

EXTENDED TO NOVEMBER 15, 2018  
Return of Private Foundation

2949124403718 8

Form 990-PF

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](http://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

A Employer identification number

DAN AND MERRIE BOONE FOUNDATION, INC.

58-2663615

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

Room/suite

2660 PEACHTREE ROAD

#35H

B Telephone number

404-876-9411

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

ATLANTA, GA 30305

C If exemption application is pending, check here

G Check all that apply:

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ 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)

J Accounting method: ☒ Cash ☐ Accrual

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

\$ 9,969,397. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,670.	1,670.		STATEMENT 1
4 Dividends and interest from securities		145,503.	145,503.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		684,704.			
b Gross sales price for all assets on line 6a		2,938,407.			
7 Capital gain net income (from Part IV, line 2)			684,704.		
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		12,043.	12,043.		STATEMENT 3
12 Total Add lines 1 through 11		843,920.	843,920.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		8,470.	4,235.		0.
c Other professional fees					
17 Interest		335.	335.		0.
18 Taxes STMT 5		10,794.	3,044.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		35,088.	32,356.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		54,687.	39,970.		0.
25 Contributions, gifts, grants paid		504,535.			504,535.
26 Total expenses and disbursements. Add lines 24 and 25		559,222.	39,970.		504,535.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		284,698.			
b Net investment income (if negative, enter -0-)			803,950.		
c Adjusted net income (if negative, enter -0-)				N/A	

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,336,840.	155,518.	155,518.
	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 STMT 7	0.	141,153.	141,153.
	b Investments - corporate stock STMT 8	4,472,648.	5,754,751.	8,734,224.
	c Investments - corporate bonds			
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9		798,590.	841,354.	938,402.
14 Land, buildings, and equipment; basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 10)		100.	100.	100.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,608,178.	6,892,876.	9,969,397.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	6,608,178.	6,892,876.		
30 Total net assets or fund balances	6,608,178.	6,892,876.		
31 Total liabilities and net assets/fund balances	6,608,178.	6,892,876.		

**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	6,608,178.
2 Enter amount from Part I, line 27a	2	284,698.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,892,876.
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	6,892,876.

**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.)
<b>1a</b>			
<b>b</b> SEE ATTACHED STATEMENTS			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 2,938,407.		2,253,703.	684,704.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			684,704.

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	684,704.
<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). 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	508,912.	8,766,002.	.058055
2015	580,603.	9,298,356.	.062441
2014	508,402.	9,370,079.	.054258
2013	326,765.	8,440,376.	.038715
2012	361,653.	7,341,712.	.049260

<b>2</b> Total of line 1, column (d)	2	.262729
<b>3</b> 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	.052546
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	9,561,589.
<b>5</b> Multiply line 4 by line 3	5	502,423.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	8,040.
<b>7</b> Add lines 5 and 6	7	510,463.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	504,535.

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	16,079.
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	16,079.
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	16,079.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a 7,340.	7	21,340.
b Exempt foreign organizations - tax withheld at source	6b 0.	8	36.
c Tax paid with application for extension of time to file (Form 8868)	6c 14,000.	9	
d Backup withholding erroneously withheld	6d 0.	10	5,225.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 5,225. Refunded <input type="checkbox"/>			

**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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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. <input type="checkbox"/> GA		
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

**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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	X	
14 The books are in care of <b>DANIEL W. BOONE III</b> Telephone no. <b>404-233-8386</b> Located at <b>2660 PEACHTREE ROAD #35H, ATLANTA, GA</b> ZIP+4 <b>30305</b>		
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 <b>15</b>		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		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 <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <b>N/A</b>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <b>N/A</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <b>N/A</b>	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

Form 990-PF (2017)

**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 ☒ Nob 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 hereN/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?

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
DANIEL W. BOONE, III 2660 PEACHTREE ROAD #35H ATLANTA, GA 30305	DIRECTOR 1.00	0.	0.	0.
MEREDITH B. TUTTEROW 5465 WOODDALE AVE EDINA, MN 55424	DIRECTOR 0.50	0.	0.	0.
SUSANNA B. VER ECKE 1063 OAK STREET WINNETKA, IL 60093	DIRECTOR 0.50	0.	0.	0.
DANIEL W. BOONE, IV 5088 RIVERVIEW ROAD, NW ATLANTA, GA 30327	DIRECTOR 0.50	0.	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

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2017)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	8,640,707.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,066,490.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	9,707,197.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	9,707,197.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	145,608.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	9,561,589.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	478,079.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	478,079.
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	16,079.
<b>b</b>	Income tax for 2017. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	16,079.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	462,000.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	462,000.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	462,000.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	504,535.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	504,535.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	504,535.

