

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	195,550	117,813	117,813
	2	Savings and temporary cash investments	3,212,860	406,078	406,078
	3	Accounts receivable ▶ <u>671,061</u>			
		Less allowance for doubtful accounts ▶ _____	326,495	671,061	671,061
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	9,308,080	9,840,230	12,993,691
	c	Investments—corporate bonds (attach schedule)			
	Liabilities	11	Investments—land, buildings, and equipment basis ▶ _____		
		Less accumulated depreciation (attach schedule) ▶ _____			
12		Investments—mortgage loans			
13		Investments—other (attach schedule)			
14		Land, buildings, and equipment basis ▶ <u>91,425</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>55,134</u>	38,174	36,291	36,291
15		Other assets (describe ▶ _____)	6,588,060	20,154,526	20,493,815
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	19,669,219	31,225,999	34,718,749
17		Accounts payable and accrued expenses	4,737		
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	4,737	0	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	45,676,225	45,676,225		
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
29	Retained earnings, accumulated income, endowment, or other funds	-26,011,743	-14,450,226		
30	Total net assets or fund balances (see instructions)	19,664,482	31,225,999		
31	Total liabilities and net assets/fund balances (see instructions) .	19,669,219	31,225,999		

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	19,664,482
2	Enter amount from Part I, line 27a	2	10,926,537
3	Other increases not included in line 2 (itemize) ▶ _____	3	668,309
4	Add lines 1, 2, and 3	4	31,259,328
5	Decreases not included in line 2 (itemize) ▶ _____	5	33,329
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	31,225,999

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 See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	12,794,304
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	3,543,785	36,499,044	0 097093
2015	3,499,033	36,868,000	0 094907
2014	3,703,049	41,979,256	0 088211
2013	3,514,176	42,307,561	0 083063
2012	3,500,778	42,235,774	0 082887
2 Total of line 1, column (d)			2 0 446161
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 089232
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 35,245,581
5 Multiply line 4 by line 3			5 3,145,034
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 140,027
7 Add lines 5 and 6			7 3,285,061
8 Enter qualifying distributions from Part XII, line 4			8 3,049,012

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	280,054
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	280,054
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	280,054
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	25,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	275,000
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	8,063
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	13,117
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.TOPFERFOUNDATION.ORG	13	Yes	
14	The books are in care of ALAN TOPFER Telephone no (512) 329-6600			

Located at **3600 N CAPITAL OF TX BLDG B STE 320 AUSTIN TX**ZIP+4 **78746**

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

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

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

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

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

[illegible]

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

[illegible]

Total number of other employees paid over \$50,000.	0
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3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

[illegible]

Total number of others receiving over \$50,000 for professional services.	0
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Part IX-A	Summary of Direct Charitable Activities
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List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses

1	
2	
3	
4	

Part IX-B	Summary of Program-Related Investments (see instructions)
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Part IX Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	

[illegible]

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	34,322,494
b	Average of monthly cash balances.	1b	1,459,822
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	35,782,316
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	35,782,316
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	536,735
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	35,245,581
6	Minimum investment return. Enter 5% of line 5.	6	1,762,279

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,762,279
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	280,054
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	280,054
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,482,225
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,482,225
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,482,225

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	3,049,012
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,049,012
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,049,012

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,482,225
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	1,405,692			
b From 2013.	1,453,386			
c From 2014.	1,644,388			
d From 2015.	1,688,203			
e From 2016.	1,773,743			
f Total of lines 3a through e.	7,965,412			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>3,049,012</u>				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				1,482,225
e Remaining amount distributed out of corpus	1,566,787			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	9,532,199			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	1,405,692			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	8,126,507			
10 Analysis of line 9				
a Excess from 2013.	1,453,386			
b Excess from 2014.	1,644,388			
c Excess from 2015.	1,688,203			
d Excess from 2016.	1,773,743			
e Excess from 2017.	1,566,787			

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. ▶

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))
MORTON TOPFER

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

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,833,598
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	***** 2018-11-14 Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee			

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	DUNCAN CAMPBELL				P00628806
	Firm's name ▶ HOWARD LLP				Firm's EIN ▶ 20-2257536
	Firm's address ▶ 8350 MEADOW ROAD SUITE 286 DALLAS, TX 75231				Phone no (214) 346-0750

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
PUBLICLY TRADED SECURITIES			
NET LEASE PRIVATE REIT VI-A INC	P		2017-12-31
NET LEASE PRIVATE REIT IX	P		2017-12-31
O'CONNOR GLOBAL MULTI STRATEGY	P		2017-12-31
QUELLOS PRIVATE CAPITAL	P		2017-12-31
LP INTEREST IN ALTAIR - SPECIAL SITUATIONS FUND	P		2017-12-31
LP INTEREST IN ALTAIR - ANGELO GORDON MVP	P		2017-12-31
LP INTEREST IN ALTAIR - DISTRESSED CREDIT OPPOR FUND	P		2017-12-31
LP INTEREST IN HOT CREEK VENTURES 2	P		2017-12-31
LP INTEREST IN HIGHBRIDGE LEVERAGED	P		2017-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,648,188		2,691,713	-43,525
5,433			5,433
253,836			253,836
421,762			421,762
12,126,020			12,126,020
110,101			110,101
45,689			45,689
		10,727	-10,727
63,205			63,205
32			32

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-43,525
			5,433
			253,836
			421,762
			12,126,020
			110,101
			45,689
			-10,727
			63,205
			32

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
AG OPPORTUNISTIC WHOLE LOAN SELECT LP	P		2017-12-31
ALTAIR COMMERCIAL REAL ESTATE LENDING FUND	P		2017-12-31
ALTAIR DIRECT LENDING FUND	P		2017-12-31
ALTAIR - DISTRESSED CR OPPOR FUND - A, LLC	P		2017-12-31
ALTAIR EUROPEAN NPL FUND	P		2017-12-31
ALTAIR EUROPEAN REAL ESTATE FUND	P		2017-12-31
ALTAIR - FCO II, LLC	P		2017-12-31
ALTAIR - FCO III, LLC	P		2017-12-31
ALTAIR MULTI FAMILY OPPOR FUND IV	P		2017-12-31
ALTAIR - NET LEASE INCOME FUND, LLC	P		2017-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,429			14,429
2,277			2,277
3,349			3,349
		278,578	-278,578
11,355			11,355
5,017			5,017
3,339			3,339
23,366			23,366
13,863			13,863
23,742			23,742

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14,429
			2,277
			3,349
			-278,578
			11,355
			5,017
			3,339
			23,366
			13,863
			23,742

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
ALTAIR - OH XIII, LLC	P		2017-12-31
ALTAIR - REAL ESTATE OPPOR FUND, LLC	P		2017-12-31
ALTAIR - SPECIAL OPPOR FUND, LLC	P		2017-12-31
ALTAIR - SPECIAL OPPOR FUND II, LLC	P		2017-12-31
ALTAIR - SPECIAL SITS FUND II-A, LLC	P		2017-12-31
ALTAIR - SPECIAL SITS FUND , LLC	P		2017-12-31
AWA FUND 2	P		2017-12-31
FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	P		2017-12-31
GARRISON OPPORTUNITY FUND LLC	P		2017-12-31
HOT CREEK VENTURES 2 LP	P		2017-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
37,480			37,480
30,088			30,088
1,406			1,406
2,687			2,687
17,434			17,434
		182,718	-182,718
		59	-59
5,600			5,600
932			932
		15,224	-15,224

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			37,480
			30,088
			1,406
			2,687
			17,434
			-182,718
			-59
			5,600
			932
			-15,224

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
OVATION ALTERNATIVE INCOME FUND LP	P		2017-12-31
Q-BLK CO-INVESTMENT FUND II, LP	P		2017-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,055			8,055
94,638			94,638

