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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation

JOHN LARSEN FOUNDATION MNG AGY (PLG)

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

PO BOX 0634

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

MILWAUKEE, WI 53201-0634

A Employer identification number

41-1715465

B Telephone number (see instructions)

612-377-9010

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,971,838.

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	112,240.	109,566.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	303,333.			
b Gross sales price for all assets on line 6a 1,951,793				
7 Capital gain net income (from Part IV, line 2)		303,333.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	25,113.			STMT 2
12 Total Add lines 1 through 11	440,686.	412,899.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	2,465.	NONE	NONE	2,465.
c Other professional fees (attach schedule) STMT 4	53,278.	46,024.		7,254.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	7,230.	1,230.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications	79.	NONE	NONE	79.
23 Other expenses (attach schedule) STMT 6	267.	6.		261.
24 Total operating and administrative expenses Add lines 13 through 23	63,319.	47,260.	NONE	10,059.
25 Contributions, gifts, grants paid	344,525.			344,525.
26 Total expenses and disbursements Add lines 24 and 25	407,844.	47,260.	NONE	354,584.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	32,842.			
b Net investment income (if negative, enter -0-)		365,639.		
c Adjusted net income (if negative, enter -0-)				

ENVELOPE DATE MAY 21 2018

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	171.		
	2	Savings and temporary cash investments	169,184.	167,718.	167,711.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ *		100,001.	STMT-7
		Less allowance for doubtful accounts ▶ NONE	100,000.	100,001.	100,001.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 8 .	4,029,655.	3,092,024.	4,586,752.
	c	Investments - corporate bonds (attach schedule) . STMT 16 .	988,195.	709,270.	718,014.
	Liabilities	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶		
12		Investments - mortgage loans			
13		Investments - other (attach schedule) STMT 17 .		1,240,334.	1,399,061.
14		Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶ ACCRUED INCOME)	3,083.	299.	299.
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,290,288.	5,309,646.	6,971,838.
17		Accounts payable and accrued expenses			
18		Grants payable			
19		Deferred revenue			
20		Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
		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	5,290,288.	5,309,646.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
Net Assets or Fund Balances	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	5,290,288.	5,309,646.	
	31	Total liabilities and net assets/fund balances (see instructions)	5,290,288.	5,309,646.	

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	5,290,288.
2	Enter amount from Part I, line 27a	2	32,842.
3	Other increases not included in line 2 (itemize) ▶ GAIN ON PY SALES SETTLED AT YEAR END	3	1,242.
4	Add lines 1, 2, and 3	4	5,324,372.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 20	5	14,726.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,309,646.

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Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (for example, real estate,
2-story brick warehouse, or common stock, 200 shs MLC Co.)(b) How
acquired
P - Purchase
D - Donation(c) Date acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1 a PUBLICLY TRADED SECURITIES**

b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 1,951,793.		1,648,460.	303,333.
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			303,333.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	303,333.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	328,228.	6,137,511.	0.053479
2015	349,184.	5,509,902.	0.063374
2014	293,399.	6,703,116.	0.043771
2013	312,297.	6,190,988.	0.050444
2012	243,093.	5,838,427.	0.041637

2 Total of line 1, column (d)	2	0.252705
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.050541
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	6,601,279.
5 Multiply line 4 by line 3.	5	333,635.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,656.
7 Add lines 5 and 6.	7	337,291.
8 Enter qualifying distributions from Part XII, line 4 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	8	354,584.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,656.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		2	NONE
3 Add lines 1 and 2		3	3,656.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-		5	3,656.
6 Credits/Payments			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,600.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	6,600.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,944.	
11 Enter the amount of line 10 to be Credited to 2018 estimated tax ☒ 2,944. Refunded ☐	11		

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?		X
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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions ☒ MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>JOHNLARSENFOUNDATION.ORG</u>	13	X
14 The books are in care of ► <u>SEE STATEMENT 21</u> Telephone no ► _____ Located at ► _____ ZIP+4 ► _____		
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 the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►	16	X

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

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

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

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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		Yes	No		Yes	No
	(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			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)						
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐	Yes	☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				6b		☒
	If "Yes" to 6b, file Form 8870						
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐	Yes	☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN A LARSEN	TREASURER			
2015 SUMMIT AVENUE, ST PAUL, MN 55105	2	-0-	-0-	-0-
KAREN R LARSEN	DIRECTOR			
2015 SUMMIT AVE, ST PAUL, MN 55105	3	-0-	-0-	-0-
KRISTEN L ROSE	DIRECTOR			
1825 STANFORD AVENUE, ST PAUL, MN 55105	1	-0-	-0-	-0-
JOHN E LARSEN	PRESIDENT			
2002 W LAKE OF THE ISLE PARKWAY, MINNEAPOLIS, MN 5540	5	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 **NONE**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
US BANK		
PO BOX 0634, MILWAUKEE, WI	INVESTMENT MGMT	51,138
Total number of others receiving over \$50,000 for professional services ►		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE