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				462,000.
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only			117,861.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2017:				
<b>a</b> From 2012				
<b>b</b> From 2013				
<b>c</b> From 2014				
<b>d</b> From 2015				
<b>e</b> From 2016				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 504,535.				
<b>a</b> Applied to 2016, but not more than line 2a			117,861.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2017 distributable amount				386,674.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				75,326.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2013				
<b>b</b> Excess from 2014				
<b>c</b> Excess from 2015				
<b>d</b> Excess from 2016				
<b>e</b> Excess from 2017				

N/A

- ▶

☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2017)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
<b>a Paid during the year</b>				
AGAPE 2353 BOLTON ROAD NW, #100 ATLANTA, GA 30318	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
AMERICAN FOLK ART MUSEUM 1865 BROADWAY, 11TH FLOOR NEW YORK, NY 10023	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	1,000.
AMERICAN PARKINSON DISEASE ASSOCIATION PO BOX 49416 ATLANTA, GA 30359	N/A	PUBLIC CHARITY	501 (C) (3) MEDICAL	1,000.
AMERICAN RIVERS 1101 14TH ST. NW, #1400 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	3,000.
ASHOKA 1700 N. MOORE ST, STE 2000 ARLINGTON, VA 22209	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>504,535.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





DAN AND MERRIE BOONE FOUNDATION, INC.

58-2663615

PAGE 1 OF 2

2

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MORGAN STANLEY	P		
b	MORGAN STANLEY	P		
c	K-1, MAGELLAN MIDSTREAM PARTNERS, LP	P		
d	K-1, WESTERN GAS PARTNERS LP	P		
e	K-1, SUNOCO LOGISTICS PARTNERS LP	P		
f	K-1, ENERGY TRANSFER PARTNERS, LP	P		
g	K-1, ENERGY TRANSFER PARTNERS, LP	P		
h	K-1, ETP (SUNOCO)	P		
i	K-1, ETP (SUNOCO)	P		
j	K-1, BLACKSTONE GROUP LP	P		
k	K-1, BLACKSTONE GROUP LP	P		
l	K-1, ENERGY TRANSFER EQUITY LP	P		
m	K-1, ENERGY TRANSFER EQUITY LP	P		
n	SCHWAB	P		
o	SCHWAB	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,227,222.	1,212,597.	14,625.
b	1,662,126.	1,040,468.	621,658.
c	1.		1.
d	8.		8.
e	609.		609.
f	200.		200.
g	1,105.		1,105.
h	225.		225.
i	1,261.		1,261.
j	259.		259.
k	4,846.		4,846.
l	41.		41.
m	228.		228.
n		638.	<638.>
o	19,477.		19,477.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			14,625.
b			621,658.
c			1.
d			8.
e			609.
f			200.
g			1,105.
h			225.
i			1,261.
j			259.
k			4,846.
l			41.
m			228.
n			<638.>
o			19,477.

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	
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	

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CALVERT	P		
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 15,739.			15,739.
b 5,060.			5,060.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			15,739.
b			5,060.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	684,704.
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 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
ATLANTA BOTANICAL GARDEN 1345 PIEDMONT AVE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	1,200.
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E. LOWERY BLVD, NW ATLANTA, GA 30318	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
ATLANTA HABITAT FOR HUMANITY 519 MEMORIAL DRIVE, SE ATLANTA, GA 30312	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	25,000.
ATLANTA HIGH MUSEUM OF ART 1280 PEACHTREE ST, NE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	102,000.
ATLANTA HISTORY CENTER 130 WEST PACES FERRY RD ATLANTA, GA 30305	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	2,500.
ATLANTA SYMPHONY 1280 PEACHTREE ST, NE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
ATLANTA UNION MISSION 2352 BOLTON RD ATLANTA, GA 30318	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
BEAUFORT MEMORIAL HOSPITAL FOUNDATION 955 RIBAUT RD BEAUFORT, SC 29902	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	5,000.
BEAUFORT OPEN LAND TRUST 1001 BAY STREET BEAUFORT, SC 29901	N/A	PUBLIC CHARITY	501 (C) (3) CONSERVATION	1,000.
BOYS AND GIRLS CLUB 1100 BOUNDARY STREET BEAUFORT, SC 29902	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
<b>Total from continuation sheets</b>				<b>496,035.</b>

