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EXTENDED TO NOVEMBER 15, 2018

Form **990-PF**

Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

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

, and ending

Name of foundation DEVONWOOD FOUNDATION 009606-007 C/O WILMINGTON TRUST COMPANY		A Employer identification number 51-6024607
Number and street (or P O box number if mail is not delivered to street address) 1100 N MARKET ST, DE3-C070	Room/suite	B Telephone number (302) 651-1942
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19890-0001		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) \$ 20,421,568. (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))		(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				N/A	
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		555,924.	555,924.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		343,766.			
b Gross sales price for all assets on line 6a 820,114.					
7 Capital gain net income (from Part IV, line 2)			343,766.		
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)					
11 Other income		<100,333.>	0.		STATEMENT 2
12 Total. Add lines 1 through 11		799,357.	899,690.		
13 Compensation of officers, directors, trustees, etc		8,624.	4,312.		4,312.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees STMT 3		2,250.	1,125.		1,125.
17 Interest					
18 Taxes STMT 4		16,337.	11,188.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		1,450.	200.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		28,661.	16,825.		5,437.
25 Contributions, gifts, grants paid		941,000.			941,000.
26 Total expenses and disbursements. Add lines 24 and 25		969,661.	16,825.		946,437.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		<170,304.>			
b Net investment income (if negative, enter -0-)			882,865.		
c Adjusted net income (if negative, enter -0-)				N/A	

DEVONWOOD FOUNDATION 009606-007
C/O WILMINGTON TRUST COMPANY

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51-6024607

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	24,782.	51,657.	51,657.
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 6	9,165,896.	9,085,745.	17,181,843.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7		1,888,434.	1,779,309.	3,188,068.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		11,079,112.	10,916,711.	20,421,568.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Foundations that follow SFAS 117, check here ▶ ☐	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	11,079,112.	10,916,711.	
	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	11,079,112.	10,916,711.	
31 Total liabilities and net assets/fund balances	11,079,112.	10,916,711.		

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	11,079,112.
2 Enter amount from Part I, line 27a	2	<170,304.>
3 Other increases not included in line 2 (itemize) ▶ TIMING ADJUSTMENT	3	7,903.
4 Add lines 1, 2, and 3	4	10,916,711.
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	10,916,711.

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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)
1a SALES OF SECURITIES	P		
b PASSED THROUGH LOSSES	P		
c ENTERPRISE PRODUCTS PARTNERS	P		
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 765,127.		475,211.	289,916.
b			<1,137.>
c 54,987.			54,987.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			289,916.
b			<1,137.>
c			54,987.
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	343,766.
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) If (loss), enter -0- in Part I, line 8 }	3	N/A

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	947,291.	18,988,093.	.049889
2015	949,832.	19,113,839.	.049693
2014	871,348.	19,294,298.	.045161
2013	776,003.	17,642,778.	.043984
2012	735,465.	15,873,539.	.046333

2 Total of line 1, column (d)	2	.235060
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	.047012
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	19,978,247.
5 Multiply line 4 by line 3	5	939,217.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,829.
7 Add lines 5 and 6	7	948,046.
8 Enter qualifying distributions from Part XII, line 4	8	946,437.

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	17,657.
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	17,657.
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	17,657.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	5,600.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,049.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	12,649.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	5.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,013.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 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
1b 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
1c 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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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 ☐ <u>DE</u>		
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

N/A

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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 ► N/A	13	X
14 The books are in care of ► WILMINGTON TRUST COMPANY Telephone no ► (302) 651-1942 Located at ► 1100 N MARKET ST, DE3-C070, WILMINGTON, DE ZIP+4 ► 19890-0001		
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	N/A
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	X
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) N/A	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 ►		
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) N/A	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

(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

N/A

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?

N/A

☐ 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**

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		8,624.	0.	0.

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

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

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

0

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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	19,885,687.
b	Average of monthly cash balances	1b	396,797.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	20,282,484.
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	20,282,484.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	304,237.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,978,247.
6	Minimum investment return. Enter 5% of line 5	6	998,912.

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	998,912.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	17,657.
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	17,657.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	981,255.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	981,255.
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	981,255.

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	946,437.
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	946,437.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	946,437.

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.

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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				981,255.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			936,524.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 946,437.				
a Applied to 2016, but not more than line 2a			936,524.	
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				9,913.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instr			0.	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				971,342.
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	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

Tax year

Prior 3 years

(a) 2017

(b) 2016

(c) 2015

(d) 2014

(e) Total

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(i)(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(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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.