2

3

4

Part IX-B	Summary of Program-Related Investments (see instructions)
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Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE

2

All other program-related investments See instructions

3NONE

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes	
a	Average monthly fair market value of securities	1a 5,686,409.
b	Average of monthly cash balances	1b 1,015,397.
c	Fair market value of all other assets (see instructions).	1c NONE
d	Total (add lines 1a, b, and c)	1d 6,701,806.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e	
2	Acquisition indebtedness applicable to line 1 assets	2 NONE
3	Subtract line 2 from line 1d	3 6,701,806.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 100,527.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 6,601,279.
6	Minimum investment return. Enter 5% of line 5	6 330,064.

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	1 330,064.
2a	Tax on investment income for 2017 from Part VI, line 5 2a 3,656.	
b	Income tax for 2017 (This does not include the tax from Part VI). 2b	
c	Add lines 2a and 2b	2c 3,656.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 326,408.
4	Recoveries of amounts treated as qualifying distributions	4 20,000.
5	Add lines 3 and 4	5 346,408.
6	Deduction from distributable amount (see instructions).	6 NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7 346,408.

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 354,584.
b	Program-related investments - total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2 NONE
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required)	3a NONE
b	Cash distribution test (attach the required schedule)	3b NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 354,584.
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 3,656.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 350,928.

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				346,408.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			9,061.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012	NONE			
b From 2013	NONE			
c From 2014	NONE			
d From 2015	NONE			
e From 2016	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4 ► \$ 354,584.				
a Applied to 2016, but not more than line 2a			9,061.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount.				345,523.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				885.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2013	NONE			
b Excess from 2014	NONE			
c Excess from 2015	NONE			
d Excess from 2016	NONE			
e Excess from 2017	NONE			

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

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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>				
SEE STATEMENT 32				344,525.
Total			3a	344,525.
b <i>Approved for future payment</i>				
Total			3b	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	561.	561.
FOREIGN DIVIDENDS	12,955.	12,955.
NONDIVIDEND DISTRIBUTIONS	2,674.	
DOMESTIC DIVIDENDS	57,561.	57,561.
CORPORATE INTEREST	35,913.	35,913.
FOREIGN INTEREST	1,271.	1,271.
BOND PREMIUM AMORTIZATION-OTHER INTEREST	-2,871.	-2,871.
NONQUALIFIED FOREIGN DIVIDENDS	1,013.	1,013.
NONQUALIFIED DOMESTIC DIVIDENDS	3,163.	3,163.
	-----	-----
TOTAL	112,240.	109,566.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL EXCISE TAX REFUND	5,113.
RETURN OF PY GRANTS	20,000.

TOTALS	25,113.
	=====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
TAX PREPARATION FEES	1,500.			1,500.
WILKERSON GUTHMANN SERVICES	965.			965.
TOTALS	2,465.	NONE	NONE	2,465.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER PROFESSIONAL SERVICES	2,140.		2,140.
US BANK AGENT FEES	51,138.	46,024.	5,114.
TOTALS	53,278.	46,024.	7,254.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,061.	1,061.
FEDERAL ESTIMATES - PRINCIPAL	6,000.	
FOREIGN TAXES ON NONQUALIFIED	169.	169.
	-----	-----
TOTALS	7,230.	1,230.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

[illegible]

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
WEBSITE ASSOCIATED FEES	211.		211.
STATE AG FEES	50.		50.
ADR FEES	6.	6.	
TOTALS	267.	6.	261.
	=====	=====	=====

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

BORROWER:

CITY OF LAKES COMMUNITY LAND TRUST

ORIGINAL AMOUNT: 200,000.

INTEREST RATE: 4.000000

DATE OF NOTE: 10/21/2016

MATURITY DATE: 04/15/2016

ENDING BALANCE DUE 1.

ENDING FAIR MARKET VALUE 1.

BORROWER:

CITY OF LAKES COMMUNITY LAND TRUST

ORIGINAL AMOUNT: 100,000.

INTEREST RATE: 3.000000

DATE OF NOTE: 06/15/2016

MATURITY DATE: 04/15/2018

BEGINNING BALANCE DUE 100,000.

ENDING BALANCE DUE 100,000.