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8,055
			94,638

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MORTON TOPFER	PRESIDENT 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
ALAN TOPFER	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
RICHARD TOPFER	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
BONNIE TOPFER VOZAR	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
JACQUELINE TOPFER HYNEK	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
STEVE HYNEK	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
MELANIE CAZIER	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
24 FOUNDATION 500 E MOREHEAD ST SU 218 CHARLOTTE, NC 282022694		501(C)3 EIN 20-37682	TO SUPPORT GENERAL OPERATING EXPENSES	100
360 YOUTH SERVICES 1305 W OSWEGO ROAD NAPERVILLE, IL 60540		501(C)3 EIN 36-29362	TO SUPPORT A TRANSITIONAL LIVING PROGRAM FOR HOMELESS YOUTH	40,000
ADVOCATE CHARITABLE FOUNDATION 205 W TOUHY AVENUE SUITE 125 PARK RIDGE, IL 60068		501(C)3 EIN 36-32973	TO SUPPORT MENTAL HEALTH TREATMENT FOR CHILDREN WHO HAVE BEEN SEXUALLY OR PHYSICALLY ABUSED	35,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AFRICA YOGA PROJECT INCPO BOX 69 WOODSTOCK, NY 12498		501(C)3 EIN 26-28535	TO SUPPORT GENERAL OPERATING EXPENSES	10,000
ALMOST HOME KIDS7 S 721 ROUTE 53 NAPERVILLE, IL 60540		501(C)3 EIN 36-38220	TO SUPPORT TRANSITIONAL AND RESPITE CARE FOR CHILDREN WITH COMPLICATED HEALTH NEEDS AND THEIR FAMILIES	40,000
ALTERNATIVES INCORPORATED 4730 N SHERIDAN ROAD CHICAGO, IL 60640		501(C)3 EIN 36-27206	TO SUPPORT A YOUTH LEADERSHIP DEVELOPMENT PROGRAM AND YOUTH ENRICHMENT ACTIVITIES	40,000
Total 				2,833,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004		501(C)3 EIN 13-62135	TO SUPPORT GENERAL OPERATING EXPENSES	250
AMERICAN DIABETES ASSOCIATION INC 1701 N BEAUREGARD STREET ALEXANDRIA, VA 22311		501(C)3 EIN 13-16238	TO SUPPORT GENERAL OPERATING EXPENSES	35
ANDREW S RODDICK FOUNDATION INC 8509 FM 969 SU0509 AUSTIN, TX 78724		501(C)3 EIN 20-00145	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total 				2,833,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANY BABY CAN FAMILY RESOURCE CENTER 1121 EAST 7TH STREET AUSTIN, TX 78702		501(C)3 EIN 74-26843	TO SUPPORT EARLY CHILDHOOD INTERVENTION AND CANDLELIGHTERS CHILDHOOD CANCER PROGRAMS	40,000
AUSTIN CENTER FOR GRIEF AND LOSS 2413 GREENLAWN PARKWAY AUSTIN, TX 78757		501(C)3 EIN 26-03003	TO SUPPORT CHILDREN'S MENTAL HEALTH SERVICES DEALING WITH GRIEF AND LOSS FOR UNDERSERVED COMMUNITIES	3,500
AUSTIN CHILD GUIDANCE CENTER 810 W 45TH STREET AUSTIN, TX 78751		501(C)3 EIN 74-11667	TO SUPPORT VOICES FOR CHILDREN	5,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN CHILDREN'S SHELTER 4800 MANOR ROAD AUSTIN, TX 78723		501(C)3 EIN 74-23206	TO SUPPORT GENERAL OPERATING EXPENSES	1,000
AUSTIN DOG RESCUE402 TURLEY DR MANCHACA, TX 78652		501(C)3 EIN 61-15350	TO SUPPORT GENERAL OPERATING EXPENSES	50
AUSTIN DOG RESCUE402 TURLEY DR MANCHACA, TX 78652		501(C)3 EIN 61-15350	TO SUPPORT GENERAL OPERATING EXPENSES	32
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN GROUPS FOR THE ELDERLY 3710 CEDAR STREET BOX 2 AUSTIN, TX 78705		501(C)3 EIN 74-24310	TO SUPPORT ADULT DAY SERVICES FOR SENIORS	25,000
AUSTIN PARTNERS IN EDUCATION 8000 CENTRE PARK DR SU 220 AUSTIN, TX 78754		501(C)3 EIN 20-10245	TO SUPPORT COLLEGE READINESS PROGRAM	3,500
AUSTIN PETS ALIVE 2807 MANCHACA ROAD AUSTIN, TX 78704		501(C)3 EIN 74-28933	TAILWAGGERS	2,500
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN PETS ALIVE 2807 MANCHACA ROAD AUSTIN, TX 78704		501(C)3 EIN 74-28933	HARVEY RELIEF	2,500
AVANCE745 MANSELL AVE AUSTIN, TX 78702		501(C)3 EIN 74-17691	TO SUPPORT A PARENT-CHILD EDUCATION PROGRAM FOR LOW INCOME PARENTS OF PRESCHOOL AGE CHILDREN	5,000
BAPTISTE FOUNDATION 1816 PROSPECTOR AVENUE PARK CITY, UT 84060		501(C)3 EIN 45-14416	TO SUPPORT GENERAL OPERATING EXPENSES	1,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BARREL OF MONKEYS PRODUCTIONS 4432 N RAVENSWOOD AVE CHICAGO, IL 60640		501(C)3 EIN 36-42833	TO PROVIDE CREATIVE WRITING AND ARTS PROGRAMMING TO LOW-INCOME STUDENTS	5,000
BERNIE'S BOOK BANK 917 NORTH SHORE DR LAKE BLUFF, IL 60044		501(C)3 EIN 27-09144	TO SUPPORT THE COLLECTION, PROCESSING AND DISTRIBUTION OF NEW AND USED CHILDREN'S BOOKS TO AT-RISK CHILDREN	30,000
BETH TIKVAH CONGREGATION 300 HILLCREST BLVD HOFFMAN ESTATES, IL 60169		501(C)3 EIN 13-16631	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BETH TIKVAH CONGREGATION 300 HILLCREST BLVD HOFFMAN ESTATES, IL 60169		501(C)3 EIN 13-16631	TO SUPPORT GENERAL OPERATING EXPENSES	15,000
BIG BROTHERS BIG SISTERS OF CENTRAL TEXAS INC 4800 MANOR RD BLDG K AUSTIN, TX 78723		501(C)3 EIN 74-16785	TO SUPPORT ONE-TO-ONE MENTORING PROGRAM FOR AT- RISK YOUTH	6,000
BIG BROTHERS BIG SISTERS OF METROPOLITAN CHICAGO 560 WEST LAKE STREET 5TH FLOOR CHICAGO, IL 60661		501(C)3 EIN 36-26812	TO SUPPORT MENTORING FOR AT-RISK YOUTH	30,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOY SCOUTS OF SOUTH TEXAS CORPUS CHRISTI TX CORPUS CHRISTI, TX 78411		501(C)3 EIN 74-11430	TO SUPPORT GENERAL OPERATING EXPENSES	50
BOYS AND GIRLS CLUBS OF THE AUSTIN AREA 5407 N IH 35 STE 400 AUSTIN, TX 78723		501(C)3 EIN 74-60873	TO SUPPORT GENERAL OPERATING EXPENSES	12,500
BREAKTHROUGH 1050 EAST 11TH STREET SUITE 350 AUSTIN, TX 78702		501(C)3 EIN 74-29913	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
Total 				2,833,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BREAKTHROUGH 1050 EAST 11TH STREET SUITE 350 AUSTIN, TX 78702		501(C)3 EIN 74-29913	TO SUPPORT BREAKTHROUGH 2017 SUMMER PROGRAMS	50,000
BROOKWOOD IN GEORGETOWN 905 N CHURCH ST GEORGETOWN, TX 78626		501(C)3 EIN 47-21523	TO SUPPORT GENERAL OPERATING EXPENSES	250
CANDLELIGHT RANCH FOUNDATION PO BOX 26367 AUSTIN, TX 78755		501(C)3 EIN 74-29390	TO SUPPORT OUTDOOR EDUCATIONAL, RECREATIONAL AND THERAPEUTIC PROGRAMS FOR CHILDREN WITH SPECIAL NEEDS	3,500
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAPITAL IDEA 835 N PLEASANT VALLEY RD AUSTIN, TX 78702		501(C)3 EIN 74-28930	TO SUPPORT EDUCATION TO EMPLOYMENT PROGRAM FOR LOW-INCOME ADULTS	40,000
CAPITAL OF TEXAS PUBLIC TELECOMMUNICATIONS COUNCIL 2504-B WHITIS AUSTIN, TX 78712		501(C)3 EIN 75-71260	TO SUPPORT GENERAL OPERATING EXPENSES	60
CARITAS OF AUSTIN 611 NECHES STREET AUSTIN, TX 78701		501(C)3 EIN 74-19096	TO SUPPORT GENERAL OPERATING EXPENSES	50
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARITAS OF AUSTIN 611 NECHES STREET AUSTIN, TX 78701		501(C)3 EIN 74-19096	TO SUPPORT EDUCATION AND EMPLOYMENT SERVICES	25,000
CASA OF DUPAGE COUNTY 505 N COUNTY FARM RD WHEATON, IL 60187		501(C)3 EIN 36-38758	TO SUPPORT ADVOCACY FOR ABUSED AND NEGLECTED CHILDREN WHO ARE IN THE COURT SYSTEM	25,000
CASA OF TRAVIS COUNTY 7600 CHEVY CHASE DRIVE SUITE 200 AUSTIN, TX 78752		501(C)3 EIN 74-23691	TO SUPPORT ADVOCATING FOR CHILDREN IN THE FOSTER CARE SYSTEM IN TRAVIS COUNTY	35,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR CHILD PROTECTION 8509 FM 969 BLDG 2 AUSTIN, TX 78724		501(C)3 EIN 74-25625	TO SUPPORT THE FAMILY ADVOCATE PROGRAM	25,000
CENTRAL TEXAS FOOD BANK 6500 METROPOLIS DR AUSTIN, TX 78745		501(C)3 EIN 74-22173	TO SUPPORT HEALTHY OPTIONS PROGRAM FOR THE ELDERLY (HOPE)	40,000
CHAMPIONS EDUCATIONAL FOUNDATION 775 CAMP ROAD MARBLE FALLS, TX 78654		501(C)3 EIN 81-19488	TO SUPPORT A SUMMER CAMP PROGRAM FOR UNDERPRIVILEGED YOUTH	10,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHAMPIONS OFF THE FIELD PO BOX 13165 AUSTIN, TX 78711		501(C)3 EIN 46-26146	TO SUPPORT GENERAL OPERATING EXPENSES	5,700
CHAMPIONS OFF THE FIELD PO BOX 13165 AUSTIN, TX 78711		501(C)3 EIN 46-26146	TO SUPPORT GENERAL OPERATING EXPENSES	5,700
CHILDREN'S MEDICAL CENTER FOUNDATION OF CENTRAL TEXAS 4900 MUELLER BLVD AUSTIN, TX 78723		501(C)3 EIN 20-04680	TO SUPPORT UPGRADING THE HOSPITAL'S CARDIAC CATHETERIZATION LAB	25,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S MEDICAL CENTER FOUNDATION OF CENTRAL TEXAS 4900 MUELLER BLVD AUSTIN, TX 78723		501(C)3 EIN 20-04680	FUND THE NEED AT GALA	5,000
CHILDREN'S MEDICAL CENTER FOUNDATION OF CENTRAL TEXAS 4900 MUELLER BLVD AUSTIN, TX 78723		501(C)3 EIN 20-04680	TO SUPPORT WOMEN'S TRUST MAY GIVE	3,500
CHILDREN'S MEDICAL CENTER FOUNDATION OF CENTRAL TEXAS 4900 MUELLER BLVD AUSTIN, TX 78723		501(C)3 EIN 20-04680	TO SUPPORT GENERAL OPERATING EXPENSES	3,500
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHISHOLM TRAIL COMMUNITIES FOUNDATION 116 W 8TH STREET GEORGETOWN, TX 786265800		501(C)3 EIN 74-27867	TO SUPPORT GENERAL OPERATING EXPENSES	263
CHRISTOPHER HOUSE 5235 W BELDEN AVE CHICAGO, IL 60639		501(C)3 EIN 23-73160	TO PROVIDE ARTS-INTEGRATED EDUCATION TO K-8 STUDENTS IN THE BELMONT-CRAGIN NEIGHBORHOOD IN CHICAGO	20,000
COLLEGE FORWARDPO BOX 142308 AUSTIN, TX 78714		501(C)3 EIN 43-20035	TO SUPPORT AUSTIN COLLEGE ACCESS AND SUCCESS	8,000
Total 3a				2,833,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLORADO RIVER WATCH FOUNDATION INC DBA AUSTIN YOUTH RIVER WATCH PO BOX 40351 AUSTIN, TX 78704		501(C)3 EIN 74-26070	TO SUPPORT YOUTH EMPOWERMENT THROUGH ENVIRONMENTAL EDUCATION AND STEWARDSHIP	5,000
COMMUNITIES IN SCHOOLS - CENTRAL TEXAS 3000 S IH-35 SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-23690	TO SUPPORT GENERAL OPERATING EXPENSES	10,000
COMMUNITIES IN SCHOOLS - CENTRAL TEXAS 3000 S IH-35 SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-23690	TO SUPPORT CIS INDIVIDUAL STUDENT SUPPORTS AND XY-ZONE PROGRAM	60,000
Total ▶ 3a				2,833,598