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

N/A

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

N/A

c. Any submission deadlines

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ABBE MUSEUM P.O. BOX 286 BAR HARBOR, ME 04609-0286	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
ACTORS STUDIO 432 W 44TH STREET NEW YORK, NY 10036	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	10,000.
AMERICAN DANCE FESTIVAL PO BOX 90772 DURHAM, NC 27708	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
AMYOTROPHIC LATERAL SCLEROSIS ASSOCIATION 1275 K. STREET NW, SUITE 250 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
AUGUSTINE LITERACY PROJECT OF THE TRIANGLE CHURCH OF THE HOLY FAMILY 200 HAYES ROAD CHAPEL HILL, NC 27517	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
Total	SEE CONTINUATION SHEET(S)			941,000.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.		May the IRS discuss this return with the preparer shown below? See instr. ☐ Yes ☐ No
	 Signature of officer or trustee 6-29-18 Date Title	WILM TRUST CO, TRUSTEE	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BENEVOLENCE FARM PO BOX 1033 CARRBORO, NC 27510	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
BIRTHDAY WISHES INC PO BOX 590645 NEWTON CENTRE, MA 02459	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	2,000.
BOOK HARVEST 2501 UNIVERSITY DRIVE DURHAM, NC 27707	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
BOSTON COLLEGE 140 COMMONWEALTH AVE CHESTNUT HILL, MA 02467	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
BOWDOIN COLLEGE 3530 COLLEGE STATION BRUNSWICK, ME 04011	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	110,000.
CANCER RESEARCH INSTITUTE INC. 55 BROADWAY, SUITE 1802 NEW YORK, NY 10006	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
CAROLINA FARM STEWARDSHIP ASSOCIATION PO BOX 448 PITTSBORO, NC 27312	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
CHILDREN'S HOSPITAL CORPORATION 320 LONGWOOD AVE, FLOOR 8 BOSTON, MA 02115	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
CINEMA CONSERVANCY INC 225 WEST 13TH ST NEW YORK, NY 10011-7701	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	100,000.
CITY AND COUNTRY SCHOOL INC 146 W 13TH ST NEW YORK, NY 10011	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	15,000.
Total from continuation sheets				919,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
COLLECTIVE THEATER ARTS & FILM, LTD. 208 W 37TH STREET NEW YORK, NY 10018	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	20,000.
COLUMBIA UNIVERSITY COLLEGE OF PHYSICIANS & SURGEONS 630 WEST 168TH STREET NEW YORK, NY 10032	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	10,000.
COLUMBIA UNIVERSITY SCHOOL OF NURSING 622 W 113TH STREET NEW YORK, NY 10018	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	60,000.
DUKE UNIVERSITY BOX 104132 DURHAM, NC 27708	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	180,000.
DURHAM ACADEMY 3601 ACADEMY ROAD DURHAM, NC 27705	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	11,000.
DURHAM ARTS COUNCIL 120 MORRIS STREET DURHAM, NC 27701	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
DURHAM CENTRAL PARK 534 FOSTER STREET DURHAM, NC 27701	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
DURHAM LIBRARY FOUNDATION PO BOX 3809 DURHAM, NC 27702	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
EDIBLE SCHOOLYARD PROJECT 1517 SHATTUCK AVE BERKELEY, CA 94709	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	15,000.
EL FUTURO 136 E CHAPEL HILL STREET DURHAM, NC 27701	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ELLERBE CREEK WATERSHED ASSOC P.O. BOX 2679 DURHAM, NC 27715	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
FARMER FOODSHARE INC PO BOX 2873 CHAPEL HILL, NC 27515	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
FOUNDATION FOR PUERTO RICO, INC 1511 PONCE DE LEON AVENUE SAN JUAN, PR 00909	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
FRIENDS OF THE NEWTON FREE LIBRARY 330 HOMER STREET NEWTON, MA 02459	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
GASPARD & DANCERS, INC. 106 PATHWOOD LANE DURHAM, NC 27705	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
HARVARD UNIVERSITY GRADUATE SCHOOL OF EDUCATION APPIAN WAY CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	2,000.
HOME FOR LITTLE WANDERERS 271 HUNTINGTON AVENUE BOSTON, MA 02115	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
ISLAND INSTITUTE PO BOX 648 ROCKLAND, ME 04841	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
ISLAND READERS AND WRITERS PO BOX 227 MOUNT DESERT, ME 04660	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	2,000.
LAKE RESCUE ASSOCIATION PO BOX 372 LUDLOW, VT 05149	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LAND INSTITUTE 2440 E WATER WELL ROAD SALINA, KS 67401	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	10,000.
MA CONFERENCE OF THE UNITED CHURCH OF CHRIST (SECOND CHURCH IN NEWTON) 60 HIGHLAND STREET WEST NEWTON, MA 02465	N/A	RELIGIOUS CHARITY	SUPPORT OF OPERATIONS	5,000.
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND, SUITE 201 TOPSHAM, ME 04086	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