**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
CANINE CELL MATES 7742 SPALDING DRIVE, SUITE 393 NORCROSS, GA 30092	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
CHICAGO JESUIT ACADEMY 5058 WEST JACKSON BLVD CHICAGO, IL 60644	N/A	PUBLIC CHARITY	501 (C) (C) EDUCATION	13,000.
CHILDREN'S THEATRE COMPANY 2400 3RD AVE S MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	6,000.
COSTAL CONSERVATION LEAGUE 328 EAST BAY STREET CHARLESTON, SC 29402	N/A	PUBLIC CHARITY	501 (C) (3) CONSERVATION	15,000.
CURE PSP 30 E. PADIONIA ROAD, #201 TIMONIUM, MD 21093	N/A	PUBLIC CHARITY	501 (C) (3) MEDICAL RESEARCH	1,000.
DAMARC FOUNDATION 17 METACOM DR SIMSBURY, CT 06070	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	1,000.
DAVIDSON COLLEGE BOX 7173 DAVIDSON, NC 28035	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	10,000.
EAGLE RANCH 5500 UNION CHURCH RD FLOWERY BRANCH, GA 30542	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
EMMAUS HOUSE 1017 HANK AARON DR SW ATLANTA, GA 303151705	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
EMORY UNIVERSITY 1762 CLIFTON ROAD ATLANTA, GA 30322	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	158,000.
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
FIRST PRESBYTERIAN CHURCH PRESCHOOL FOUNDATION 1328 PEACHTREE STREET NE ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	5,000.
FRIENDS OF ENGLISH AVENUE 2141 POWERS FERRY RD, #250 MARIETTA, GA 30067	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC 501 (C) (3) CIVIC	1,000.
FROM K-1, ENERGY TRANSFER PARTNERS LP 3738 OAK LAWN DALLAS, TX 75219	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	13.
FROM K-1, NUSTAR GP HOLDINGS LLC PO BOX 781609 SAN ANTONIO, TX 78278	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	22.
GEORGIA CENTER FOR OPPORTUNITY 333 RESEARCH COURT, #210 NORCROSS, GA 30092	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	5,000.
GEORGIA CONSERVANCY 817 WEST PEACHTREE STREET, SUITE 200 ATLANTA, GA 30308	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
GEORGIA COURT APPOINTED SPECIAL ADVOCATE ASSOCIATION 1776 PEACHTREE RD NW STE 219 ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) HUMAN RIGHTS	2,500.
GEORGIA PUBLIC POLICY FOUNDATION 3200 COBB GALLERIA PARKWAY, #214 ATLANTA, GA 30339	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC 501 (C) (3) CIVIC	1,000.
GEORGIA TRUST FOR HISTORIC PRESERVATION 1516 PEACHTREE STREET ATLANTA, GA 30309	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
GREATER MINNEAPOLIS CRISES NURSERY 4544 4TH AVENUE SOUTH MINNEAPOLIS, MN 55419	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,500.
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
HELP OF BEAUFORT 1910 BAGGETT ST BEAUFORT, SC 29902	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
HIGHLAND - CASHIER'S HOSPITAL FOUNDATION PO BOX 742 HIGHLANDS, NC 28741	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	15,000.
HIGHLANDS COMMUNITY FUND P.O. BOX 1150 HIGHLANDS, NC 28741	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
LINCOLN COLLEGE 300 KEOKUK STREET LINCOLN, IL 62656	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	4,000.
MARTIN LIPSCOMB PERFORMING ARTS CENTER 195 HEMPHILL KNOB ROAD ASHEVILLE, NC 28803	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