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITIES IN SCHOOLS OF CHICAGO 815 W VAN BUREN STE 300 CHICAGO, IL 60607		501(C)3 EIN 74-23690	TO SUPPORT CCIS PROGRAMS, LINKING COMMUNITY RESOURCES TO AT-RISK CHILDREN AND FAMILIES THROUGH SCHOOL SETTINGS	30,000
CON MI MADRE (MOTHERS AND DAUGHTERS RAISING EXPECTATIONS) 1925 SAN JACINTO BLVD STOP 3500 AUSTIN, TX 78712		501(C)3 EIN 74-19340	TO SUPPORT COLLEGE PERSISTENCE PROGRAM	7,500
COURT APPOINTED SPECIAL ADVOCATES (CASA) OF CENTRAL TEXAS INC 104 MLK DR PO BOX 1267 SAN MARCOS, TX 786671267		501(C)3 EIN 74-24033	TO SUPPORT ADVOCACY FOR ABUSED AND NEGLECTED CHILDREN IN HAYS COUNTY	5,000
Total 				2,833,598

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a <i>Paid during the year</i>				
CREATIVE ACTION 701 TILLERY STREET BOX 9 AUSTIN, TX 78702		501(C)3 EIN 74-28569	TO SUPPORT CREATIVE ACTION TEEN PROGRAMS INSPIRING YOUNG ADULTS AS ARTIST- ACTIVISTS	8,500
DANNY DID FOUNDATION 6282 N LEONA AVE CHICAGO, IL 60646		501(C)3 EIN 27-16422	TO SUPPORT GENERAL OPERATING EXPENSES	50
DAYONE PACT 750 WARRENVILLE ROAD SUITE 300 LISLE, IL 60532		501(C)3 EIN 36-31252	TO PROVIDE SUPPORT, INFORMATION AND RESOURCES FOR PARENTS OF CHILDREN WITH DISABILITIES	5,000
Total 				2,833,598
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
DOWN SYNDROME FAMILY SUPPORT & ADVOCACY GROUP PO BOX 1454 GRANGER, IN 46530		501(C)3 EIN 35-18132	TO SUPPORT GENERAL OPERATING EXPENSES	50
DUPAGE FOUNDATION 3000 WOODCREEK DR SU 320 DOWNERS GROVE, IL 60515		501(C)3 EIN 36-39787	TO SUPPORT THE NEXT GENERATION INITIATIVE	100
DUPAGE HEALTH COALITION DBA ACCESS DUPAGE 511 THORNGILL DR SU E CAROL STREAM, IL 60188		501(C)3 EIN 36-44482	TO SUPPORT THE DISPENSARY OF HOPE PROJECT WHICH PROVIDES FREE PHARMACEUTICAL SERVICES TO LOW-INCOME INDIVIDUALS	15,000
Total 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
DUPAGE SENIOR CITIZENS COUNCIL 1919 S HIGHLAND AVENUE BLDG A SU 210 LOMBARD, IL 60148		501(C)3 EIN 36-29880	TO SUPPORT A HOME MAINTENANCE AND MINOR REPAIR PROGRAM FOR SENIORS	25,000
EASTER SEALS-CENTRAL TEXAS INC 1611 HEADWAY CIRCLE BLDG 2 AUSTIN, TX 78754		501(C)3 EIN 75-08088	TO SUPPORT ARCHER'S CHALLENGE 2017	10,000
EASTER SEALS DUPAGE FOX VALLEY 830 S ADDISON AVENUE VILLA PARK, IL 60181		501(C)3 EIN 36-24763	TO SUPPORT THE ORGANIZATION'S MISSION AND PROGRAMS	35,000
Total ► 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
EASTER SEALS DUPAGE FOX VALLEY 830 S ADDISON AVENUE VILLA PARK, IL 60181		501(C)3 EIN 36-24763	TO SUPPORT THE EXPANSION OF AN OUTPATIENT MEDICAL REHABILITATION CENTER FOR CHILDREN AND ADULTS WITH DISABILITIES	20,280
EMANCIPETPO BOX 6396 AUSTIN, TX 78762		501(C)3 EIN 74-29136	TO SUPPORT GENERAL OPERATIONS	500
EMANCIPETPO BOX 6396 AUSTIN, TX 78762		501(C)3 EIN 74-29136	TO SUPPORT GENERAL OPERATIONS	5,000
Total ▶ 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
EMANCIPETPO BOX 6396 AUSTIN, TX 78762		501(C)3 EIN 74-29136	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
ERIKSON INSTITUTE451 LASALLE ST CHICAGO, IL 60654		501(C)3 EIN 36-25935	TO PROVIDE PARENTING SUPPORT AND EDUCATION FOR FAMILIES WITH INFANTS WHO CRY EXCESSIVELY	10,000
EXCHANGE CLUB CTR FOR PREVENTION OF CHILD ABUSE DBA PROJECT HELP 1815 W DIEHL RD SU 900 NAPERVILLE, IL 60563		501(C)3 EIN 36-38609	TO SUPPORT A PARENT MENTORING AND EDUCATION PROGRAM FOR LOW-INCOME ADULTS	20,000
Total ► 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
EXPLORE AUSTIN2121 E CESAR CHAVEZ AUSTIN, TX 78702		501(C)3 EIN 20-54964	TO SUPPORT A PROGRAM PROVIDING UNDERPRIVILEGED TEENS	20,000
FAMILY ELDERCARE 1700 RUTHERFORD LANE AUSTIN, TX 78754		501(C)3 EIN 74-22863	TO SUPPORT IN-HOME CARE, CAREGIVER SERVICES & ESCORTED MEDICAL TRANSPORT FOR LOW-INCOME SENIORS	30,000
FLYING KITES INC51 MELCHER ST BOSTIN, MA 00210		501(C)3 EIN 20-59468	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
Total ▶ 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
FOSTER ANGELS OF CENTRAL TEXAS FOUNDATION PO BOX 152575 AUSTIN, TX 78715		501(C)3 EIN 27-10244	TO SUPPORT A PROGRAM TO PROVIDE CHILDREN IN FOSTER CARE WITH BASIC NEEDS AND LIFE-ENHANCING EXPERIENCES	3,500
FOUNDATION COMMUNITIES 3036 S 1ST STREET SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-25632	TO SUPPORT CONSTRUCTION OF SERVICE-ENRICHED AFFORDABLE HOUSING FOR FAMILIES AT MUELLER	40,000
GENERATION SERVE 8711 BURNET RS B-33 AUSTIN, TX 78757		501(C)3 EIN 27-04522	TO SUPPORT GENERAL OPERATING EXPENSES	100
Total 				2,833,598
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
FRONT STEPS INC500 E 7TH ST AUSTIN, TX 78701		501(C)3 EIN 20-33181	TO SUPPORT EXPANSION OF SERVICE OPPORTUNITIES FOR AUSTIN-AREA YOUTH AND TEENS	5,000
GIANT STEPS ILLINOIS INC 2500 CABOT DRIVE LISLE, IL 60532		501(C)3 EIN 36-41112	TO SUPPORT EDUCATIONAL PROGRAMS FOR CHILDREN WITH AUTISM	10,000
GIFT OF ADOPTION FUNDPO BOX 567 TECHNY, IL 60082		501(C)3 EIN 39-18632	TO SUPPORT GENERAL OPERATING EXPENSES	50