ENDING FAIR MARKET VALUE 100,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 100,000.
 =====

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 100,001.
 =====

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 100,001.
 =====

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
084670702 BERKSHIRE HATHAWAY I	103,767.	69,921.	130,825.
231021106 CUMMINS INC	10,472.	10,472.	15,721.
860630102 STIFEL FINANCIAL COR	8,137.	8,137.	11,495.
361448103 G A T X CORP	8,759.	8,759.	10,940.
87164P103 SYNERGY RES CORP	6,900.		
388689101 GRAPHIC PACKAGING HL	7,919.	6,148.	9,224.
88166T101 TESSERA HOLDING CORP	8,716.		
024061103 AMERICAN AXLE MFG H	7,344.	5,783.	6,795.
68213N109 OMNICELL INC COM	3,759.	4,037.	5,772.
950810101 WESBANCO INC	2,770.		
379577208 GLOBUS MED INCA	5,316.	3,115.	4,891.
57776J100 MAXLINEAR INC CLASS	4,880.	6,090.	7,450.
387328107 GRANITE CONSTRUCTION	4,576.	5,001.	7,612.
00404A109 ACADIA HEALTHCARE CO	11,687.	8,598.	5,123.
172755100 CIRRUS LOGIC INC COM	2,670.		
458118106 INTEGRATED DEVICE TE	4,218.	2,858.	4,816.
44930G107 ICU MEDICAL INC	5,307.	3,155.	5,400.
90333L201 U.S. CONCRETE INC	4,450.	2,744.	5,186.
833034101 SNAP ON INC	9,631.	8,651.	18,476.
81211K100 SEALED AIR CORP	6,931.	6,931.	14,987.
00507V109 ACTIVISION BLIZZARD	6,555.	4,627.	19,756.
548661107 LOWES CO INC	21,462.	31,583.	55,392.
806857108 SCHLUMBERGER LTD	86,662.	71,502.	81,138.
194162103 COLGATE PALMOLIVE CO	27,449.	30,381.	34,405.
609207105 MONDELEZ INTERNATION	30,792.	30,480.	30,902.
126650100 CVS HEALTH CORPORATI	17,531.	26,483.	42,123.
92345Y106 VERISK ANALYTICS INC	44,664.	36,026.	58,560.
00287Y109 ABBVIE INC	23,199.	20,540.	46,034.
78462F103 SPDR S P 500 ETF	83,366.		

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
00769G543 CAMBIAR INTL EQUITY	130,000.	130,000.	153,309.
743315103 PROGRESSIVE CORP	7,455.	7,455.	16,896.
651290108 NEWFIELD EXPL CO COM	7,548.	8,910.	10,909.
286082102 ELECTRONICS FOR IMAG	6,165.	5,597.	5,404.
980745103 WOODWARD INC	6,655.	8,800.	14,313.
50540R409 LABORATORY CRP OF AM	9,050.	9,050.	12,282.
829226109 SINCLAIR BROADCAST G	6,695.	5,017.	7,949.
49338L103 KEYSIGHT TECHNOLOGIE	9,799.	9,799.	11,981.
891906109 TOTAL SYSTEM SERVICE	12,008.	12,008.	19,219.
577933104 MAXIMUS INC	6,246.		
G1991C105 CARDTRONICS PLC	3,331.		
42210P102 HEADWATERS INC	4,685.		
978097103 WOLVERINE WORLD WIDE	6,359.		
904214103 UMPQUA HOLDINGS CORP	5,952.	4,706.	5,782.
G3323L100 FABRINET	2,447.		
128195104 CALATLANTIC GROUP IN	8,638.		
127055101 CABOT CORP	4,749.	4,749.	6,775.
46269C102 IRIDIUM COMMUNICATIO	5,532.	5,207.	5,876.
00971T101 AKAMAI TECHNOLOGIES	7,245.	7,245.	13,463.
052769106 AUTODESK INC	7,023.	7,023.	18,345.
212015101 CONTINENTAL RESOURCE	9,563.	9,563.	13,825.
918204108 V F CORP	22,044.		
H1467J104 CHUBB LTD	26,097.	26,097.	38,140.
892356106 TRACTOR SUPPLY CO	36,842.	89,998.	100,165.
46625H100 J P MORGAN CHASE CO	31,247.	31,247.	65,982.
G1151C101 ACCENTURE PLC CL A	26,137.	26,137.	51,132.
31620M106 FIDELITY NATL INFORM	22,151.	22,151.	50,056.
949746101 WELLS FARGO CO	29,261.	29,261.	54,178.
70450Y103 PAYPAL HOLDINGS INC	43,470.	23,828.	43,068.

