

Form 990-PF

Department of the Treasury  
Internal Revenue ServiceC  
927  
EReturn of Private Foundation  
or Section 4947(a)(1) Trust Treated as Private Foundation

2949113208708 8

OMB No 1545-0052

2017

Open to Public Inspection

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

For calendar year 2017 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation

**JENNIFER FRIEDMAN HILLIS  
FAMILY FOUNDATION, INC.**

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

**951 E. WYE LANE**

Room/suite \_\_\_\_\_

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

**MILWAUKEE WI 53217**

G Check all that apply

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

H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at  
end of year (from Part II, col. (c),  
line 16) ► \$ **4,702,773**J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis.)

A Employer identification number

**58-2464615**

B Telephone number (see instructions)

**954-351-9000**C If exemption application is pending, check here ►  6D 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 ► **Part I Analysis of Revenue and Expenses** (The total of  
amounts in columns (b), (c), and (d) may not necessarily equal  
the amounts in column (a) (see instructions))(a) Revenue and  
expenses per  
books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	100,709	100,709	
	5a Gross rents			
	5b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	93,684		
	6b Gross sales price for all assets on line 6a	263,875		
	7 Capital gain net income (from Part IV, line 2)		93,684	
	8 Net short-term capital gain			0
	9 Income modifications			
	10a Gross sales less returns and allowances			
	10b Less Cost of goods sold			
	10c Gross profit or (loss) (attach schedule)			
	11 Other income (attach schedule)			
	12 Total. Add lines 1 through 11	194,393	194,393	0

Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0		
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	16b Accounting fees (attach schedule)	2,250	2,250	
	16c Other professional fees (attach schedule)	9,398	9,398	
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	5,048	1,745	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	6,507	6,377	
	24 Total operating and administrative expenses.	23,203	19,770	0
	Add lines 13 through 23	194,246		194,246
	25 Contributions, gifts, grants, paid	217,449	19,770	0
	26 Total expenses and disbursements. Add lines 24 and 25	-23,056		
			174,623	
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements			
	b Net investment income (if negative, enter -0-)			
	c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2017)

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash – non-interest-bearing				
2	Savings and temporary cash investments		91,306	100,157	100,157
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 (att schedule) ►		0		
	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 (attach schedule)	SEE STMT 5			
b	Investments – corporate stock (attach schedule)		1,573,003	1,506,110	2,909,966
c	Investments – corporate bonds (attach schedule)				
11	Investments – land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch ) ►				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)	SEE STATEMENT 6	1,065,359	1,100,406	1,692,650
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch ) ►				
15	Other assets (describe ►		)		
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		2,729,668	2,706,673	4,702,773
Liabilities					
17	Accounts payable and accrued expenses		208	269	
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ►		)		
23	Total liabilities (add lines 17 through 22)		208	269	
Net Assets or Fund Balances					
24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ► <input type="checkbox"/>				
25	Unrestricted				
26	Temporarily restricted				
	Permanently restricted				
27	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
28	Capital stock, trust principal, or current funds		2,729,460	2,706,404	
29	Paid-in or capital surplus, or land, bldg , and equipment fund				
30	Retained earnings, accumulated income, endowment, or other funds				
31	Total net assets or fund balances (see instructions)		2,729,460	2,706,404	
	Total liabilities and net assets/fund balances (see instructions)		2,729,668	2,706,673	

## 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	2,729,460
2	Enter amount from Part I, line 27a	2	-23,056
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,706,404
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,706,404

**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 brck 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 )
<b>1a ANALOG DEVICES INC</b>			<b>P</b>	<b>03/14/17</b>	<b>03/24/17</b>
<b>b SEE ATTACHED SCHEDULE C, PG 2 OF 2</b>			<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c INVESTMENT IN LLC</b>			<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>d INVESTMENT IN LLC</b>			<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>e</b>					
<b>(e) Gross sales price</b>		<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<b>a</b>	<b>38</b>		<b>38</b>		
<b>b</b>	<b>253,261</b>		<b>169,617</b>	<b>83,644</b>	
<b>c</b>			<b>536</b>	<b>-536</b>	
<b>d</b>	<b>10,576</b>			<b>10,576</b>	
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
<b>(i) FMV as of 12/31/69</b>		<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>	
<b>a</b>					
<b>b</b>				<b>83,644</b>	
<b>c</b>				<b>-536</b>	
<b>d</b>				<b>10,576</b>	
<b>e</b>					
<b>2</b>	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	<b>2</b>	<b>93,684</b>
<b>3</b>	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			<b>3</b>	<b>83,108</b>