Total ▶ 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
GIRL SCOUTS OF GREATER CHICAGO AND NORTHWEST INDIANA 7648 NORTH PAULINA STREET CHICAGO, IL 60626		501(C)3 EIN 36-38712	SUPPORT A YEAR-ROUND EDUCATION - ENRICHMENT PROGRAM FOR AT-RISK GIRLS	20,000
GIRLS EMPOWERMENT NETWORK 3000 SOUTH IH 35 AUSTIN, TX 78704		501(C)3 EIN 74-28677	TO SUPPORT WEEKLY AFTER SCHOOL PROGRAM FOR GIRLS IN GRADES 3-8	14,500
GIRLSTART1400 WEST ANDERSON LANE AUSTIN, TX 78757		501(C)3 EIN 31-15954	TO SUPPORT GIRLSTART AFTER SCHOOL STEM EDUCATION FOR HIGH-NEED GIRLS	5,000
Total ► 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
GLEN ELLYN CHILDREN'S RESOURCE CENTER 346 TAFT AVENUE SUITE 205 GLEN ELLYN, IL 60137		501(C)3 EIN 20-06280	TO SUPPORT AN AFTER SCHOOL AND SUMMER LITERACY PROGRAM FOR LOW-INCOME CHILDREN	10,000
GREATER HOUSTON COMMUNITY FOUNDATION 12000 KATY FWY HOUSTON, TX 77027		501(C)3 EIN 23-71604	TO SUPPORT GENERAL OPERATING EXPENSES	50
HEALTH ALLIANCE FOR AUSTIN MUSICIANS PO BOX 301496 AUSTIN, TX 78703		501(C)3 EIN 74-19340	TO SUPPORT PATIENT NAVIGATION FOR AUSTIN MUSICIANS	12,500
Total ▶ 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751		501(C)3 EIN 74-11446	TO SUPPORT CHAMPIONS FOR CHILDREN CHALLENGE	2,500
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751		501(C)3 EIN 74-11446	TO SUPPORT GENERAL OPERATING EXPENSES	62
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751		501(C)3 EIN 74-11446	TO SUPPORT TRAUMA-INFORMED RESIDENTIAL TREATMENT SERVICES	40,000
Total ▶ 3a				2,833,598

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HILL COUNTRY SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 2981 S STATE HWY 16 FREDERICKSBURG, TX 786249403		501(C)3 EIN 74-28560	TO SUPPORT GENERAL OPERATING EXPENSES	150
HOSPICE AUSTIN 4107 SPICEWOOD SPRINGS RD STE 100 AUSTIN, TX 78759		501(C)3 EIN 74-22005	TO SUPPORT BEAUTY OF LIFE	2,500
HOSPICE AUSTIN 4107 SPICEWOOD SPRINGS RD STE 100 AUSTIN, TX 78759		501(C)3 EIN 74-22005	TO SUPPORT CHARITY AND UNCOMPENSATED CARE	35,000
Total ► 3a				2,833,598

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I GROW CHICAGO NFP6402 S HONORE CHICAGO, IL 60636		501(C)3 EIN 46-12002	FOR YOGA TEACHER TRAINING IN KENYA	1,250
I GROW CHICAGO NFP6402 S HONORE CHICAGO, IL 60636		501(C)3 EIN 46-12002	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
I GROW CHICAGO NFP6402 S HONORE CHICAGO, IL 60636		501(C)3 EIN 46-12002	TO PROVIDE 15 ENGLEWOOD RESIDENTS WITH TRAINING TO BECOME YOGA INSTRUCTORS	15,000
Total ▶ 3a				2,833,598

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a <i>Paid during the year</i>				
I GROW CHICAGO NFP6402 S HONORE CHICAGO, IL 60636		501(C)3 EIN 46-12002	TO SUPPORT THE PURCHASE AND CONSTRUCTION OF AN OUTDOOR RECREATION AREA	27,720
INFANT WELFARE SOCIETY OF CHICAGO 3600 W FULLERTON AVE CHICAGO, IL 60647		501(C)3 EIN 36-21677	TO SUPPORT CHILD DEVELOPMENT AND SUPPORT SERVICES FOR LOW-INCOME FAMILIES	30,000
INNER-CITY COMPUTER STARS FOUNDATION 415 N DEARBORN 3RD FLOOR CHICAGO, IL 60654		501(C)3 EIN 36-42534	TO SUPPORT A PROGRAM WHICH PREPARES LOW-INCOME, INNER- CITY YOUNG ADULTS FOR CAREERS IN TECHNOLOGY	10,000
Total 3a				2,833,598

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INTERROBANG THEATRE PROJECT INC 5315 N CLARK ST SU 142 CHICAGO, IL 60640		501(C)3 EIN 74-25091	TO SUPPORT GENERAL OPERATING EXPENSES	50
JEREMIAH PROGRAMPO BOX 50590 AUSTIN, TX 78763		501(C)3 EIN 41-18018	TO SUPPORT A TWO- GENERATION APPROACH TO MOVING AUSTIN FAMILIES FROM POVERTY TO PROSPERITY	15,000
JEWISH FAMILY SERVICE 11940 JOLLYVILLE RD SUITE 110 S AUSTIN, TX 78759		501(C)3 EIN 74-14694	TO SUPPORT GERIATRIC CARE MANAGEMENT	12,500
Total ► 3a				2,833,598

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Name and address (home or business)				
a <i>Paid during the year</i>				
JOURNEYCARE FOUNDATION INC 405 LAKE ZURICH ROAD BARRINGTON, IL 60010		501(C)3 EIN 36-38209	TO SUPPORT GENERAL OPERATING EXPENSES	100
JOURNEYCARE FOUNDATION INC 405 LAKE ZURICH ROAD BARRINGTON, IL 60010		501(C)3 EIN 36-38209	TO SUPPORT GENERAL OPERATING EXPENSES	100
JOURNEYCARE FOUNDATION INC 405 LAKE ZURICH ROAD BARRINGTON, IL 60010		501(C)3 EIN 36-38209	TO SUPPORT HOSPICE AND PALLIATIVE CARE FOR MEDICALLY-FRAGILE CHILDREN	20,000
Total ▶ 3a				2,833,598

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a <i>Paid during the year</i>				
JUST KEEP LIVIN FOUNDATION 1107 GLENDON AVENUE LOS ANGELES, CA 90024		501(C)3 EIN 20-93210	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
JUST KEEP LIVIN FOUNDATION 1107 GLENDON AVENUE LOS ANGELES, CA 90024		501(C)3 EIN 20-93210	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
JUVENILE PROTECTIVE ASSOCIATION 1707 NORTH HALSTED CHICAGO, IL 60614		501(C)3 EIN 36-21677	TO SUPPORT MENTAL HEALTH COUNSELING FOR LOW-INCOME YOUTH	25,000
Total ▶ 3a				2,833,598

