healthcare ETF 166 28,060.13 28,922.18 Vanguard Small-Cap ETF 377 52,841.76 55,720.60 55,720.80 Vanguard Mid-Cap ETF 360 52,741.35 Vanguard FTSE Emerging Markets 1,140 49,105.36 52,337.40 Vanguard FTSE All World Ex-US 83,917.90 1,615 88,372.80 Ishares 10-3 YR Treas Bond ETF 340 28,590.01 28,509.00 Ishares IBOXX USD High Yield Corp 14,205.28 163 14,223.38 Ishares Floating Rate Bond ETF 842 42,864.45 42,790.44 Ishares US Treasury Bond ETF 511 12,858.06 12,815.88 Vanguard Short-Term Corporate 359 28,579.74 28,468.70 Total Line 10b 1,951,047.99 2,221,059.60

Statement 1, Page 3 of 3

		LIST OF OFFICERS, DIRECTORS AND FOUNDATION MANAGERS			
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION		EXPENSE	
JOHN J. FLEMM 3242 DOWNS COVE ALLEY WINDERMERE, FL 34786	PRESIDENT & TI	RUSTEE 0.	0.	0.	
TED DIMIG 240 EAST 39TH STREET, #11G NEW YORK, NY 10016	TSTEE, AS NEC		0.	0.	
DAVID RANDALL NASER 259 SHUBERT ROAD HARTWELL, GA 30643	TSTEE, AS NEC		0.	0.	
JAMES C. SCHROER 1110 SEMINOLE DRIVE #202 FORT LAUDERDALE, FL 33304	TSTEE, AS NEC		0.	0.	
WILLIAM T MCKINLEY 2850 ROYAL ISLE DRIVE TALLAHASSEE, FL 32312	TSTEE, AS NEC 1.00	0.	0.	0.	
TOTALS INCLUDED ON 990-PF,	PAGE 6, PART VIII	0.	0.	0.	

36-7354545

MARION G: WELLS FOUNDATION

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN J. FLEMM 3242 DOWN COVE ALLEY WINDERMERE, FL 34786

TELEPHONE NUMBER

407-876-0002

#### FORM AND CONTENT OF APPLICATIONS

SUBMIT ALL REQUESTS IN WRITING. OUTLINE THE PROGRAM FOR WHICH THE FUNDS WILL BE USED AND THE TIME FRAME. INCLUDE A COPY OF YOUR 501(C)(3) EXEMPTION LETTER.

#### ANY SUBMISSION DEADLINES

ALL APPLICATIONS AND REQUESTS MUST BE SUBMITTED BY AUGUST 31ST OF THE CALENDAR YEAR OF THE REQUEST

RESTRICTIONS AND LIMITATIONS ON AWARDS

EDUCATION, MEDICAL AND CONSERVATIVE POLICY INSTITUTIONS.

FORM 990-PF	OT	OTHER REVENUE			STATEMENT 1	
DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED C EXEMPT FU TION INCC	INC-
ENERGY TRANSFER	900099					
#731493906		<981.	>		•	
ENERGY TRANSFER #731493906	900099	<9,470.	>			
ALPHAKEYS RENAISSANCE	900099	,				
26-0249315		<271.	>			
TOTAL TO FORM 990-PF, PG	12, LN 11	<10,722.	>			