**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

 Yes  No

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

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

1 Enter the appropriate amount in each column for each year, see 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	<b>180,400</b>	<b>4,060,675</b>	<b>0.044426</b>
2015	<b>132,600</b>	<b>3,522,297</b>	<b>0.037646</b>
2014	<b>71,025</b>	<b>1,590,427</b>	<b>0.044658</b>
2013	<b>49,920</b>	<b>1,147,341</b>	<b>0.043509</b>
2012	<b>54,499</b>	<b>1,059,679</b>	<b>0.051430</b>

- 2 Total of line 1, column (d) **2** **0.221669**
- 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** **0.044334**
- 4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 **4** **5,725,608**
- 5 Multiply line 4 by line 3 **5** **253,839**
- 6 Enter 1% of net investment income (1% of Part I, line 27b) **6** **1,746**
- 7 Add lines 5 and 6 **7** **255,585**
- 8 Enter qualifying distributions from Part XII, line 4 **8** **194,246**

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 ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	3,492
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)	3	3,492
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0
3	Add lines 1 and 2	5	3,492
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-		
6	<b>Credits/Payments</b>		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3,200
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	3,200
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	292
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> ►	Refunded	► 11

**Part VII-A** Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a		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	Yes	No
1b		X	
1c	Did the foundation file Form 1120-POL for this year?	Yes	No
1c		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	Yes	No
2		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	Yes	No
3		X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
4a		X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
4b		X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	Yes	No
5		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?	Yes	No
6		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	Yes	No
7		X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ► <b>FL, WI</b>	Yes	No
8a		X	
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	Yes	No
8b		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 taxable year beginning in 2017? See instructions for Part XIV If "Yes," complete Part XIV	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	Yes	No
10		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 ► N/A	13	X
14	The books are in care of ► GOLDSTEIN ZUGMAN WEINSTEIN & POOLE 6301 NW 5TH WAY, SUITE 4200	Telephone no ► 954-351-9000	
	Located at ► FORT LAUDERDALE	FL	ZIP+4 ► 33309
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	► <input type="checkbox"/>
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?	<input type="checkbox"/> Yes	X No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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)?	<input type="checkbox"/> Yes	X 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)	<input type="checkbox"/> Yes	X 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	N/A	1b
	Organizations relying on a current notice regarding disaster assistance, check here	► <input type="checkbox"/>	
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?	N/A	1c
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?	<input type="checkbox"/> Yes	X No
	If "Yes," list the years ► 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	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 ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X 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?		
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?	4a	X
		4b	X

## 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	5b
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? If "Yes," attach the statement required by Regulations section 53 4945–5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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. 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
JENNIFER FRIEDMAN HILLIS 951 E. WYE LANE	MILWAUKEE WI 53217	DIRECTOR 0.00	0	0
ROBERT JOSEPH HILLIS 951 E. WYE LANE	MILWAUKEE WI 53217	DIRECTOR 0.00	0	0
ELIZABETH FRIEDMAN O'CONNOR 730 ISLE OF PALMS	FT. LAUDERDALE FL 33301	DIRECTOR 0.00	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				
<b>Total number of other employees paid over \$50,000</b>				0

**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
<b>NONE</b>		

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

**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 **N/A**

2

3

4

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 **N/A**

2

All other program-related investments. See instructions

3

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	4,120,150
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see instructions)	1c	1,692,650
d	<b>Total</b> (add lines 1a, b, and c)	1d	5,812,800
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	5,812,800
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	87,192
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,725,608
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	286,280

**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	286,280
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,492
b	Income tax for 2017 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	3,492
3	Distributable amount before adjustments Subtract line 2c from line 1	3	282,788
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	282,788
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	282,788

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	194,246
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	194,246
b	Cash distribution test (attach the required schedule)	5	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	194,246
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		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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				282,788
2 Undistributed income, if any, as of the end of 2017			192,638	
a Enter amount for 2016 only				
b Total for prior years 20_____, 20_____, 20_____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e				
4 Qualifying distributions for 2017 from Part XII, line 4 ► \$ 194,246			192,638	
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2017 distributable amount				1,608
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount – see instructions				
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				281,180
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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
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				

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

1a	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				► <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
b	Check box to indicate whether the foundation is a private operating foundation described in section				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				(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(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)(ii)				
(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) )

**N/A**

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

**N/A****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

**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	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 Paid during the year SEE ATTACHED SCHEDULE B	N/A	PUBLIC	GENERAL	194,246
Total			► 3a	194,246
b Approved for future payment N/A				
Total			► 3b	

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14	100,709	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			17		
8 Gain or (loss) from sales of assets other than inventory			18	93,684	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		194,393	0
13 Total. Add line 12, columns (b), (d), and (e)					194,393

(See worksheet in line 13 instructions to verify calculations.)