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KESHET617 LANDWEHR ROAD NORTHBROOK, IL 60062		501(C)3 EIN 36-34413	TO SUPPORT A SUMMER CAMP PROGRAM FOR CHILDREN WITH SPECIAL NEEDS	45,000
KIDS ACTING FOUNDATION 2826 REAL ST AUSTIN, TX 78722		501(C)3 EIN 74-24999	TO SUPPORT FREE, OUT-OF-SCHOOL TIME THEATER ARTS INSTRUCTION AND PERFORMANCE OPPORTUNITIES	5,000
KIPP CHICAGO SCHOOLS 2007 S HALSTED CHICAGO, IL 60608		501(C)3 EIN 30-01359	TO SUPPORT KIPP THROUGH COLLEGE, A PROGRAM SUPPORTING STUDENTS AS THEY TRANSITION INTO HIGH SCHOOL AND COLLEGE	25,000
Total ▶ 3a				2,833,598

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a <i>Paid during the year</i>				
KULA FOR KARMAPO BOX 820 FRANKLIN LAKES, NJ 07417		501(C)3 EIN 11-38193	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
KUT300 W DEAN KEATON AUSTIN, TX 78712		501(C)3 EIN 74-60002	TO SUPPORT GENERAL OPERATING EXPENSES	60
L ARCHE PORTLAND435 SE 82 AVE PORTLAND, OR 97216		501(C)3 EIN 93-08857	TO SUPPORT GENERAL OPERATING EXPENSES	50
Total ▶ 3a				2,833,598

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L ARCHE PORTLAND435 SE 82 AVE PORTLAND, OR 97216		501(C)3 EIN 93-08857	TO SUPPORT GENERAL OPERATING EXPENSES	50
LAUNCH U CHICAGO PROFESSIONALS FOR YOUTH FOUNDATION INC 435 SE 82 AVE CHICAGO, IL 60654		501(C)3 EIN 20-33755	TO SUPPORT COLLEGE PREPARATION MENTORSHIP FOR UNDERSERVED YOUTH	10,000
LAWRENCE HALL YOUTH SERVICES 65 E WACKER PL STE 1300 CHICAGO, IL 60601		501(C)3 EIN 36-21677	TO SUPPORT RESIDENTIAL TREATMENT FOR YOUTH WHO HAVE BEEN ABUSED OR NEGLECTED	25,000
Total ► 3a				2,833,598

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LIFEWORXS3700 SOUTH 1ST STREET AUSTIN, TX 78704		501(C)3 EIN 74-21371	TO SUPPORT LIFEWORXS GED AND LITERACY PROGRAM	50,000
LITERACY COALITION OF CENTRAL TEXAS 835 N PLEASANT VALLEY RD AUSTIN, TX 78702		501(C)3 EIN 80-00783	TO SUPPORT PALS PARENTING PROGRAM	12,500
LYDIA HOME ASSOCIATION 4300 WEST IRVING PARK ROAD CHICAGO, IL 60641		501(C)3 EIN 36-14128	TO SUPPORT A PROGRAM WHICH HELPS TO PREVENT CHILD ABUSE AND NEGLECT	30,000
Total ▶ 3a				2,833,598

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MAINSRING SCHOOLS 1100 WEST LIVE OAK AUSTIN, TX 78704		501(C)3 EIN 74-11430	TO SUPPORT PARENTING PROGRAM AT MAINSPRING SCHOOLS	3,500
MARKLUND1S450 WYATT DRIVE GENEVA, IL 60134		501(C)3 EIN 36-26525	TO PROVIDE SPECIALIZED, COMPREHENSIVE CARE FOR CHILDREN WITH SEVERE DISABILITIES AND MEDICAL COMPLEXITIES	25,000
MARWEN FOUNDATION 833 N ORLEANS STREET CHICAGO, IL 60610		501(C)3 EIN 36-35236	TO SUPPORT COLLEGE PREPARATORY ACTIVITIES FOR YOUTH PARTICIPATING IN ARTS PROGRAMMING	20,000
Total ▶ 3a				2,833,598

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MD ANDERSON CANCER CENTER PO BOX 4486 HOUSTON, TX 77210		501(C)3 EIN 74-15874	TO SUPPORT THE NEURODEGENERATION CONSORTIUM	200,000
MOBILE LOAVES & FISHES INC 903 C CAPITAL OF TX HWY AUSTIN, TX 78746		501(C)3 EIN 74-29560	TO SUPPORT GENERAL OPERATING EXPENSES	6,250
MOBILE LOAVES & FISHES INC 903 C CAPITAL OF TX HWY AUSTIN, TX 78746		501(C)3 EIN 74-29560	FINAL PAYMENT COMMUNITY FIRST - AT PASS THROUGH	6,250
Total ► 3a				2,833,598

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a <i>Paid during the year</i>				
MOBILE LOAVES & FISHES INC 903 C CAPITAL OF TX HWY AUSTIN, TX 78746		501(C)3 EIN 74-29560	TO SUPPORT THE COMMUNITY FIRST ¹ VILLAGE PHASE II-IV FOR THE HOMELESS	300,000
NAMASTE CHARTER SCHOOL INC 3737 S PAULINA ST CHICAGO, IL 60609		501(C)3 EIN 20-02857	TO SUPPORT THE SCHOOL'S HOLISTIC EDUCATION PROGRAM THAT INTEGRATES HEALTH AND WELLNESS WITH RIGOROUS ACADEMICS	50,000
NAMI OF DUPAGE COUNTY ILLINOIS 115 N COUNTY FARM ROAD WHEATON, IL 60187		501(C)3 EIN 36-34120	TO SUPPORT AN INTERVENTION PROGRAM THAT IDENTIFIES AND ADDRESSES CHILDREN AT RISK OF SERIOUS MENTAL ILLNESS	10,000
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NAPERVILLE ELDERLY HOMES INC 310 WEST MARTIN AVENUE NAPERVILLE, IL 60540		501(C)3 EIN 36-27091	TO PROVIDE SUPPORTIVE SERVICES FOR OLDER ADULTS LIVING IN AFFORDABLE HOUSING	15,000
NEW MOMS INC2845 W MCLEAN AVE CHICAGO, IL 60647		501(C)3 EIN 36-32658	TO SUPPORT THE CONSTRUCTION OF A NEW BUILDING IN OAK PARK	25,000
NEW MOMS INC2845 W MCLEAN AVE CHICAGO, IL 60647		501(C)3 EIN 36-32658	TO SUPPORT PARENTING SKILLS DEVELOPMENT AND HOUSING FOR HOMELESS	30,000
Total 				2,833,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NOVANT HEALTH INC 2085 FRONTIS PLAZA BLVD WINSTON SALEM, NC 27103		501(C)3 EIN 56-13769	KIDS WITH POSSABILITIES FUND	50
NOVANT HEALTH INC 2085 FRONTIS PLAZA BLVD WINSTON SALEM, NC 27103		501(C)3 EIN 56-13769	KIDS WITH POSSABILITIES FUND	50
NOVANT HEALTH INC 2085 FRONTIS PLAZA BLVD WINSTON SALEM, NC 27103		501(C)3 EIN 56-13769	KIDS WITH POSSABILITIES FUND	100
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OPEN DOOR PRESCHOOL 3804 CHERRYWOOD RD AUSTIN, TX 78722		501(C)3 EIN 74-18343	TO SUPPORT GENERAL OPERATING EXPENSES	50
OPEN DOOR PRESCHOOL 3804 CHERRYWOOD RD AUSTIN, TX 78722		501(C)3 EIN 74-18343	TO SUPPORT A SUMMER ENRICHMENT PROGRAM FOR ELEMENTARY SCHOOL CHILDREN	6,000
OUTREACH COMMUNITY MINISTRIES INC 122 W LIBERTY DR WHEATON, IL 60187		501(C)3 EIN 23-72650	TO SUPPORT OUTREACH AND PROGRAMMING FOR OLDER ADULTS	25,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARTNERSHIPS FOR CHILDREN PO BOX 204444 AUSTIN, TX 78720		501(C)3 EIN 43-20047	TO SUPPORT RAINBOW ROOM WHICH PROVIDES BASIC NECESSITIES FOR CHILDREN IN THE FOSTER CARE SYSTEM	3,500
PEOPLE'S RESOURCE CENTER 201 S NAPERVILLE ROAD WHEATON, IL 60187		501(C)3 EIN 36-31576	TO SUPPORT AN ART ENRICHMENT PROGRAM FOR LOW-INCOME YOUTH	5,000
PEOPLE'S RESOURCE CENTER 201 S NAPERVILLE ROAD WHEATON, IL 60187		501(C)3 EIN 36-31576	TO SUPPORT THE FOOD PANTRY PROGRAM	30,000
Total ► 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PORCHLIGHT MUSIC THEATRE CHICAGO 4200 W DIVERSEY PKW CHICAGO, IL 60639		501(C)3 EIN 36-40215	TO SUPPORT A STUDENT OUTREACH AND SUMMER CAMP PROGRAM	20,000
PRISMS INC 21800 TOWN CENTER PLAZA STERLING, VA 20164		501(C)3 EIN 54-16520	TO SUPPORT GENERAL OPERATING EXPENSES	100
QUALITY OF LIFE FOUNDATION OF AUSTIN INC 535 E 5TH ST AUSTIN, TX 78701		501(C)3 EIN 74-23948	TO SUPPORT GENERAL OPERATING EXPENSES	4,080
Total ► 3a				2,833,598