JOHN LARSEN FOUNDATION MNG AGY (PLG)
 FORM 990PF, PART II - CORPORATE STOCK
 =====

41-1715465

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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500754106 HJ HEINZ HOLDING COR	81,790.		
493267108 KEYCORP	6,606.	6,606.	13,514.
090572207 BIO RAD LABS INC CL	5,425.	5,425.	10,501.
447011107 HUNTSMAN CORP	5,696.		
871607107 SYNOPSYS INC	6,200.	6,200.	15,002.
302520101 FNB CORP	8,834.	8,886.	9,398.
595137100 MICROSEMI CORP COM W	4,118.	4,155.	7,902.
29275Y102 ENERSYS	3,657.	4,185.	5,570.
852857200 STAMPS COM INC	4,316.		
02553E106 AMERICAN EAGLE OUTFI	6,650.		
591520200 METHODE ELECTRONICS	5,414.		
759351604 REINSURANCE GROUP AM	4,605.	4,605.	16,996.
126408103 CSX CORP	9,126.	6,932.	16,338.
983919101 XILINX INC	8,912.	8,912.	15,709.
369550108 GENERAL DYNAMICS COR	5,204.	5,204.	15,462.
391416104 GREAT WESTERN BANCOR	9,431.	6,568.	8,318.
478160104 JOHNSON JOHNSON	29,766.	29,766.	41,916.
311900104 FASTENAL CO	36,369.	76,415.	93,520.
963320106 WHIRLPOOL CORP	21,189.	21,189.	29,681.
H84989104 TE CONNECTIVITY LTD	29,263.		
254709108 DISCOVER FINL SVCS	26,126.		
89469A104 TREEHOUSE FOODS INC	53,893.		
778296103 ROSS STORES INC	35,691.	56,017.	77,361.
267475101 DYCOM INDUSTRIES INC	11,108.	6,933.	9,472.
436893200 HOME BANCSHARES INC	7,797.	7,410.	7,859.
G7496G103 RENAISSANCE RE HOLDI	7,642.	7,642.	10,298.
099724106 BORG WARNER INC	8,442.	8,442.	10,933.
044103109 ASHFORD HOSPITALITY	2,564.		
17243V102 CINEMARK HLDGS INC	5,619.		

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
885160101 THOR INDUSTRIES INC	2,541.		
001744101 AMN HEALTHCARE SERVI	2,259.		
402635304 GULFPORT ENERGY CORP	9,269.	7,532.	3,917.
957638109 WESTERN ALLIANCE BAN	6,013.	2,517.	7,870.
23331A109 D R HORTON INC	11,158.	11,158.	24,105.
872540109 TJX COMPANIES INC	38,373.	51,084.	58,263.
750236101 RADIAN GROUP INC	11,919.	7,047.	9,584.
G6518L108 NIELSEN HOLDINGS PLC	23,573.	32,537.	27,118.
92939U106 WEC ENERGY GROUP INC	32,841.	32,841.	45,372.
65339F101 NEXTERA ENERGY INC	25,737.	25,737.	52,324.
868459108 SUPERNUS PHARMACEUTI	3,480.	1,398.	3,387.
00163U106 AMAG PHARMACEUTICALS	6,144.		
298736109 EURONET SERVICES INC	5,486.	3,403.	5,562.
691497309 OXFORD INDUSTRIES IN	7,714.	5,587.	6,617.
87265H109 TRI POINTE GROUP INC	8,156.	5,189.	7,347.
12504L109 CBRE GROUP INC	10,450.	10,450.	18,060.
461202103 INTUIT INC	11,286.	9,228.	21,931.
37940X102 GLOBAL PAYMENTS INC	5,271.	5,271.	22,053.
30225T102 EXTRA SPACE STORAGE	25,292.		
G47791101 INGERSOLL RAND PLC	22,497.	28,704.	36,657.
539830109 LOCKHEED MARTIN CORP	34,241.	28,967.	38,847.
G5960L103 MEDTRONIC PLC	39,481.	39,199.	42,071.
61166W101 MONSANTO CO	33,267.	32,210.	33,633.
09247X101 BLACKROCK INC	17,690.	27,331.	48,802.
501889208 LKQ CORP	36,011.		
037833100 APPLE INC	91,215.	114,454.	266,299.
067383109 CR BARD INC	5,470.	5,470.	17,887.
03662Q105 A N S Y S INC	8,273.	8,273.	15,349.
29089Q105 EMERGENT BIOSOLUTION	7,026.	3,193.	6,552.