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**



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58-2464615  
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## Federal Statements

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### Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 2,250	\$ 2,250	\$ 0	\$ 0
<b>TOTAL</b>	<b>\$ 2,250</b>	<b>\$ 2,250</b>	<b>\$ 0</b>	<b>\$ 0</b>

### Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	\$ 5,259	\$ 5,259	\$ 0	\$ 0
QUARTERLY TRUSTEE FEES	3,901	3,901		
CASH MANAGEMENT SERVICE FEES	238	238		
<b>TOTAL</b>	<b>\$ 9,398</b>	<b>\$ 9,398</b>	<b>\$ 0</b>	<b>\$ 0</b>

### Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAXES - PRIOR YEAR	\$ 103	\$ 103	\$ 0	\$ 0
FEDERAL TAXES - CURRENT YEAR	3,200			
CORPORATE ANNUAL REPORTS	61	61		
FOREIGN TAXES	1,684	1,684	\$ 0	\$ 0
<b>TOTAL</b>	<b>\$ 5,048</b>	<b>\$ 5,048</b>	<b>\$ 0</b>	<b>\$ 0</b>

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**Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses**

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
EXPENSES				
MISC EXPENSES	\$ 6,377	\$ 6,377	\$ 0	
NON-DEDUCTIBLE EXPENSES	\$ 130			
<b>TOTAL</b>	<b>\$ 6,507</b>	<b>\$ 6,377</b>	<b>\$ 0</b>	

**Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
COMMON STOCKS (SEE SCHEDULE "A")	\$ 1,573,003	\$ 1,506,110		\$ 2,909,966
<b>TOTAL</b>	<b>\$ 1,573,003</b>	<b>\$ 1,506,110</b>		<b>\$ 2,909,966</b>

**Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
INVESTMENT IN LLC	\$ 1,065,359	\$ 1,100,406		\$ 1,692,650
<b>TOTAL</b>	<b>\$ 1,065,359</b>	<b>\$ 1,100,406</b>		<b>\$ 1,692,650</b>



## Account Statement

October 1, 2017 - December 31, 2017

Account Number 03-01327  
HILLIS FDN JENNIFER F.

## Portfolio Details

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrued	Annual Income	Estimated Yield	% of Assets
<b>Equity Securities - Large Cap</b>									
ABBOTT LABORATORIES, COMMON STOCK, NO PAR (ABT)	\$57.070	1,800.00	\$102,726.00	\$48,404.32	\$54,321.68			\$2,016.00	2.0%
ABBVIE INC COM USDO.01 (ABBV)	96.710	500.00	48,355.00	11,412.48	36,942.52			1,420.00	2.9%
ACCENTURE PLC SHS CL A NEW (ACN)	153.090	150.00	22,963.50	17,085.06	5,878.44			399.00	1.7%
AIR PRODUCTS AND CHEMICALS, INC., COMMON STOCK \$1 PAR (APD)	164.080	750.00	123,060.00	50,973.16	72,086.84	712.50		2,850.00	2.3%
ALPHABET INC CAP STK USDO.001 CL C (GOOG)	1,046.400	40.00	41,856.00	39,311.30	2,544.70				1.4%
ANALOG DEVICES, INC., COMMON STOCK, \$16 2/3 PAR (ADI)	89.030	250.00	22,257.50	21,047.46	1,210.04			450.00	2.0%
AUTOMATIC DATA PROCESSING INC COM (ADP)	117.190	610.00	71,485.90	19,238.57	52,247.33	384.30		1,537.20	2.2%
CHEVRON CORP COM (CVX)	125.190	440.00	55,083.60	24,226.68	30,856.92			1,900.80	3.5%
CISCO SYSTEMS INC COMMON STOCK (CSCO)	38.300	675.00	25,852.50	20,194.31	5,658.19			783.00	3.0%
COCA COLA CO COM (KO)	45.880	850.00	38,998.00	23,250.83	15,747.17			1,258.00	3.2%
COLGATE-PALMOLIVE CO., COMMON STOCK, \$1 PAR (CL)	75.450	900.00	67,905.00	32,626.47	35,278.53				1.3%
DAIRY FARM INTL HLDGS LTD UNSPONSORED ADR ADR (DFIHY)	39.300	500.00	19,650.00	16,868.00	2,782.00			480.50	2.4%
DUKE ENERGY CORP NEW COM NEW COM (DUK)	84.110	416.00	34,989.76	16,607.26	18,382.50			1,480.96	4.2%
EMERSON ELECTRIC CO COM (EMR)	69.690	1,310.00	91,293.90	56,183.97	35,109.93			2,541.40	2.8%