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
QUALITY OF LIFE FOUNDATION OF AUSTIN INC 535 E 5TH ST AUSTIN, TX 78701		501(C)3 EIN 74-23948	TO SUPPORT GENERAL OPERATING EXPENSES	4,080
ROBERT CROWN CENTER FOR HEALTH EDUCATION 21 SALT CREEK LANE HINSDALE, IL 60521		501(C)3 EIN 36-26087	TO PROVIDE A SUBSTANCE ABUSE PREVENTION PROGRAM FOR MIDDLE- AND HIGH- SCHOOL STUDENTS	45,000
RONALD MCDONALD HOUSE CHARITIES - CHICAGOLAND AND NORTHWEST INDIANA CHAPTER 3101 W 22ND AVE SU 905 OAK BROOK, IL 60523		501(C)3 EIN 36-29346	RONALD MCDONALD HOUSE AT LOYOLA	100
Total 3a				2,833,598

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RONALD MCDONALD HOUSE CHARITIES - CHICAGOLAND AND NORTHWEST INDIANA CHAPTER 3101 W 22ND AVE SU 905 OAK BROOK, IL 60523		501(C)3 EIN 36-29346	TO SUPPORT GENERAL OPERATING EXPENSES	100
RONALD MCDONALD HOUSE CHARITIES OF AUSTIN AND CENTRAL TEXAS 1315 BARBARA JORDAN BLVD AUSTIN, TX 78723		501(C)3 EIN 74-22776	TO SUPPORT TEMPORARY LODGING AND SUPPORT SERVICES TO FAMILIES WITH CRITICALLY ILL OR INJURED CHILDREN	7,500
SAINT LOUISE HOUSEPO BOX 150637 AUSTIN, TX 78715		501(C)3 EIN 74-29681	TO SUPPORT LIFE SKILLS AND SUPPORTIVE SERVICES AT ST LOUISE HOUSE FOR HOMELESS WOMEN WITH CHILDREN	20,000
Total 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEAL LEGACY FOUNDATION 1401 MCKINNEY ST SU 2222 HOUSTON, TX 77010		501(C)3 EIN 45-31177	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
SEAL LEGACY FOUNDATION 1401 MCKINNEY ST SU 2222 HOUSTON, TX 77010		501(C)3 EIN 45-31177	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
SEAL LEGACY FOUNDATION 1401 MCKINNEY ST SU 2222 HOUSTON, TX 77010		501(C)3 EIN 45-31177	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SHARING CONNECTIONS FURNITURE BANK 5111 CHASE AVE DOWNERS GROVE, IL 60515		501(C)3 EIN 36-43631	TO PROVIDE FURNITURE AND OTHER BASIC NEEDS FOR LOW-INCOME FAMILIES	27,000
SPCA OF TEXAS2400 LONE STAR DR DALLAS, TX 75212		501(C)3 EIN 75-12166	TO SUPPORT GENERAL OPERATING EXPENSES	50
ST ANDREWS EPISCOPAL SCHOOL INC 1112 W 31 ST AUSTIN, TX 78705		501(C)3 EIN 74-60036	TO SUPPORT GENERAL OPERATING EXPENSES	1,300
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ST ANDREWS EPISCOPAL SCHOOL INC 1112 W 31 ST AUSTIN, TX 78705		501(C)3 EIN 74-60036	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
ST ANDREWS EPISCOPAL SCHOOL INC 1112 W 31 ST AUSTIN, TX 78705		501(C)3 EIN 74-60036	TO SUPPORT GENERAL OPERATING EXPENSES	1,300
ST ANDREWS EPISCOPAL SCHOOL INC 1112 W 31 ST AUSTIN, TX 78705		501(C)3 EIN 74-60036	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST GABRIEL'S CATHOLIC SCHOOL 2500 WIMBERLY LANE AUSTIN, TX 78735		501(C)3 EIN 74-27730	TO SUPPORT GENERAL OPERATING EXPENSES	4,687
ST GABRIEL'S CATHOLIC SCHOOL 2500 WIMBERLY LANE AUSTIN, TX 78735		501(C)3 EIN 74-27730	TO SUPPORT GENERAL OPERATING EXPENSES	1,250
ST GABRIEL'S CATHOLIC SCHOOL 2500 WIMBERLY LANE AUSTIN, TX 78735		501(C)3 EIN 74-27730	TO SUPPORT GENERAL OPERATING EXPENSES	863
Total ▶ 3a				2,833,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST GABRIEL'S CATHOLIC SCHOOL 2500 WIMBERLY LANE AUSTIN, TX 78735		501(C)3 EIN 74-27730	TO SUPPORT GENERAL OPERATING EXPENSES	1,250
ST MARTIN'S EPISCOPAL CHURCH 1095 E THACKER ST DES PLAINES, IL 60016		501(C)3 EIN 36-24296	TO SUPPORT GENERAL OPERATING EXPENSES	375
ST MICHAEL'S CATHOLIC ACADEMY 3000 BARTON CK BLVD AUSTIN, TX 78735		501(C)3 EIN 74-22661	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total ▶ 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST MICHAEL'S CATHOLIC ACADEMY 3000 BARTON CK BLVD AUSTIN, TX 78735		501(C)3 EIN 74-22661	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
STELLA'S SECRET STASHPO BOX 309 MOUNT PROSPECT, IL 60056		501(C)3 EIN 47-13376	TO SUPPORT GENERAL OPERATING EXPENSES	50
SUSTAINABLE FOOD CENTER INC 2921 E 17TH ST BLDG C AUSTIN, TX 78702		501(C)3 EIN 74-24414	TO SUPPORT A PROGRAM ADDRESSING FOOD INSECURITY, CHILDHOOD OBESITY, AND HEALTHY FOOD SYSTEMS	3,500
Total 				2,833,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEEN PARENT CONNECTION 739 ROOSEVELT ROAD 8-100 GLEN ELLYN, IL 60137		501(C)3 EIN 36-33870	TO SUPPORT THE PURCHASE OF THE ORGANIZATION'S BUILDING IN GLEN ELLYN	25,000
TEEN PARENT CONNECTION 739 ROOSEVELT ROAD 8-100 GLEN ELLYN, IL 60137		501(C)3 EIN 36-33870	TO SUPPORT PARENT EDUCATION AND SUPPORT SERVICES FOR ADOLESCENT PARENTS AND PEER EDUCATION	20,000
TEXAS BOOK FESTIVAL 610 BRAZOS SU 200 AUSTIN, TX 78701		501(C)3 EIN 74-27764	TO SUPPORT BOOK FOR ALL PROGRAM, WHICH AIMS TO STRENGTHEN LITERACY	2,500
Total ► 3a				2,833,598