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
01741R102 ALLEGHENY TECHNOLOGI	12,048.	12,048.	11,925.
171798101 CIMAREX ENERGY CO	7,992.	7,992.	9,151.
G0551A103 ARRIS INTERNATIONAL	8,013.	5,322.	4,573.
810186106 THE SCOTTS MIRACLE G	5,215.	5,215.	11,769.
192479103 COHERENT INC COM	3,824.	2,099.	3,387.
64051T100 NEOPHOTONICS CORP	3,421.		
57686G105 MATSON INC	5,103.		
165303108 CHESAPEAKE UTILS COR	3,611.	1,258.	1,650.
00182C103 ANI PHARMACEUTICALS	4,976.		
144577103 CARRIZO OIL & GAS IN	6,978.	8,015.	7,278.
025676206 AMERICAN EQUITY INVT	5,452.		
87074U101 SWIFT TRANSPORTATION	4,222.		
485865109 KATE SPADE CO	4,798.		
500643200 KORN FERRY INTL	4,956.	3,864.	6,207.
760759100 REPUBLIC SVCS INC	10,616.	10,616.	22,852.
582839106 MEAD JOHNSON NUTRITI	39,038.	31,204.	62,204.
695156109 PACKAGING CORP AMERI	26,802.	32,208.	31,393.
254687106 DISNEY WALT CO	32,208.	21,792.	39,962.
907818108 UNION PACIFIC CORP	26,090.	21,797.	40,562.
166764100 CHEVRON CORPORATION	21,797.	24,635.	38,904.
571748102 MARSH MCLENNAN COS I	24,635.	19,558.	58,863.
91324P102 UNITED HEALTH GROUP	21,119.	40,367.	71,631.
02079K305 ALPHABET INC CL A	28,696.	78,806.	80,281.
747525103 QUALCOMM INC	69,261.	43,346.	61,095.
718546104 PHILLIPS 66	33,543.	75,594.	76,673.
92826C839 VISA INC	56,952.	163,280.	193,613.
149498107 CAUSEWAY EMERGING MA	221,998.	32,671.	69,510.
741503403 THE PRICELINE GROUP	63,596.		
06366RJ30 BMO 2Y EFA TW MTN	200,000.		

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
094235108 BLOOMIN BRANDS INC	9,428.	7,369.	8,195.
278265103 EATON VANCE CORP	9,542.	9,542.	13,534.
97650W108 WINTRUST FINANCIAL C	6,003.	4,369.	8,649.
58502B106 MEDNAX INC	6,074.	6,074.	7,482.
L9340P101 TRINSEO SA	8,186.	6,957.	9,220.
68557N103 ORBITAL ATK INC	7,891.		
09739D100 BOISE CASCADE CO	5,959.	4,037.	5,387.
G4617B105 HORIZON PHARMA PLC	4,249.	7,371.	8,643.
830879102 SKY WEST INC	1,587.	1,848.	4,248.
78377T107 RYMAN HOSPITALITY PR	3,067.	2,486.	3,520.
74164F103 PRIMORIS SERVICES CO	3,488.		
249908104 DEPOMED INC	1,820.		
29084Q100 EMCOR GROUP INC	5,103.	5,471.	7,766.
089302103 BIG LOTS INC	5,667.		
94733A104 WEB COM GROUP INC	6,997.	5,026.	4,992.
29362U104 ENTEGRIS INC	3,629.	2,038.	5,511.
43940T109 HOPE BANCORP INC	4,377.	5,164.	5,420.
576323109 MASTEC INC	6,540.	6,690.	8,615.
26884U109 EPR PROPERTIES	6,645.	5,980.	6,219.
30255G103 F C B FINANCIAL HOLD	5,123.	4,957.	6,807.
268948106 EAGLE BANCORP INC	5,136.	2,720.	3,532.
32055Y201 FIRST INTERSTATE BAN	4,334.	3,049.	3,204.
49803T300 KITE REALTY GROUP TR	5,919.		
12008R107 BUILDERS FIRSTSOURCE	5,837.	4,948.	9,261.
26613Q106 DUPONT FABROS TECHNO	4,062.		
13123X102 CALLON PETE CO DEL	6,355.	7,583.	6,998.
754730109 RAYMOND JAMES FINL I	5,445.	5,445.	17,324.
17275R102 CISCO SYSTEMS INC	22,469.	41,354.	50,365.
74005P104 PRAXAIR INC	26,927.	38,740.	48,415.