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## Account Statement

October 1, 2017 - December 31, 2017

## Portfolio Details (continued)

Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Annual Income	Estimated Yield	% of Assets
EXXON MOBIL CORP COM (XOM)	83.640	600.00	50,184.00	25,494.16	24,689.84		1,848.00	3.7% 1.7%
FACEBOOK INC COM USD0.000006 CL 'A' (FB)	176.460	275.00	48,526.50	36,066.98	12,459.52			1.7%
GENERAL ELECTRIC CO (GE)	17.450	1,200.00	20,940.00	39,426.93	( 18,486.93)	144.00	576.00	2.8% 0.7%
HOME DEPOT INC., COMMON STOCK, \$1.05 PAR (HD)	189.530	275.00	52,120.75	9,070.75	43,050.00		979.00	1.9% 1.8%
INTEL CORP COM (INTC)	46.160	400.00	18,464.00	10,142.00	8,322.00		436.00	2.4% 0.6%
INTUIT COM (INTU)	157.780	350.00	55,223.00	32,580.67	22,642.33		546.00	1.0% 1.9%
JOHNSON & JOHNSON COM USD1 (JNJ)	139.720	725.00	101,297.00	43,781.76	57,515.24		2,436.00	2.4% 3.5%
KRAFT HEINZ CO COM (KHC)	77.760	125.00	9,720.00	2,621.07	7,098.93		275.00	2.8% 0.3%
MC DONALDS CORP. COMMON STOCK, NO PAR (MCD)	172.120	590.00	101,550.80	35,333.35	66,217.45		2,383.60	2.3% 3.5%
MEDTRONIC PLC COMMON STOCK (MDT)	80.750	950.00	76,712.50	71,885.02	4,827.48	437.00	1,748.00	2.3% 2.6%
MERCK & CO INC NEW COM (MRK)	56.270	500.00	28,135.00	18,425.85	9,709.15	240.00	960.00	3.4% 1.0%
MICROSOFT CORP COM (MSFT)	85.540	400.00	34,216.00	22,278.40	11,937.60		672.00	2.0% 1.2%
MONDELEZ INTL INC COM (MDLZ)	42.800	365.00	15,622.00	4,861.82	10,760.18	80.30	321.20	2.1% 0.5%
NORFOLK SOUTHN CORP COM (NSC)	144.900	695.00	100,705.50	49,058.21	51,647.29		1,695.80	1.7% 3.5%
OCCIDENTAL PETROLEUM CORP (OXY)	73.660	400.00	29,464.00	32,364.58	( 2,900.58)	308.00	1,232.00	4.2% 1.0%
ORACLE CORPORATION COM (ORCL)	47.280	850.00	40,188.00	27,102.58	13,085.42		646.00	1.6% 1.4%
PAYCHEX INC., COMMON STOCK (PAYX)	68.080	875.00	59,570.00	35,019.42	24,550.58		1,750.00	2.9% 2.0%