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE ARC OF THE CAPITAL AREA 2818 SAN GABRIEL AUSTIN, TX 78705		501(C)3 EIN 74-12944	TO SUPPORT ARC OF THE ARTS A FINE ARTS DAY PROGRAM FOR PEOPLE WITH INTELLECTUAL AND DEVELOPMENTAL DISABILITIES	6,000
THE AUSTIN YOUNG MEN'S BUSINESS LEAGUE SUNSHINE CAMPS 2225 ANDREW ZILKER ROAD AUSTIN, TX 78746		501(C)3 EIN 74-60231	TO SUPPORT GENERAL OPERATING EXPENSES	52
THE AUSTIN YOUNG MEN'S BUSINESS LEAGUE SUNSHINE CAMPS 2225 ANDREW ZILKER ROAD AUSTIN, TX 78746		501(C)3 EIN 74-60231	TO SUPPORT SUNSHINE AFTERSCHOOL AN AFTERSCHOOL PROGRAM FOR HIGH POTENTIAL MIDDLE SCHOOL STUDENTS	7,500
Total 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CHICAGO LIGHTHOUSE FOR PEOPLE WHO ARE BLIND OR VISUALLY IMPAIRED 1850 WEST ROOSEVELT ROAD CHICAGO, IL 60608		501(C)3 EIN 36-21691	TO SUPPORT IN-HOME THERAPY - PARENT COUNSELING, EDUCATION AND SUPPORT FOR FAMILIES WITH CHILDREN WHO ARE BLIND	15,000
THE COMMUNITY HOUSE 415 W EIGHTH STREET HINSDALE, IL 60521		501(C)3 EIN 36-21677	TO SUPPORT AFTER-SCHOOL AND SUMMER PROGRAMS FOR THE WILLOWBROOK CORNER NEIGHBORHOOD	45,000
THE FRIENDS OF NATHAN FOUNDATION 1061 WARWICK CIR N HOFFMAN ESTATES, IL 60169		501(C)3 EIN 45-05572	TO SUPPORT GENERAL OPERATING EXPENSES	50
Total ▶ 3a				2,833,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE ORAL CANCER FOUNDATION 3419 VIA LIDO 295 NEWPORT BEACH, CA 92663		501(C)3 EIN 33-09690	TO SUPPORT GENERAL OPERATING EXPENSES	210
THE SADIE MCCANN FUND VIA CHARITYSMITH C/O CHARITYSMITH 13100 FILLY LANE TRUCKEE, CA 96161		501(C)3 EIN 87-06364	TO SUPPORT GENERAL OPERATING EXPENSES	518
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total ▶ 3a				2,833,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT FAMILY SHELTER AT SAFEPLACE	45,000
THE SETTLEMENT HOME 1600 PAYTON GIN ROAD AUSTIN, TX 78758		501(C)3 EIN 74-12001	TO SUPPORT SUCCESS IN SCHOOL PROGRAM	35,000
Total ▶ 3a				2,833,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE TRAIN4 FOUNDATION 3004 MARAVILLAS LOOP AUSTIN, TX 78735		501(C)3 EIN 81-24767	TO SUPPORT GENERAL OPERATING EXPENSES	3,000
UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767		501(C)3 EIN 74-15874	TO SUPPORT HIGH QUALITY, RESEARCH-BASED EARLY LITERACY TUTORING AND EDUCATIONAL SUPPORT FOR BILINGUAL STUDENTS	10,000
UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767		501(C)3 EIN 74-15874	TO SUPPORT A STEM SUMMER CAMP FOR UNDERSERVED MIDDLE SCHOOL STUDENTS	3,500
Total 				2,833,598
3a				

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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				
THINKERY1830 SIMOND AVE AUSTIN, TX 78723		501(C)3 EIN 74-22887	TO SUPPORT STEAM SUMMER CAMP IMMERSION PROGRAM	3,500
UMOJA STUDENT DEVELOPMENT CORP 910 W VAN BUREN ST S 710 CHICAGO, IL 60607		501(C)3 EIN 36-42636	TO SUPPORT A SCHOOL-WIDE PREVENTION, INTERVENTION, AND RESTORATION PROGRAM TO REDUCE TEEN VIOLENCE	20,000
VOLUNTEER HEALTHCARE CLINIC 4215 MEDICAL PARKWAY AUSTIN, TX 78756		501(C)3 EIN 74-60824	TO SUPPORT NON-EMERGENCY, WALK-IN, FREE, MEDICAL CLINIC SERVICES TO CHILDREN	5,000
Total ▶ 3a				2,833,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WEST SUBURBAN COMMUNITY PANTRY 6809 HOBSON VALLEY DRIVE 118 WOODRIDGE, IL 60517		501(C)3 EIN 36-38570	TO PROVIDE HEALTHY, NUTRITIOUS FOOD TO LOW- INCOME FAMILIES	7,500
WESTERN DUPAGE SPECIAL RECREATION ASSOCIATION FOUNDATION 116 N SCHMALE ROAD CAROL STREAM, IN 60188		501(C)3 EIN 36-39329	MATCHING FOR BLACK & RED BASH	596
WESTERN DUPAGE SPECIAL RECREATION ASSOCIATION FOUNDATION 116 N SCHMALE ROAD CAROL STREAM, IN 60188		501(C)3 EIN 36-39329	TO SUPPORT RECREATIONAL PROGRAMMING FOR INDIVIDUALS WITH SPECIAL NEEDS	12,500
Total 3a				2,833,598

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WONDERS & WORRIES INC 9101 BURNET ROAD STE 107 AUSTIN, TX 78758		501(C)3 EIN 74-30129	TO SUPPORT MENTAL HEALTH AND COPING SUPPORT SERVICES FOR UNDERSERVED FAMILIES WITH A SERIOUSLY ILL PARENT	3,500
YOUNG WOMEN'S CHRISTIAN ASSOCIATION OF METROPOLITAN CHICAGO 1 N LASALLE ST SU 1150 CHICAGO, IL 60602		501(C)3 EIN 36-21797	TO SUPPORT GENERAL OPERATING EXPENSES	25
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
Total ▶ 3a				2,833,598

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
Total				2,833,598
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT COSTUME BASH	5,000
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	6,000
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT ARTS ACROSS THE CURRICULUM PROGRAM	5,000
Total ▶ 3a				2,833,598

TY 2017 Accounting Fees Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,500	1,875		625

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER SOFTWARE	2004-06-30	8,068	8,068	SL	3 000000000000	0	0		
COMPUTER EQUIPMENT	2004-06-30	1,210	1,210	SL	5 000000000000	0	0		
FURNITURE	2007-06-30	20,138	20,138	SL	7 000000000000	0	0		
LEASEHOLD IMPROVEMENTS	2007-06-30	48,067	12,218	SL	39 000000000000	1,232	0		
COMPUTER EQUIPMENT	2008-06-30	3,725	3,725	SL	5 000000000000	0	0		
COMPUTER EQUIPMENT	2010-04-15	6,968	6,968	SL	5 000000000000	0	0		
COMPUTER EQUIPMENT	2015-08-05	3,249	921	SL	5 000000000000	650	0		

TY 2017 General Explanation Attachment**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	FORM 8621	FORM 8621	THE TAXPAYER HEREBY ELECTS UNDER TREASURY REGULATION SECTION 1.1411-10(G) TO APPLY THE RULES IN SECTION 1.1411-10(G) TO THE CONTROLLED FOREIGN CORPORATIONS ("CFC") AND PASSIVE FOREIGN INVESTMENT CORPORATIONS ("PFICs") LISTED BELOW THAT HAVE ELECTED TO BE QUALIFIED ELECTING FUNDS IN WHICH THE TAXPAYER HAS MADE AN INDIRECT INVESTMENT IN DURING THE YEAR NAME AG OPPORTUNISTIC WHOLE LOAN SELECT, LPEIN 47-2260087

TY 2017 Investments Corporate Stock Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LUMINOUS BROKERAGE	9,527,402	10,935,937
JP MORGAN BROKERAGE	236,028	1,980,954
UBS	76,800	76,800

**TY 2017 Land, Etc.
Schedule****Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER SOFTWARE	8,068	8,068	0	
COMPUTER EQUIPMENT	1,210	1,210	0	
FURNITURE	20,138	20,138	0	
LEASEHOLD IMPROVEMENTS	48,067	13,450	34,617	
COMPUTER EQUIPMENT	3,725	3,725	0	
COMPUTER EQUIPMENT	6,968	6,968	0	
COMPUTER EQUIPMENT	3,249	1,571	1,678	

TY 2017 Legal Fees Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	723	723		0

TY 2017 Other Assets Schedule

Name: TOPFER FAMILY FOUNDATION
EIN: 74-2961304

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
AWA FUND 2 LLC	0	480,255	480,255
AUSTIN 03-17 JV LLC	0	398,281	398,281
2017 SUMMMIT PARK LP	0	114,665	114,665
HEATHERWILDE 45 2017 LP	0	50,000	50,000
OH BULVERDE LP	0	500,000	500,000
OH ELMONT LP	397,830	382,566	382,566
LANDMARK CONSERVANCY LLC	102,796	65,348	65,348
LANDMARK SOUTHPARK APARTMENTS, LP	16,341	1,554	1,554
OH LENOX SPRINGS INVESTMENTS, LP	100,000	100,000	100,000
OH WE4ST 5TH INVESTMENTS LLC	0	299,997	299,997
OVATION ALTERNATIVE INCOME FUND, LP	504,199	1,263,156	1,263,156
AIC SPV LLC	0	21,695	21,695
STONEHILL STRATEGIC HOTEL CREDIT OPPOR FUND	0	153,382	155,227
ALTAIR - DIRECT LENDING OPPOR FUND, LP	1,297,593	1,037,762	1,011,528
ALTAIR OH XIII LLC	123,181	33,750	125,921
ALTAIR - COMMERCIAL REAL ESTATE LENDING FUND II (PRIME) LLC	290,509	638,845	644,430
ALTAIR - COMMERCIAL REAL ESTATE LENDING LLC	1,058,006	1,073,315	1,014,799
ALTAIR - EUROPEAN NPL FUND, LTD	236,060	430,829	471,655
ALTAIR SPECIAL OPPOR FUND III (C5) LLC	604,997	631,929	469,124
ALTAIR EUROPEAN REAL ESTATE OPPPORTUNITY FUND	330,203	347,121	367,390
BRIDGE SENIOR HOUSING CO-INVESTMENT FUND II	0	315,123	315,123
AJ CAPITAL REAL ESTATE FUND II	0	706,151	690,293
GOLUB CAPITAL PARTNERS INT'L 10	610,023	607,726	714,700
ALTAIR - DSO, LLC	1,200,188	1,182,628	2,149,302
ALTAIR - SPECIAL SITS FUND II-A, LLC	1,146,533	1,091,730	946,274
ALTAIR - SPECIAL SITS FUND, LLC	199,313	0	0
ALTAIR - NET LEASE INCOME FUND, LLC	246,573	238,088	310,125
ALTAIR DISTRESSED CR OPPOR FUND - A, LLC	356,738	0	0
BRIDGE MULTIFAMILY & COMMERCIAL OFFICT INT'L-A FUND III LP	499,063	762,318	854,874
ALTAIR SPECIAL OPPOR FUND II, LLC	169,227	117,760	107,637