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
00206R102 ATT INC	29,369.		
594918104 MICROSOFT CORP	25,568.	25,568.	72,880.
713448108 PEPSICO INC	36,350.	36,350.	45,690.
277432100 EASTMAN CHEM CO	11,902.	11,902.	15,100.
24906P109 DENTSPLY SIRONA INC	9,152.	9,152.	11,323.
103304101 BOYD GAMING CORP COM	7,903.	3,678.	6,800.
127190304 CACI INTERNATIONAL I	7,848.	7,848.	8,470.
260003108 DOVER CORP	11,515.		
432748101 HILLTOP HOLDINGS INC	4,344.	1,941.	3,217.
91843L103 VWR CORP	10,877.		
232577205 CYNOSURE INC	4,571.		
163731102 CHEMICAL FINANCIAL C	4,058.	5,945.	8,769.
38526M106 GRAND CANYON EDUCATI	5,744.	2,343.	4,924.
198287203 COLUMBIA PROPERTY TR	5,934.	6,447.	7,023.
26168L205 DREW INDUSTRIES INC	3,660.		
574599106 MASCO CORP	7,638.	7,638.	19,026.
03027X100 AMERICAN TOWER CORP	13,311.	13,311.	24,967.
87165B103 SYNCHRONY FINANCIAL	12,148.	12,148.	15,483.
45866F104 INTERCONTINENTAL EXC	9,511.	9,511.	21,168.
438516106 HONEYWELL INTERNATIO	27,083.	27,083.	48,002.
670100205 NOVO NORDISK AS A D	24,219.		
02079K107 ALPHABET INC CL C	19,708.	12,728.	32,438.
717081103 PFIZER INC	32,782.	33,185.	43,066.
808513105 SCHWAB CHARLES CORP	42,259.	25,195.	51,113.
37045V100 GENERAL MOTORS CO	41,414.		
N22717107 CORE LABORATORIES N	65,679.	52,286.	47,764.
30219G108 EXPRESS SCRIPTS HLDG	34,404.		
192446102 COGNIZANT TECHNOLOGY	24,752.	21,444.	47,228.
06366RJ48 BMO 2Y EEM TW MTN	200,000.	200,000.	218,320.

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
037598109 APOGEE ENTERPRISES I	7,338.	5,910.	5,899.
00846U101 AGILENT TECHNOLOGIES	8,178.	8,178.	14,800.
278768106 ECHOSTAR CORPORATION	6,852.	6,852.	10,722.
09214X100 BLACK KNIGHT FINANCI	10,739.	10,739.	12,053.
101121101 BOSTON PPTYS INC	6,488.	6,488.	8,062.
237194105 DARDEN RESTAURANTS I	6,139.	6,139.	13,827.
48123V102 J2 GLOBAL INC	5,703.	6,271.	8,103.
03073E105 AMERISOURCEBERGEN CO	6,619.	6,619.	12,488.
440327104 HORACE MANN EDUCATOR	3,162.		
246647101 DELEK US HLDGS INC	3,797.	2,078.	3,808.
806037107 SCANSOURCE INC COM	4,109.		
918194101 VCA INC	4,140.		
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TOTALS	4,029,655.	3,092,024.	4,586,752.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE BONDS

