

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

Name of foundation SUZANNE UPJOHN DELANO PARISH FOUNDATION		A Employer identification number 38-2484268	
Number and street (or P.O. box number if mail is not delivered to street address) 211 SOUTH ROSE STREET		Room/suite	B Telephone number (see instructions) (269) 388-9800
City or town, state or province, country, and ZIP or foreign postal code KALAMAZOO, MI 49007		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 27,042,840	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	700,000			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	11,866	11,866		
	4 Dividends and interest from securities	455,108	455,108		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	735,306			
	b Gross sales price for all assets on line 6a _____				
	5,985,152				
	7 Capital gain net income (from Part IV, line 2)		735,306		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances _____				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,902,280	1,202,280		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,825	3,412		3,413
	c Other professional fees (attach schedule)	139,866	125,879		13,987
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	27,564	7,564		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,871	0		1,871
	24 Total operating and administrative expenses. Add lines 13 through 23	176,126	136,855		19,271
	25 Contributions, gifts, grants paid	689,500			689,500
	26 Total expenses and disbursements. Add lines 24 and 25	865,626	136,855		708,771
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,036,654			
	b Net investment income (if negative, enter -0-)		1,065,425		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	51				
	2	Savings and temporary cash investments	1,281,111	1,631,264	1,631,264		
	3	Accounts receivable ▶ <u>4,042</u>					
		Less allowance for doubtful accounts ▶ _____	2,980	4,042	4,042		
	4	Pledges receivable ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	1,086	3,690	3,690		
	10a	Investments—U S and state government obligations (attach schedule)	1,549,987	2,385,672	2,362,423		
	b	Investments—corporate stock (attach schedule)	8,047,447	4,223,278	5,269,314		
	c	Investments—corporate bonds (attach schedule)	3,584,098	3,580,793	3,590,328		
	11	Investments—land, buildings, and equipment basis ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	8,163,017	11,837,692	14,142,779			
14	Land, buildings, and equipment basis ▶ <u>39,000</u>						
	Less accumulated depreciation (attach schedule) ▶ _____	39,000	39,000	39,000			
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	22,668,777	23,705,431	27,042,840			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable.					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule).					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	22,668,777	23,705,431			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0			
30	Total net assets or fund balances (see instructions)	22,668,777	23,705,431				
31	Total liabilities and net assets/fund balances (see instructions) .	22,668,777	23,705,431				

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	22,668,777
2	Enter amount from Part I, line 27a	2	1,036,654
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	23,705,431
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	23,705,431

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS	P		
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 5,927,544		5,249,846	677,698
b 57,608			57,608
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			677,698
b			57,608
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	735,306
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	856,414	21,992,098	0 038942
2015	1,084,964	21,890,633	0 049563
2014	389,596	8,647,181	0 045055
2013	838,861	3,575,844	0 234591
2012	37,735,508	3,510,422	10 749565
2 Total of line 1, column (d)			2 11 117716
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 2 223543
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 24,505,368
5 Multiply line 4 by line 3			5 54,488,739
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 10,654
7 Add lines 5 and 6			7 54,499,393
8 Enter qualifying distributions from Part XII, line 4			8 708,771

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	21,309
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	21,309
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	21,309
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	23,843
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	33,843
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	12,534
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 12,534 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MI		
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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of RONALD N KILGORE CO GREENLEAF TR Telephone no (269) 388-9800			

Located at **211 SOUTH ROSE STREET KALAMAZOO MI** ZIP+4 **49007**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? ☐ 1c			No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐ 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). ☐ Yes ☒ No 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a			No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b			No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
	Organizations relying on a current notice regarding disaster assistance check here.	☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No	
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
P WILLIAM PARISH 211 SOUTH ROSE STREET KALAMAZOO, MI 49007	PRESIDENT 1 00	0	0	0
PRESTON L PARISH 211 SOUTH ROSE STREET KALAMAZOO, MI 49007	VICE PRESIDENT 1 00	0	0	0
RONALD N KILGORE 211 SOUTH ROSE STREET KALAMAZOO, MI 49007	SECRETARY/TREASURER 1 00	0	0	0

2

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

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

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

0

3

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GREENLEAF TRUST 211 SOUTH ROSE STREET KALAMAZOO, MI 49007	INVESMENT MANAGEMENT	139,866