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## Account Statement

October 1, 2017 - December 31, 2017

### Portfolio Details (continued)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Annual Income	Estimated Yield	% of Assets
PEPSICO INC COM (PEP)	119.920	690.00	82,744.80	39,865.58	42,879.22	555.45	2,221.80	2.7%	2.8%
PFIZER INC COM (PFE)	36.220	350.00	12,677.00	9,697.00	2,980.00			476.00	3.8%
PHILIP MORRIS INTL COM STK NPV (PM)	105.650	520.00	54,938.00	15,649.05	39,288.95	556.40	2,225.60	4.1%	1.9%
PRAXAIR INC COMMON STOCK (PX)	154.680	200.00	30,936.00	16,689.25	14,246.75			630.00	2.0%
PROCTER & GAMBLE COM NPV (PG)	91.880	489.00	44,929.32	28,660.19	16,269.13			1,309.54	2.9%
SOUTHERN CO., COMMON STOCK, \$5 PAR (SO)	48.090	700.00	33,663.00	20,464.50	13,198.50			1,624.00	4.8%
STRYKER CORP (SYK)	154.840	525.00	81,291.00	14,583.43	66,707.57	246.75	987.00	1.2%	2.8%
SYSCO CORP., COMMON STOCK, \$1 PAR (SYY)	60.730	1,300.00	78,949.00	37,617.13	41,331.87			1,872.00	2.4%
THERMO FISHER CORP (TMO)	189.880	200.00	37,976.00	25,403.61	12,572.39	30.00	120.00	0.3%	1.3%
UNIONPAC CORP COM (UNP)	134.100	300.00	40,230.00	23,631.30	16,598.70			798.00	2.0%
UNITED TECHNOLOGIES CORP COM (UTX)	127.570	500.00	63,785.00	33,077.90	30,707.10			1,400.00	2.2%
WALT DISNEY CO (DIS)	107.510	275.00	29,565.25	27,259.49	2,305.76	231.00	462.00	1.6%	1.0%
3M CO COM (MMM)	235.370	500.00	117,685.00	45,253.52	72,431.48			2,350.00	2.0%
<b>Total Large Cap</b>			<b>\$2,318,485.08</b>	<b>\$1,230,795.37</b>	<b>\$1,087,689.71</b>	<b>\$3,925.70</b>	<b>\$53,537.40</b>	<b>2.3%</b>	<b>79.7%</b>
<hr/>									
<b>Equity Securities - Mid Cap</b>									
CDK GLOBAL INC COM (CDK)	\$71.280	210.00	\$14,968.80	3,044.65	\$11,924.15		\$100.80	0.7%	0.5%
COTY INC COM CLA COM CLA (COTY)	19.890	42.00	835.38	629.89	205.49		8.40	1.0%	0.0%
FACSET RESHSYS INC COM STK (FDS)	192.760	100.00	19,276.00	20,389.99	(1,113.99)		224.00	1.2%	0.7%

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## Account Statement

October 1, 2017 - December 31, 2017

Account Number 03-01327  
HILLIS FDN JENNIFER F.

## Portfolio Details (*continued*)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Annual Income	Estimated Yield	% of Assets
GENUINE PARTS CO COM (GPC)	95.010	650.00	61,756.50	20,949.89	40,806.61	776.25	1,755.00	2.8%	2.1%
JACK HENRY & ASSOC INC COM (JKHY)	116.960	275.00	32,164.00	20,459.67	11,704.33		341.00	1.1%	1.1%
<b>Total Mid Cap</b>			<b>\$129,000.68</b>	<b>\$65,474.09</b>	<b>\$63,526.59</b>	<b>\$776.25</b>	<b>\$2,429.20</b>	<b>1.9%</b>	<b>4.4%</b>
<b>Equity Securities - Small Cap</b>									
PAYCOM SOFTWARE INC COM (PAYC)	\$80.330	200.00	\$16,066.00	\$13,030.74	\$3,035.26				0.6%
<b>Total Small Cap</b>			<b>\$16,066.00</b>	<b>\$13,030.74</b>	<b>\$3,035.26</b>				<b>0.6%</b>
<b>Equity Securities - International Developed</b>									
CSL LTD SPONSORED ADR (CSLY)	\$55.170	850.00	\$46,894.50	\$45,975.50	\$30,919.00			\$505.75	1.1%
<b>Total Australia - USD</b>			<b>\$46,894.50</b>	<b>\$15,975.50</b>	<b>\$30,919.00</b>			<b>\$505.75</b>	<b>1.1%</b>
CANADIAN NATL RY CO COM (CNII)	82.500	1,190.00	98,175.00	27,128.61	71,046.39			1,549.38	1.6%
<b>Total Canada - USD</b>			<b>\$98,175.00</b>	<b>\$27,128.61</b>	<b>\$71,046.39</b>			<b>\$1,549.38</b>	<b>1.6%</b>
SAP SE-SPONSORED ADR (SAP)	112.360	630.00	70,786.80	26,800.70	43,986.10			617.40	0.9%
<b>Total Germany - USD</b>			<b>\$70,786.80</b>	<b>\$26,800.70</b>	<b>\$43,986.10</b>			<b>\$617.40</b>	<b>0.9%</b>
JARDINE MATHESON HOLDGS LTD ADR (JMHLY)	60.735	700.00	42,514.50	19,318.50	23,196.00			995.40	2.3%
<b>Total Hong Kong - USD</b>			<b>\$42,514.50</b>	<b>\$10,318.50</b>	<b>\$23,196.00</b>			<b>\$995.40</b>	<b>2.3%</b>
UNILEVER NV NEW YORK SHS NEW (UN)	56.320	700.00	39,424.00	23,739.96	15,684.04			609.07	1.5%
<b>Total Netherlands - USD</b>			<b>\$39,424.00</b>	<b>\$23,739.96</b>	<b>\$15,684.04</b>			<b>\$609.07</b>	<b>1.5%</b>
<i>Continued on next page.</i>									