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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075887BA6 BECTON DICKINSON	25,824.	25,702.	25,211.
244199BC8 DEERE CO	50,302.	50,253.	51,901.
961214DA8 WESTPAC BANKING	74,658.	74,658.	73,613.
166764AH3 CHEVRON CORP	77,744.	77,335.	77,072.
87612EAV8 TARGET CORP	46,154.	45,992.	46,851.
46625HJE1 JPMORGAN CHASE CO	51,746.	51,474.	51,193.
06406HBY4 BANK NY MELLON MTN	78,516.	77,944.	77,817.
17275RAH5 CISCO SYSTEMS	73,988.	73,988.	78,432.
68389XAG0 ORACLE CORP	77,381.	77,002.	78,279.
084670BH0 BERKSHIRE HATHAWAY	99,499.	99,499.	99,949.
913017BR9 UNITED TECH CORP	55,498.	55,423.	57,696.
48125ULU4 JPM 4Y SPX LBR	200,000.		
36962G3H5 GEN ELEC CAP CRP MTN	76,885.		
	-----	-----	-----
TOTALS	988,195.	709,270.	718,014.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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89236TDR3 - TOYOTA MOTOR CREDI	C	75,441.	76,422.
HUDSON PACIFIC PROPERTIES INC	C	9,041.	8,939.
PEBBLEBROOK HOTEL TRUST - PEB	C	6,780.	8,400.
WRIGHT MEDICAL GROUP NV - WMGI	C	3,524.	2,975.
94986R5P2 - WFC 24M EFA 21% LB	C	200,000.	206,950.
MASONITE INTERNATIONAL CORP -	C	6,197.	6,748.
ALLERGAN PLC - AGN	C	26,617.	24,701.
HELEN OF TROY CORP LTD - HELE	C	6,038.	6,070.
XPERI CORP - XPER	C	7,671.	5,368.
VISA INC CLASS A SHARES - V	C	47,926.	105,583.
VONAGE HLDGS CORP - VG	C	1,897.	1,861.
TTM TECHNOLOGIES - TTMI	C	5,815.	5,453.
US SILICA HOLDINGS INC - SLCA	C	1,261.	1,237.
VERINT SYSTEMS INC - VRNT	C	5,418.	5,441.
UNITED COMMUNITY BANKS INC - U	C	6,941.	7,091.
TIVITY HEALTH INC - TVTY	C	6,562.	6,433.
THE KRAFT HEINZ CO - KHC	C	52,780.	56,687.
ORMAT TECHNOLOGIES INC - ORA	C	4,784.	4,989.
ON ASSIGNMENT INC - ASGN	C	4,980.	6,106.
NEXSTAR BROADCASTING GROUP A -	C	5,786.	6,569.
NETGEAR INC - NTGR	C	6,730.	7,990.
PROPETRO HLDG CORP - PUMP	C	2,980.	4,193.
AARONS INC	C	5,630.	5,300.
ALLETE INC	C	4,524.	4,833.
AMN HEALTHCARE SVCS INC	C	3,579.	6,944.
ARROW ELECTRS INC	C	10,302.	11,016.
AT&T INC	C	30,123.	41,291.
B & G FOODS INC	C	2,605.	2,531.
BECTON DICKINSON AND CO	C	37,632.	45,167.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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BIOTELEMETRY INC	C	5,882.	5,173.
BLUCORA INC	C	1,285.	1,282.
BROOKS AUTOMATION INC	C	6,971.	5,652.
CALLAWAY GOLF CO	C	7,005.	6,988.
CAMPING WORLD HOLDINGS INC A	C	6,047.	6,441.
CELGENE CORP	C	68,140.	62,199.
COMCAST CORP CLASS A	C	47,817.	49,822.
CYRUSONE INC	C	26,289.	27,027.
DAVE BUSTERS ENTERTAINMENT	C	7,975.	8,496.
DOVER CORP	C	11,515.	13,735.
EDWARDS LIFESCIENCES CORP	C	81,703.	92,197.
EVERCORE INC	C	6,199.	7,290.
FERRO CORP	C	5,167.	5,048.
FINISAR CORPORATION	C	2,756.	2,727.
FIVE BELOW	C	5,895.	8,091.
HILLENBRAND INC	C	4,423.	4,872.
IDACORP INC	C	7,766.	8,588.
INTEGRA LIFESCIENCES HOLDINGS	C	7,620.	8,328.
INTERPUBLIC GROUP COS INC	C	28,891.	23,507.
JABIL INC	C	11,729.	10,736.
JPM 4Y SPX LBR	C	200,000.	247,140.
KNIGHT SWIFT TRANSPORTATION	C	4,473.	7,870.
LCI INDUSTRIES	C	3,276.	5,460.
LEGACYTEXAS FINANCIAL GROUP	C	5,440.	5,867.
LIGAND PHARMACEUTICALS CL B	C	8,463.	8,490.
MERCURY SYSTEMS INC	C	3,847.	5,649.
MERIT MED SYS INC	C	2,462.	3,586.
949746SH5 - WELLS FARGO COMPAN	C	71,734.	73,512.

JOHN LARSEN FOUNDATION MNG AGY (PLG)

41-1715465

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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TOTALS	-----	-----	-----
	1,240,334.	1,399,061.	
	=====	=====	=====

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

DESCRIPTION -----	AMOUNT -----
CR BARD INC CORP ACT NOT SETTLED AT YE	12,038.
WASH SALE ADJUSTMENT	1,887.
ASHFORD ASSET ADJ	243.
COLUMBIA PROPERTY ASSET ADJ	182.
COST BASIS ADJ	376.

TOTAL	14,726.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: JOHN E LARSEN
C/O US BANK NATL ASS
ADDRESS: 101 E 5TH STREET
ST PAUL, MN 55164-0713

TELEPHONE NUMBER: (612)377-9010

RECIPIENT NAME:
SPCO ANNUAL FUND
ADDRESS:
408 SAINT PETER STREET, STE 300
SAINT PAUL, MN 55102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
MINNESOTA COUNCIL ON FOUNDATIONS
ADDRESS:
800 WASHINGTON AVE SUITE 703
MINNEAPOLIS, MN 55401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,525.