MESDA 924 SOUTH MAIN ST WINSTON-SALEM, NC 27101	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	1,000.
MINNESOTA ORCHESTRA 1111 NICOLLET MALL MINNEAPOLIS, MN 55403	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	1,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1818 M ST MW, STE 300 WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
NATURE CONSERVACY OF SOUTH CAROLINA, INC. 2231 DEVINE ST COLUMBIA, SC 29205	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	2,500.
NEXT STEP FITNESS 4447 REDONDO BEACH BLVD LAWNDALE, CA 90260	N/A	PUBLIC CHARITY	501 (C) (3) HEALTH	500.
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
NORTH CAROLINA OUTWARD BOUND SCHOOL 2852 RICEVILLE ROAD ASHEVILLE, NC 28805	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
NORTH SHORE COUNTRY DAY SCHOOL 310 GREEN BAY ROAD WINNETKA, IL 60093	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	2,500.
PARADISE GARDEN 200 NORTH LEWIS STREET SUMMERVILLE, GA 30747	N/A	PUBLIC CHARITY	501 (C) (3) ARTS	1,500.
PARK PRIDE 233 PEACHTREE ST. NE, SUITE 1600 ATLANTA, GA 30303	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
PASAGUAN COLOMBUS STATE FOUNDATION 238 EDDIE MARTIN ROAD BUENA VISTA, GA 31808	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
PATH FOUNDATION PO BOX 14327 ATLANTA, GA 30324	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	1,000.
PENN CENTER INC, NATIONAL HISTORIC LANDMARK DISTRICT 16 PENN CENTER CIRCLE WEST ST HELENA ISLAND, SC 29920	N/A	PUBLIC CHARITY	501 (C) (3) HISTORIC PRESERVATION	1,000.
PORT ROYAL SOUND FOUNDATION 310 OKATIE HIGHWAY OKATIE, SC 29909	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	2,500.
SALVATION ARMY HURRICANE RESPONSE PO BOX 1959 ATLANTA, GA 30301	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,000.
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA, SUITE 350 ATLANTA, GA 30303	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	1,800.
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
SPRING ISLAND TRUST FOUNDATION 40 MOBLEY OAKS LANE OKATIE, SC 29909	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESEVERATION	15,000.
ST. MARGARET'S SCHOOL PO BOX 158 TAPPAHANNOCK, VA 22560	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	35,000.
THE BLAKE SCHOOL 110 BLAKE ROAD SOUTH HOPKINS, MN 55343	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	7,500.
THE LOVETT SCHOOL 4075 PACES FERRY RD NW ATLANTA, GA 30327	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	2,500.
THE MICHAEL J. FOX FOUNDATION CHURCH ST STATION PO BOX 780 NEW YORK, NY 10008	N/A	PUBLIC CHARITY	501 (C) (3) MEDICAL RESEARCH	11,000.
THE TRUST FOR PUBLIC LAND 101 MONTGOMERY STREET, SUITE 900 SAN FRANCISCO, CA 94104	N/A	PUBLIC CHARITY	501 (C) (3) ENVIRONMENTAL PRESERVATION	1,000.
TURNEFFE ATOLL TRUST PO BOX 10670 BOZEMAN, MT 59719	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,000.
WASHINGTON AND LEE UNIVERSITY 1 DENNY CIRCLE LEXINGTON, VA 24450	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	2,000.
WHARTON FUND 3733 SPRUCE STREET PHILADELPHIA, PA 19104-6360	N/A	PUBLIC CHARITY	501 (C) (3) EDUCATION	1,000.
WORLD RESOURCES GROUP 509 FLAMINGO DRIVE WEST PALM BEACH, FL 33401	N/A	PUBLIC CHARITY	501 (C) (3) CIVIC	2,500.
Total from continuation sheets				