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NORTHERN TRUST

**Account Statement***October 1, 2017 - December 31, 2017*Account Number 03-01325  
HILLIS FDN JENNIFER F.**Portfolio Details (continued)**

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrued	Annual Income	Estimated Yield	% of Assets
NESTLE'S SPONSORED ADR REPSTC REG SH (NSRGY)	85.970	525.00	45,134.25	21,550.94	23,583.31		1,006.43	2.2%	1.6%
NOVARTIS AG (INV5)	83.960	600.00	50,376.00	33,781.82	16,594.18		1,381.80	2.7%	1.7%
<b>Total Switzerland - USD</b>			<b>\$95,510.25</b>	<b>\$55,332.76</b>	<b>\$40,177.49</b>		<b>\$2,388.23</b>	<b>2.5%</b>	<b>3.3%</b>
DIAGEO PLC SPONSORED ADR NEW (DEO)	146.030	250.00	36,507.50	15,738.50	20,769.00		795.00	2.2%	1.3%
UNILEVER PLC SPONSORED ADR NEW (UL)	55.340	300.00	16,602.00	12,796.14	3,805.86		306.27	1.8%	0.6%
<b>Total United Kingdom - USD</b>			<b>\$53,109.50</b>	<b>\$28,534.64</b>	<b>\$24,574.86</b>		<b>\$1,101.27</b>	<b>2.1%</b>	<b>1.8%</b>
<b>Total International Developed</b>			<b>\$446,414.55</b>	<b>\$196,830.67</b>	<b>\$249,583.88</b>		<b>\$7,766.50</b>	<b>1.7%</b>	<b>15.3%</b>
<b>Total Equity Securities</b>			<b>\$2,909,966.31</b>	<b>\$1,506,130.87</b>	<b>\$1,403,835.44</b>	<b>\$4,701.95</b>	<b>\$63,733.10</b>	<b>2.2%</b>	<b>100.0%</b>
						<u>(21.00)</u>	<u>Return of Capital</u>		
							<u>1,506,109.87</u>		

*Continued on next page.*

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**2017 Donations - Jennifer Friedman Hillis Foundation**