MAINE COASTAL BOTANICAL GARDENS INC PO 26-30 BARTERS ISLAND ROAD BOOTHBAY, ME 04537	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
MAINE SEACOAST MISSIONARY SOCIETY 127 WEST STREET BAR HARBOR, ME 04609	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
MEDICAL TEAMS INTERNATIONAL PO BOX 10 TIGARD, OR 97207	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
MILTON ACADEMY 170 CENTRE STREET MILTON, MA 02186	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
MOUNT DESERT ISLAND HOSPITAL 10 WAYMAN LANE BAR HARBOR, ME 04609	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	10,000.
MOUNT DESERT LAND AND GARDEN PRESERVE PO BOX 208 SEAL HARBOR, ME 04675	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	3,000.
MUSEUM OF FINE ARTS 465 HUNTINGTON AVENUE BOSTON, MA 02115-5523	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	4,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MUSEUM OF SCIENCE - BOSTON 1 SCIENCE PARK BOSTON, MA 02114	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
NEIGHBORHOOD HOUSE 1 KIMBALL ROAD NORTHEAST HARBOR, ME 04662	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
NEWTOWN FOOD PANTRY 1608 BEACON STREET NEWTOWN, MA 02468	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	2,000.
NEWTOWN NORTH HIGH SHCOOL PTSO (TRANSITIONING TOGETHER FUND) 457 WALNUT STREET NEWTOWN, MA 02460	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	2,000.
NOBLE AND GREENOUGH SCHOOL 10 CAMPUS DRIVE DEDHAM, MA 02026-4041	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	25,000.
NORTH CAROLINA AGRICULTURE FOUNDATION INC NCSU BOX 7207 RALEIGH, NC 27695-7207	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
PARTNERS IN HEALTH 959 KENNEBEC ROAD HAMPDEN, ME 04444	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
PRESERVATION DURHAM (HISTORICAL PRESERVATION SOCIETY OF DURHAM) 3001 ACADEMY ROAD, SUITE 130 DURHAM, NC 27707	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	4,000.
PRINCETON UNIVERSITY PO BOX 35 PRINCETON, NJ 08543	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	10,000.
RELIOUS COALITION FOR A NON-VIOLENT DURHAM INC PO BOX 52303 DURHAM, NC 27717	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ROCKEND INC P.O. BOX 296 NORTHEAST HARBOR, ME 04662	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
SHADY HILL SCHOOL 178 COOLIDGE HILL CAMBRIDGE, MA 02138	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	90,000.
SILENT SPRING INSTITUTE 29 CRAFTS STREET NEWTON, MA 02458	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
SLOW FOOD NATION (SLOW FOOD USA) 20 JAY STREET, SUITE M04 BROOKLYN, NY 11201	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	5,000.
SOUTHEASTERN EFFORTS DEVELOPING SUSTAINABLE SPACES INC 706 GILBERT ST DURHAM, NC 27701	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	72,000.
SPECIAL OLYMPICS INC. 1133 19TH ST NW 12 FLOOR WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
ST. MARKS SCHOOL OF SOUTHBOROUGH INC 25 MARLBORO ROAD SOUTHBOROUGH, MA 01772	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	25,000.
ST. MARYS & ST. JUDES (ST. MARY'S BY THE SEA) PO BOX 105 NORTHEAST HARBOR, ME 04662	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	3,000.
THE BERRY CHILDRENS CENTER (FOR HANDICAPPED CHILDREN) 19 N. MAIN ST. PO BOX 582 NEW CASTLE, KY 40050	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	10,000.
THE ENO RIVER VALLEY INC 4404 GUESS ROAD DURHAM, NC 27712	N/A	PUBLIC CHARITY	SUPPORT OF OPERATIONS	1,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AMERIGAS PARTNERS, LP - INTEREST	3,354.	0.	3,354.	3,354.	
DOMESTIC DIVIDENDS	429,240.	0.	429,240.	429,240.	
ENERGY TRANSFERS	960.	0.	960.	960.	
ENTERPRISE PRODUCTS PARTNERS, LP - INTEREST	168.	0.	168.	168.	
FOREIGN DIVIDENDS	76,884.	0.	76,884.	76,884.	
NONQUALIFIED DOMESTIC DIVS	39,907.	0.	39,907.	39,907.	
NONQUALIFIED FOR DIVIDENDS	0.	0.	0.	0.	
NUSTAR ENERGY, LP - INTEREST & DIVS	846.	0.	846.	846.	
STONEMOR	1,351.	0.	1,351.	1,351.	
SURBURBAN PROPANE LP - INTEREST	1,273.	0.	1,273.	1,273.	
TERRA NITROGEN	75.	0.	75.	75.	
US GOV'T INTEREST	1,866.	0.	1,866.	1,866.	
TO PART I, LINE 4	555,924.	0.	555,924.	555,924.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AMERIGAS PARTNERS, LP	<33,238.>	0.	
ENERGY TRANSFERS	<6,265.>	0.	
ENTERPRISE PRODUCTS PARTNERS LP	3,957.	0.	
NUSTAR ENERGY, LP	<7,860.>	0.	
PENNTX	<2,846.>	0.	
STONEMOR	847.	0.	
SURBURBAN PROPANE LP	<29,064.>	0.	
TERRA NITROGEN LP	<25,864.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<100,333.>	0.	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	2,250.	1,125.		1,125.
TO FORM 990-PF, PG 1, LN 16C	2,250.	1,125.		1,125.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD - COMMON STOCK	10,327.	10,327.		0.
FOREIGN TAX WITHHELD - NUSTAR ENERGY LP	861.	861.		0.
PRIOR YEAR TAX	3,000.	0.		0.
FEDERAL ESTIMATES	2,149.	0.		0.
TO FORM 990-PF, PG 1, LN 18	16,337.	11,188.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ENERGY PARTNERS CASH CONTRIBUTIONS	22.	0.		0.
ENERGY PARTNERS NON-DEDUCTIBLE EXPENSES	25.	0.		0.
ENTERPRISE PRODUCTS PARTNERS, LP - NON-DEDUCTIBLE EXPENSES	35.	0.		0.
NUSTAR ENERGY, LP - NON-DEDUCTIBLE CASH CONTRIBUTIONS	364.	0.		0.
NUSTAR ENERGY, LP - NON-DEDUCTIBLE OTHER EXPENSES	150.	0.		0.
SURBURBAN PROPANE LP - NON-DEDUCTIBLE EXPENSES	633.	0.		0.