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

0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	23,434,962
b	Average of monthly cash balances.	1b	1,404,584
c	Fair market value of all other assets (see instructions).	1c	39,000
d	Total (add lines 1a, b, and c).	1d	24,878,546
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	24,878,546
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	373,178
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	24,505,368
6	Minimum investment return. Enter 5% of line 5.	6	1,225,268

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	1,225,268
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	21,309
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	21,309
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,203,959
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,203,959
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	1,203,959

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	708,771
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	708,771
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	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	708,771

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				1,203,959
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 37,560,405				
b From 2013. 660,643				
c From 2014. 10,400				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	38,231,448			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 708,771				
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.				708,771
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	495,188			495,188
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	37,736,260			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . .	37,065,217			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	671,043			
10 Analysis of line 9				
a Excess from 2013. 660,643				
b Excess from 2014. 10,400				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)Form **990-PF** (2017)

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	689,500
b <i>Approved for future payment</i> FAMILY AND CHILDREN SERVICES 1608 LAKE STREET KALAMAZOO, MI 49001		PC	MAKING ROOM FOR HOPE CAMPAIGN	30,000
Total			3b	30,000

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt PurposesForm **990-PF** (2017)

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	***** 2018-07-18 Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee			

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	JAMES G THOMPSON CPA		2018-07-18		P00053844
	Firm's name ▶ PLANTE & MORAN PLLC				Firm's EIN ▶ 38-1357951
	Firm's address ▶ 750 TRADE CENTRE WAY STE 300 PORTAGE, MI 49002				Phone no (269) 567-4500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUB OF GREATER KALAMAZOO 915 LAKE STREET KALAMAZOO, MI 49001		PC	CAPITAL CAMPAIGN - BASKETBALL COURT IMPROVEMENTS	35,000
FAMILY AND CHILDREN SERVICES 1608 LAKE STREET KALAMAZOO, MI 49001		PC	BRIDGE FUNDING PROGRAM	60,000
HOSPITAL HOSPITALITY HOUSE 527 W SOUTH ST KALAMAZOO, MI 49007		PC	TWO HOUSES ONE HEART CAPITAL CAMPAIGN	35,000
IRVING S GILMORE INTL KEYBOARD FESTIVAL 359 S KALAMAZOO MALL STE 101 KALAMAZOO, MI 49007		PC	IRVING S GILMORE INTL KEYBOARD FESTIVAL PIANO CAMP	7,500
KALAMAZOO CIVIC THEATRE 329 S PARK STREET KALAMAZOO, MI 49007		PC	OPERATIONAL SUPPORT & CHALLENGE GRANT	165,000
Total ► 3a				689,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF KALAMAZOO AND BATTLE CREEK REGION 709 SOUTH WESTNEDGE AVENUE KALAMAZOO, MI 49007		PC	ANNUAL CAMPAIGN	25,000
SHERMAN LAKE YMCA6225 N 39TH ST AUGUSTA, MI 49012		PC	INTEGRATED EDUCATION PROGRAM	25,000
KALAMAZOO NATURE CENTER 7000 N WESTNEDGE AVE KALAMAZOO, MI 49007		PC	CAPITAL CAMPAIGN	80,000
KALAMAZOO INSTITUTE OF ARTS 314 S PARK ST KALAMAZOO, MI 49007		PC	OPERATIONAL SUPPORT	5,000
YOUNG WOMEN'S CHRISTIAN ASSOCIATION 353 E MICHIGAN AVE KALAMAZOO, MI 49007		PC	OPERATIONAL SUPPORT	20,000
Total 				689,500
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY OF KALAMAZOO251 MILLS ST KALAMAZOO, MI 49048		PC	BRONSON PARK 21ST CENTURY CAMPAIGN	50,000
ECOFLIGHT 307 L ASPEN AIRPORT BUSINESS CENTER ASPEN, CO 81611		PC	ENVIRONMENTAL EDUCATION AND ADVOCACY	30,000
JUNIOR ACHIEVEMENT OF SW MICHIGAN 2775 WEST DICKMAN RD SUITE H3 BATTLE CREEK, MI 49037		PC	EDUCATIONAL EVENT	2,000
MINISTRY WITH COMMUNITY 500 N EDWARDS STREET KALAMAZOO, MI 49007		PC	GENERAL SUPPORT	10,000
FARMERS ALLEY THEATRE 221 FARMERS ALLEY KALAMAZOO, MI 49007		PC	CAPITAL CAMPAIGN - LIGHT/SOUND EQUIPMENT AND THEATRE IMPROVEMENTS	5,000
Total ► 3a				689,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KALAMAZOO COUNTY HUMANE SOCIETY 4239 S WESTNEDGE AVE KALAMAZOO, MI 49008		PC	CAPITAL CAMPAIGN	15,000
KALAMAZOO GOSPEL MISSION 448 N BURDICK STREET KALAMAZOO, MI 49007		PC	CAPITAL CAMPAIGN	100,000
WESTERN MICHIGAN UNIVERSITY SCHOOL OF MEDICINE 1903 WEST MICHIGAN AVE KALAMAZOO, MI 49008		PC	KALAMAZOO COLABORATIVE CARE PROJECT	20,000
Total ► 3a				689,500