**GOAL \$ 192,638**

DATE	Ck #	PAYEE	ADDRESS	AMOUNT	TOTAL	TY
1/16/2017	370	Midnight Mission	601 S. San Pedro Street Los Angeles, CA 90014	\$25,000	\$25,000	
1/18/2017	371	Paws for Purple Hearts	PO Box 1209 Merrifield, VA 22116-1209	\$500	\$25,500	X
1/23/2017	372	Smiling Dog Farms	National Response Center PO Box 946 Houston, TX 77001-0946	\$534	\$26,034	X
1/23/2017	373	Mutts With A Mission	PO Box 17497 Washington, DC 20041-0497	\$100	\$26,134	
2/1/2017	374	Lake Forest Academy	1500 W. Kennedy Road Lake Forest, IL 60045-9976	\$1,000	\$27,134	X
2/1/2017	375	Medical College of WI / Women in Science	8701 Watertown Plank Road Milwaukee, WI 53226	\$1,000	\$28,134	
2/1/2017	376	Troops Direct	PO Box 9140 Pueblo, CO 81008-9140	\$112	\$28,246	X
2/1/2017	377	American Heart Association	PO Box 78851 Phoenix, AZ 85062-8851	\$1,000	\$29,246	X
2/9/2017	378	Art Institute of Chicago Sustaining Fellows	111 S. Michigan Avenue Chicago, IL 60603	\$2,500	\$31,746	X
2/9/2017	379	Milwaukee Rescue Mission	830 N. 19th Street Milwaukee, WI 53233-1616	\$1,000	\$32,746	X
2/9/2017	380	George Washington's Mt. Vernon	PO Box 110 Mt. Vernon, VA 22121-0110	\$1,000	\$33,746	X
3/28/2017	381	One Heartland	2101 Hennepin Ave S #200 Minneapolis, MN 55045	\$85,000	\$118,746	X
3/29/2017	382	Columbian High School	300 S. Monroe Street Tiffin, OH 44883	\$1,000	\$119,746	
3/30/2017	383	Milwaukee Public Museum	800 W. Wells St. Milwaukee, WI 53233-1478	\$1,500	\$121,246	X
5/11/2017	386	Sojourner Foundation	619 W. Walnut Street Milwaukee, WI 53212	\$1,000	\$122,246	X
5/14/2017	388	Discovery World	500 N Harbor Drive Milwaukee, WI 53202	\$10,000	\$132,246	X
8/16/2017	390	Community Advocates	728 N. James Lovell Street Milwaukee, WI 53233	\$2,000	\$134,246	X
8/24/2017	391	WMSE	1025 N. Broadway Milwaukee, WI 53202-3109 Attn: Ryan Aschebrook	\$25,000	\$159,246	
9/5/2017	392	Florentine Opera Company	930 E. Burleigh St., Lower Level Milwaukee, WI 53212	\$1,000	\$160,246	X
10/30/2017	393	The Midnight Mission Golden Heart Awards	601 S. San Pedro Street Los Angeles, CA 90014	\$3,000	\$163,246	
10/30/2017	394	Teens Grow Greens	322 E. Michigan Street #204 Milwaukee, WI 53202	\$2,500	\$165,746	X
11/14/2017	395	Hunger Task Force	201 S. Hawley Court Milwaukee, WI 53214	\$2,000	\$167,746	X
11/14/2017	396	Anderson Animal Shelter	1000 S. LaFox S. Elgin, IL 60177	\$1,000	\$168,746	

Schedule B 2017 Form 990 PF Hillis # 58-2464615

**2017 Donations - Jennifer Friedman Hillis Foundation**

11/14/2017	397	Teen Challenge	9236 W. Appleton Ave Milwaukee, WI 53225	\$1,000	\$169,746	X
11/14/2017	398	St. Eugene's Church	7600 N. Port Washington Rd Fox Point, WI 53217	\$7,500	\$177,246	
11/16/2017	399	Boys and Girls Club of Milwaukee	PO Box 12486 Milwaukee, WI 53212-0486	\$1,000	\$178,246	
11/27/2017	400	Wisconsin Humane Society	4500 W. Wisconsin Avenue Milwaukee, WI 53208	\$2,000	\$180,246	
11/27/2017	401	Columbia Hospital Foundation	2320 N. Lake Drive Milwaukee, WI 53211	\$1,000	\$181,246	
11/27/2017	402	St. John Vianney Catholic Church	1755 N. Calhoun Road Brookfield, WI 53005	\$5,000	\$186,246	
11/27/2017	403	Milwaukee Art Museum	626 E. Wisconsin Avenue Milwaukee, WI 53202	\$2,500	\$188,746	
11/27/2017	404	ARCW	820 N. Plankinton Avenue Milwaukee, WI 53213	\$2,500	\$191,246	
11/27/2017	405	Wisconsin Women's Health Foundation	2503 Tood Drive Madison, WI 53713-2341	\$500	\$191,746	
11/27/2017	406	Cathedral Center	845 N. Van Buren Street Milwaukee, WI 53202	\$1,000	\$192,746	
11/27/2017	407	Hope House	209 W. Orchard Street Milwaukee, WI 53204	\$500	\$193,246	
11/27/2017	408	Curios Kids Museum	415 Lake Boulevard St. Joseph, MI 49085	\$1,000	\$194,246	
					\$194,246	
					\$194,246	

**DONATION BALANCE REMAINING (OVERAGE) \$ (1,608)**

Schedule B 2017 Form 990-PF Hillis #58-2464615

## 2017 Tax Information Statement

THE NORTHERN TRUST COMPANY  
P.O. BOX 803878  
CHICAGO, IL 60680

Account Number: 03-01327  
Recipient's Tax ID Number: XX-XXX4615  
 Corrected  FATCA  2nd TIN notice