TERRA NITROGEN COMPANY LP -			
CASH CONTRIBUTIONS	19.	0.	0.
TERRA NITROGEN COMPANY LP -			
NON-DEDUCTIBLE EXPENSES	2.	0.	0.
OTHER NONALLOCABLE EXPENSES	200.	200.	0.
TO FORM 990-PF, PG 1, LN 23	1,450.	200.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY	9,085,745.	17,181,843.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,085,745.	17,181,843.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIPS	COST	1,779,309.	3,188,068.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,779,309.	3,188,068.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILMINGTON TRUST COMPANY 1100 N. MARKET STREET WILMINGTON, DE 19890	ADMINISTRATIVE TRUSTEE 2.00	8,624.	0.	0.
BRENDA B. BRODIE 63 BEVERLY DRIVE DURHAM, NC 27707	GENERAL TRUSTEE 0.00	0.	0.	0.
MELISSA B. HANENBERGER 56 VALENTINE STREET NEWTOWN, MA 02465	GENERAL TRUSTEE 0.00	0.	0.	0.
CAMERON K. BRODIE 152 WEST 11TH STREET NEW YORK, NY 10011	GENERAL TRUSTEE 0.00	0.	0.	0.
TYLER H. BRODIE 225 WEST 13TH STREET NEW YORK, NY 10011	GENERAL TRUSTEE 0.00	0.	0.	0.
BRYSON B. BRODIE 243 WEST 11TH STREET NEW YORK, NY 10014	GENERAL TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		8,624.	0.	0.