## 3 Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - FROM K-1, ENERGY TRANSFER PARTNERS LP

501 (C) (3) ENVIRONMENTAL PRESERVATION

501 (C) (3) ENVIRONMENTAL PRESERVATION

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
K-1 ENERGY TRANSFER EQUITY, L.P.	60.	60.	
K-1 ENERGY TRANSFER PARTNERS, L.P.	272.	272.	
K-1 ENTERPRISE PRODUCTS PARTNERS LP	17.	17.	
K-1 EQT MIDSTREAM PARTNERS, LP	17.	17.	
K-1 THE BLACKSTONE GROUP LP	1,065.	1,065.	
K-1 WESTERN GAS PARTNERS LP	40.	40.	
K-1 WILLIAMS PARTNERS LP	6.	6.	
K-1, MAGELLAN MIDSTREAM PARTNERS, LP	1.	1.	
K-1, NUSTAR GP HOLDINGS LLC	27.	27.	
K-1, SUNOCO LOGISTICS PARTNERS LP	7.	7.	
MORGAN STANLEY	158.	158.	
TOTAL TO PART I, LINE 3	1,670.	1,670.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CALVERT SOCIAL INVESTMENT FUND	1,006.	0.	1,006.	1,006.	
FIDELITY INVESTMENTS	67,787.	5,060.	62,727.	62,727.	
K-1 ENERGY TRANSFER EQUITY L.P.	56.	0.	56.	56.	
K-1 ENERGY TRANSFER PARTNERS, L.P.	295.	0.	295.	295.	
K-1 NUSTAR GP HOLDINGS	25.	0.	25.	25.	
K-1 THE BLACKSTONE GROUP LP	259.	0.	259.	259.	
K-1, MAGELLAN MIDSTREAM PARTNERS, LP	1.	0.	1.	1.	
K-1, SUNOCO LOGISTICS PARTNERS LP	34.	0.	34.	34.	

MORGAN STANLEY	55,450.	0.	55,450.	55,450.
SCHWAB	12,463.	0.	12,463.	12,463.
VANGUARD CAPITAL VALUE	13,187.	0.	13,187.	13,187.
TO PART I, LINE 4	150,563.	5,060.	145,503.	145,503.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K1 ENERGY TRANSFER PARTNERS LP	142.	142.	
K1 BLACKSTONE GROUP LP	1,309.	1,309.	
K1 ENERGY TRANSFER EQUITY LP	23.	23.	
NON-DIVIDEND DISTRIBUTIONS	8,329.	8,329.	
K-1 WILLIAMS PARTNERS LP	633.	633.	
LEGAL SETTLEMENT - EPE HOLDINGS	415.	415.	
K-1, SUNOCO LOGISTICS PARTNERS LP	20.	20.	
NUSTAR GP HOLDINGS, LLC	91.	91.	
K-1, WESTERN GAS PARTNERS, LP	1,075.	1,075.	
FEDERAL TAX REFUND	6.	6.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,043.	12,043.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,470.	4,235.		0.
TO FORM 990-PF, PG 1, LN 16B	8,470.	4,235.		0.

---



---

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX BASED ON INVESTMENT INCOME	7,750.	0.		0.
FOREIGN TAXES PAID	3,044.	3,044.		0.
TO FORM 990-PF, PG 1, LN 18	10,794.	3,044.		0.

---



---

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
-------------	----------------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	32,356.	32,356.		0.
SECRETARY OF STATE REGISTRATION FEE	30.	0.		0.
NON-DEDUCTIBLE EXPENSES	173.	0.		0.
OTHER EXPENSE	587.	0.		0.
BOARD MEETINGS & CONFERENCES	1,942.	0.		0.
TO FORM 990-PF, PG 1, LN 23	35,088.	32,356.		0.

---



---

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
-------------	--	-----------	---

---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL GOVERNMENT OBLIGATIONS FUND	X		141,153.	141,153.
TOTAL U.S. GOVERNMENT OBLIGATIONS			141,153.	141,153.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			141,153.	141,153.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY INVESTMENTS-SEE ATTACHED	2,923,197.	5,167,397.
SCHWAB INVESTMENTS-SEE ATTACHED	483,421.	865,176.
MORGAN STANLEY INVESTMENTS-SEE ATTACHED	2,348,133.	2,701,651.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,754,751.	8,734,224.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS-SEE ATTACHED	COST	749,226.	932,408.
LP INVESTMENTS TIMING DIFFERENCES	COST	74,469.	0.
CVR NITROGEN LP (FORMERLY RENTECH)	COST	1,177.	1,177.
FIDELITY- EURO (EUR)	COST	1,544.	1,754.
FIDELITY- POUND STERLING (GBP)	COST	2,173.	2,557.
CVR NITROGEN-RENTech MERGER BASIS ADJUSTMENT		506.	506.
TIMING DIFFERENCE	COST	12,259.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		841,354.	938,402.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
-------------	--------------	-----------	----

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LP DISTRIBUTIONS RECEIVABLE	100.	100.	100.
TO FORM 990-PF, PART II, LINE 15	100.	100.	100.