TY 2017 Accounting Fees Schedule**Name:** SUZANNE UPJOHN DELANO PARISH FOUNDATION**EIN:** 38-2484268**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PLANTE & MORAN, PLLC	6,825	3,412		3,413

TY 2017 Investments Corporate Bonds Schedule

Name: SUZANNE UPJOHN DELANO PARISH FOUNDATION

EIN: 38-2484268

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
21ST CENTY FOX AMER INC 3.0%	99,318	101,462
AGILENT TECHNOLOGIES INC 3.875%	103,033	103,572
AMGEN INC 3.625%	101,219	103,530
AMPHENOL CORP NEWS 3125%	100,358	101,589
ANHEUSER BUSCH INBEV 1.25%	78,264	78,060
APPLE INC 1%	98,121	99,753
AT&T 1.6%	101,910	100,443
BERKSHIRE HATHAWAY FIN CORP 2.9%	101,735	101,848
BURLINGTON NORTH SANTA FE 3.6%	103,225	103,094
CARDINAL HEALTH INC 3.2%	98,781	100,542
CISCO SYS INC 2.125%	100,393	100,112
COCA COLA CO 0.75%	101,336	99,483
COMCAST CORP NEW	99,742	96,703
COSTCO WHSL CORP NEW 1.7%	98,740	99,358
CVS HEALTH CORP 1.2%	98,120	97,591
DISNEY WALT CO MTNS BE 1.850%	100,569	99,816
DRPEPPER SNAPPLE GROUP INC	100,974	102,031
HOME DEPOT 2%	100,080	100,042
IBM CORP 1.625%	96,844	98,774
JP MORGAN CHASE & CO 4.35%	105,250	106,062

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
KROGER CO 1.2%	102,857	100,105
OMNICOM GROUP INC 3.625%	101,014	103,236
ORACLE CORP 2.25%	100,887	100,452
PFIZER INC 2.1%	100,530	100,157
PPG INDS INC 3.6%	103,844	102,559
QUALCOMM INC 2.250%	49,694	49,614
STARBUCK CORP 3.85%	103,355	106,275
TEXAS INSTRS INC 2.75%	100,526	101,323
TJX COS INC 2.75%	100,720	101,404
UNION PACIFIC	101,000	99,396
UNITEDHEALTH GROUP INC 2.875%	99,713	101,273
VERIZON COMMUNICATIONS INC 3.65%	99,697	101,793
WAL-MART STORES INC 1.95%	100,317	100,021
WELLS FARGO CO MTN 2.125%	99,439	99,984
CME GROUP INC. 3.000%	50,964	50,989
PROCTOR AND GAMBLE CO 3.100%	103,655	102,998
MICROSOFT CORP 2.700%	74,569	74,884