Page 7 of 17  
Ref: CMS  
JENNIFER FRIEDMAN HILLIS FAMILY FDN INC  
951 E WYE LN  
MILWAUKEE, WI 53217-3649

## 2017 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.  
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property	Cusip Number	Date Sold or Disposed	Date Acquired	Cost or Proceeds	Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss Ordinary	Federal Income Tax	State Tax	Withheld
Short Term Sales											
0.46 ANALOG DEVICES INC	032654105	03/24/2017	03/14/2017	37.97	38.16			-0.19		0.00	0.00
<b>Total Short Term Sales</b>				<b>37.97</b>	<b>38.16</b>		<b>0.00</b>	<b>-0.19</b>		<b>0.00</b>	<b>0.00</b>

Long Term Sales	Cusip Number	Date Sold or Disposed	Date Acquired	Cost or Proceeds	Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss Ordinary	Federal Income Tax	State Tax	Withheld
Long Term Sales	450.0	LINEAR TECHNOLOGY									
535678106	03/14/2017	Various		29,363.88	12,507.36			16,856.52		0.00	0.00
125.0	LINEAR TECHNOLOGY										
535678106	03/14/2017	07/18/2011		8,156.63	3,767.50			4,389.13		0.00	0.00
3000.0	ADR AMBEV SA SPONSORED ADR										
02319V103	05/31/2017	Various		17,144.62	18,062.80			-918.18		0.00	0.00
170.0	AUTOMATIC DATA PROCESSING INC										
053015103	05/31/2017	05/10/2002		17,358.59	6,938.25			10,420.34		0.00	0.00
100.0	CONOCOPHILLIPS										
20825C104	05/31/2017	07/31/2014		4,475.90	8,345.38			-3,869.48		0.00	0.00
125.0	ELI LILLY & CO										
532457108	05/31/2017	10/20/1999		9,948.31	7,989.06			1,959.25		0.00	0.00

Schedule C 2017 Form 990-PF Hillis #58-2404615  
This is important tax information and is being furnished to you.

## 2017 Tax Information Statement

THE NORTHERN TRUST COMPANY  
P.O. BOX 803878  
CHICAGO, IL 60680

Account Number: 03-01327  
Recipient's Tax ID Number: XX-XXX4615  
 Corrected  FATCA  2nd TIN notice

Page 8 of 17  
Ref: CMS  
Recipient's Name and Address:  
JENNIFER FRIEDMAN HILLIS FAMILY FDN INC  
951 E WYE LN  
MILWAUKEE, WI 53217-3649

Sales are listed at Gross Proceeds less commissions and option premiums.  
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Sold or Disposed	Date Acquired	Cost or Other Basis	Proceeds	Market Discount	V Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld	Other
150.0	MCDONALDS CORP									12,312.51		
580135101	05/31/2017	Various		22,595.50	10,282.99					0.00	0.00	
620.0	SYSCO CORP									9,779.07		
871829107	05/31/2017	04/30/2004		33,634.57	23,855.50					0.00	0.00	
375.0	ADR WOODSIDE PETE LTD SPONSORED ADR									-6,327.30		
980228308	05/31/2017	Various		8,876.80	15,204.10					0.00	0.00	
750.0	COCA COLA CO									10,191.51		
191216100	12/11/2017	Various		33,967.76	23,776.25					0.00	0.00	
120.0	COCA COLA CO									1,496.54		
191216100	12/11/2017	11/21/2011		5,434.84	3,938.30					0.00	0.00	
200.0	GENUINE PARTS CO									12,205.21		
372460105	12/11/2017	12/03/2003		18,651.33	6,446.12					0.00	0.00	
300.0	GENUINE PARTS CO									11,398.02		
372460105	12/11/2017	Various		27,976.99	16,578.97					0.00	0.00	
450.0	SUNCOR ENERGY INC NEW COM STK									3,750.74		
867224107	12/11/2017	10/05/2015		15,675.38	11,924.64					0.00	0.00	
<b>Total Long Term Sales:</b>				<b>253,261.10</b>	<b>169,617.22</b>			<b>0.00</b>	<b>0.00</b>	<b>83,643.88</b>	<b>0.00</b>	<b>0.00</b>

Schedule C 2017 Form 990 FF Hillis # 58-2464615

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