RECIPIENT NAME:
THE WORKS
ADDRESS:
9740 GRAND AVENUE SOUTH
BLOOMINGTON, MN 55420
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BEACON INTERFAITH HOUSING
ADDRESS:
2610 UNIVERSITY AVE. W., STE 100
ST. PAUL, MN 55114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
NORTHSIDE ACHIEVEMENT ZONE
ADDRESS:
2123 WEST BROADWAY AVENUE #100
MINNEAPOLIS, MN 55411
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
ADVOCATES FOR REPRODUCTIVE EDU
ADDRESS:
PO BOX 1086
BRAINERD, MN 56401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 11,000.

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS & OF THE GREAT
ADDRESS:
2550 UNIVERSITY AVE> W< STE 410N
ST> PAUL, MN 55114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
JEREMIAH PROGRAM
ADDRESS:
1510 LAUREL AVE #100
MINNEAPOLIS, MN 55403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
MINNESOTA ENVIRONMENTAL FUND
ADDRESS:
450 NORTH SYNDICATE STREET
ST. PAUL, MN 55104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
University of MN FDN- AURORA CENTER
ADDRESS:
200 OAK ST. SE STE. 500
MINNEAPOLIS, MN 55455
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
MN COALITION AGAINST SEXUAL ASSAULT
ADDRESS:
161 ST. ANTHONY AVE., STE 1001
ST. PAUL, MN 55103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
AMAZE WORKS
ADDRESS:
P O BOX 17417
MINNEAPOLIS, MN 55417
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 22,500.

RECIPIENT NAME:
LEONARDO'S BASEMENT
ADDRESS:
150 W 60TH ST
MINNEAPOLIS, MN 55419
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
OUTFRONT MINNEASOTA
ADDRESS:
310 38TH ST EAST #204
MINNEAPOLIS, MN 55409
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
WHITEFISH AREA PROPERTY OWNERS ASSN
ADDRESS:
P O BOX 342
CROSSLAKE, MN 56442
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

=====

RECIPIENT NAME:

MINNESOTA CHILDREN'S MUSEUM

ADDRESS:

10 WEST 7TH STREET

ST PAUL, MN 55102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

NATURE CONSERVANCY

ADDRESS:

1101 W RIVER PKWY #200

MINNEAPOLIS, MN 55415

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

MINNESOTA ENVIRONMENTAL PARTNERSHIP

ADDRESS:

546 RICE STREET, STE. 100

SAINT PAUL,, MN 55103

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
NATIONAL WILDLIFE TURKEY FEDERATION
ADDRESS:
13075 LINNET ST NW
COON RAPIDS, MN 55448
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
AVENUES FOR HOMELESS YOUTH
ADDRESS:
1708 OAK PARK AVENUE N.
MINNEAPOLIS, MN 55411
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,500.

RECIPIENT NAME:
CONSERVATION MINNESOTA
ADDRESS:
1101 W. RIVER PKWY, STE. 250
MINNEAPOLIS, MN 55415
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THE SIERRA CLUB FOUNDATION
ADDRESS:
85 SECOND ST. STE. 750
SAN FRANCISCO, CA 94105-3441
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
FRESH ENERGY
ADDRESS:
408 ST. PETER ST. SUITE 220
ST. PAUL, MN 55102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
WOMEN'S FOUNDATION OF MN
ADDRESS:
105 5TH AVE S #300
MINNEAPOLIS, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 11,500.

JOHN LARSEN FOUNDATION MNG AGY (PLG) 41-1715465
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
MN CENTER FOR ENVIRONMENTAL ADVOCACY
ADDRESS:
26 EXCHANGE ST #206
ST PAUL, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
PLANNED PARENTHOOD OF MN/SD/ND
ADDRESS:
651 VANDALIA ST #323
ST PAUL, MN 55114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
PARK SQUARE THEATRE
ADDRESS:
408 ST PETER ST #110
ST PAUL, MN 55102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
RESTORATIVE JUSTICE COMMUNITY ACTION
ADDRESS:
101 EAST GRANT STREET
MINNEAPOLIS, MN 55403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
ST PAUL ACADEMY AND SUMMIT SCHOOL
ADDRESS:
1712 RANDOLPH AVE
ST PAUL, MN 55105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
FRIENDS OF THE ST PAUL CHAMBER ORCHESTRA
ADDRESS:
408 ST PETER STREET #300
ST PAUL, MN 55102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

JOHN LARSEN FOUNDATION MNG AGY (PLG)

41-1715465

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

GIVE MN

ADDRESS:

101 EAST 5TH STREET #2400

ST PAUL, MN 55101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

TOTAL GRANTS PAID:

344,525.

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