TY 2017 Investments Corporate Stock Schedule

Name: SUZANNE UPJOHN DELANO PARISH FOUNDATION
EIN: 38-2484268

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALPHABET INC.	173,220	240,672
AMBARELLA INC	151,231	146,875
AMDOCS LTD	77,758	90,035
AMERICAN TOWER	98,262	133,396
AMERISOURCEBERGEN CORP	125,218	129,925
APPLE	82,965	150,615
CELGENE CORPORATION	119,136	104,360
CHUBB LIMITED	119,413	164,396
CITIGROUP	156,063	207,976
COGNIZANT TECHNOLOGIES	119,197	156,599
COLGATE-PALMOLIVE CO	173,840	191,266
EDWARD LIFESCIENCE	129,264	180,336
JOHNSON AND JOHNSON	74,473	91,517
JONES LANG LASELLE	122,486	156,376
NIKE	168,916	187,337
PAYPAL HLDGS INC	72,409	170,062
PEPSICO INC	147,701	190,073
PROCTER & GAMBLE CO	62,307	73,045
ROPER TECHNONLOGIES	134,755	204,610
SALESFORCE .COM	141,166	191,681
SHERWIN-WILLIAMS COMPANY	106,215	178,367
STARBUCKS	237,583	241,206
STRYKER CORP	107,365	172,647
SYNCHRONY FINL	145,761	202,703
US BANCORP	135,963	169,849
VISA INC	131,838	200,675
ADVANCED AUTO PARTS	84,706	64,300
ALLY FINL INC	70,400	98,561
ARCH CAPITAL GROUP LTD	56,468	59,001
DOLLAR GENERAL CORP	99,493	133,934

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOLOGIC INC	66,968	66,904
LABORATORY CORP AMER HOLDINGS	62,239	63,804
MONDALEZ INTERNATIONAL INC.	140,533	133,964
NESTLE SA ADR	70,521	70,925
PRICELINE GROUP INC	70,468	66,034
SABRE CORP	70,601	66,010
TJX COS INC	116,376	119,278

TY 2017 Investments Government Obligations Schedule**Name:** SUZANNE UPJOHN DELANO PARISH FOUNDATION**EIN:** 38-2484268**US Government Securities - End
of Year Book Value:**

2,385,672

**US Government Securities - End
of Year Fair Market Value:**

2,362,423

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2017 Investments - Other Schedule**Name:** SUZANNE UPJOHN DELANO PARISH FOUNDATION**EIN:** 38-2484268**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN BEACON INTERNATIONAL EQUITY FUND	AT COST	799,170	855,295
DELAWARE EMERGING MARKET	AT COST	707,422	907,281
FIDELITY DIVERSIFIED INTERNATIONAL FUND	AT COST	608,845	670,089
FIDELITY FLOATING RATE HIGH INCOME	AT COST	294,958	292,697
HARTFORD INTERNATIONAL OPPROTUNITIES	AT COST	800,939	846,164
ISHARES TR S & P MIDCAP 400	AT COST	597,177	776,200
ISHARES TR S & P SMALLCAP 600 INDEX	AT COST	530,287	645,972
MATTHEWS PACIFIC TIGER FUND CL	AT COST	812,522	921,543
S & P 500 INDEX	AT COST	6,194,131	7,750,946
TEMPLETON GLOBAL BOND FUND ADVISOR CL	AT COST	309,704	292,076
FIDELITY ADVISOR DIVERSIFIED INTL Z	AT COST	182,537	184,516

TY 2017 Other Expenses Schedule**Name:** SUZANNE UPJOHN DELANO PARISH FOUNDATION**EIN:** 38-2484268**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MAINTENANCE OF ASSETS	1,871	0		1,871

TY 2017 Other Professional Fees Schedule**Name:** SUZANNE UPJOHN DELANO PARISH FOUNDATION**EIN:** 38-2484268

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GREENLEAF TRUST CUSTODIAL SERVICES	139,866	125,879		13,987

TY 2017 Taxes Schedule**Name:** SUZANNE UPJOHN DELANO PARISH FOUNDATION**EIN:** 38-2484268

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	20,000	0		0
FOREIGN TAX	7,564	7,564		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491228006168	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047	
				2017	
Name of the organization SUZANNE UPJOHN DELANO PARISH FOUNDATION				Employer identification number 38-2484268	

Organization type (check one)

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

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

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

Name of organization SUZANNE UPJOHN DELANO PARISH FOUNDATION	Employer identification number 38-2484268
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SUZANNE U D PARISH IRREVOCABLE TRUST 211 S ROSE ST KALAMAZOO, MI 49007	\$ 700,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

38-2484268

Part II

Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization SUZANNE UPJOHN DELANO PARISH FOUNDATION	Employer identification number 38-2484268
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	