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ALTAIR - MULTI-FAMILY FUND IV (GRAYSTAR) LLC	586,992	578,754	809,065
ALTAIR - GOLUB CAP VIII, LLC	420,813	416,614	442,282
ALTAIR - FCO II, LLC	104,012	97,979	119,417
ALTAIR - GOF III, LLC	294,478	293,018	90,776
ALTAIR - REAL ESTATE OPPOR FUND, LLC	177,473	101,531	84,393
ALTAIR SPECIAL OPPORS FUND, LLC	149,740	88,791	70,095
ALTAIR - FCO III, LLC	337,989	260,450	265,724
ALTAIR - GOLUB CAP VII, LLC	802,924	794,336	862,145
ALTAIR - ANGELO GORDON MVP, LLC	1,778,545	0	0
GARRISON OPPORTUNITY FUND LLC	71,864	53,165	5,066
FORTRESS REAL ESTATE OPPOR FUND (B) LP	123,020	94,048	88,614
FORTRESS REAL ESTATE OPPOR FUND II (B) LP	551,551	602,835	694,191
FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	250,999	364,088	378,117
GOLUB CAPITAL PARTNERS INT'L 9 LP	774,930	718,105	793,971
SENIOR HOUSING ROC MAIN FUND	516,940	601,237	651,562
AG OPPORTUNITY WHOLE LOAN SELECT LP	448,676	424,122	378,258
QUELLOS PRIVATE CAPITAL 2002	-12,306,876	0	0
Q-BLK CO INV FUND II	608,062	253,581	288,322
HOT CREEK VENTURES 2, LP	-20,088	0	0
NET LEASE PRIVATE REIT IX	978,643	1,000,000	80,000
NET LEASE PRIVATE REIT X	448,000	736,000	736,000
JP MORGAN OTHER INVESTMENTS	0	-370,102	-370,102

TY 2017 Other Decreases Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Description	Amount
FEDERAL INCOME TAXES	33,329

TY 2017 Other Expenses Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	2,005	0		2,005
OFFICE SUPPLIES	933	0		933
COMPUTER SERVICES	3,864	0		3,864
INSURANCE	8,340	0		8,340
POSTAGE AND DELIVERY	93	0		93
SUBSCRIPTIONS	1,124	0		1,124
MEMBERSHIP DUES	40	0		40
EQUIPMENT EXPENSES	21,829	0		21,829
PORTFOLIO DEDUCTIONS - AG OPPORTUNISTIC WHOLE LOAN SELECT LP	50	50		0
AJ CAPITAL REAL ESTATE FUND II LP	584	584		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS - ALTAIR - ANGELO GORDON MVP, LLC	5,646	5,646		0
PORTFOLIO DEDUCTIONS - ALTAIR - COMMERCIAL REAL ESTATE LENDING FUND II, LLC	7,791	7,791		0
PORTFOLIO DEDUCTIONS - ALTAIR - COMMERCIAL REAL ESTATE LENDING FUND, LLC	13,552	13,552		0
PORTFOLIO DEDUCTIONS - ALTAIR - DIRECT LENDING FUND, LLC	14,744	14,744		0
PORTFOLIO DEDUCTIONS - ALTAIR - DISTRESSED CR OPPOR FUND - A, LLC	3,527	3,527		0
PORTFOLIO DEDUCTIONS - ALTAIR - DSO, LLC	17,586	17,586		0
PORTFOLIO DEDUCTIONS - ALTAIR - FCO II, LLC	3,148	3,148		0
PORTFOLIO DEDUCTIONS - ALTAIR - FCO III, LLC	8,493	8,493		0
PORTFOLIO DEDUCTIONS - ALTAIR - GOF III, LLC	1,872	1,872		0
PORTFOLIO DEDUCTIONS - ALTAIR - GOLUB CAP VII, LLC	10,975	10,975		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS - ALTAIR - GOLUB CAP VIII, LLC	5,289	5,289		0
PORTFOLIO DEDUCTIONS - ALTAIR - MULTI-FAMILY OPPOR FUND IV (GREYSTAR), LLC	9,125	9,125		0
PORTFOLIO DEDUCTIONS - ALTAIR - NET LEASE INCOME FUND, LLC	5,100	5,100		0
PORTFOLIO DEDUCTIONS - ALTAIR - OH XIII, LLC	8,377	8,377		0
PORTFOLIO DEDUCTIONS - ALTAIR - REAL ESTATE OPPOR FUND, LLC	3,772	3,772		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND II, LLC	4,977	4,977		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND, LLC	5,067	5,067		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND III (C5), LLC	6,859	6,859		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL SITS FUND II-A, LLC	21,803	21,803		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL SITS FUND, LLC	14,423	14,423		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS - FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	4,872	4,872		0
PORTFOLIO DEDUCTIONS - FORTRESS REAL ESTATE OPPOR FUND (B) LP	3,051	3,051		0
PORTFOLIO DEDUCTIONS - FORTRESS REAL ESTATE OPPOR FUND II B	13,102	13,102		0
PORTFOLIO DEDUCTIONS - GARRISON OPPORTUNITY FUND LLC	1,964	1,964		0
PORTFOLIO DEDUCTIONS - OVATION ALTERNATIVE INCOME FUND LP	46,968	46,968		0
PORTFOLIO DEDUCTIONS - Q-BLK CO-INVESTMENT FUND II, LP	12,105	12,105		0
PORTFOLIO DEDUCTIONS - STONEHILL STRATAGIC HOTEL SR OPPOR FUND	11,424	11,424		0
OTHER DEDUCTIONS - ALTAIR DISTRESSED CR OPPOR FUND A LLC	294	294		0
OTHER DEDUCTIONS ALTAIR FCO III	1,206	1,206		0
OTHER DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND, LLC	288	288		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND II, LLC	93	93		0
OTHER DEDUCTIONS - ALTAIR SPECIAL SITUATIONS FUND	81	81		0
OTHER DEDUCTIONS - ALTAIR SPECIAL SITUATIONS FUND II-A	480	480		0
OTHER DEDUCTIONS - GARRISON OPPORTUNITY FUND LLC	539	539		0
OTHER DEDUCTIONS - STONEHILL STRATEGIC HOTEL CREDIT OPPOR	-11,783	-11,783		0
CHARITABLE CONTRIBUTION - ALTAIR DISTRESSED CR OPPOR FUND A LLC	2	2		0
CHARITABLE CONTRIBUTION - ALTAIR SPECIAL SITS FUND LLC	162	162		0
CHARITABLE CONTRIBUTION - GARRISON OPPOR FUND LLC	3	3		0
CHARITABLE CONTRIBUTION - Q-BLK CO-INVESTMENT FUND II LP	16	16		0
ROYALTY DEDUCTIONS - ALTAIR SPECIAL SITS FUND II-A, LLC	150	150		0

TY 2017 Other Income Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
2017 SUMMIT PARK	2,165	2,165	2,165
AG OPPORTUNISTIC WHOLE LOAN SELECT LP	50,544	50,544	50,544
AJ CAPITAL REAL ESTATE FUND II LP	-6,304	0	-6,304
ALTAIR - DISTRESSED CR OPPOR FUND - A, LLC	553	29	553
ALTAIR - EUROPEAN NPL FUND LTD	35,039	35,039	35,039
ALTAIR - EUROPEAN REAL ESTATE FUND	11,901	11,901	11,901
ALTAIR - FCO II, LLC	9,969	9,967	9,969
ALTAIR - FCO III, LLC	5,451	5,537	5,451
ALTAIR - NET LEASE INCOME FUND LLC	-1,291	-1,291	-1,291
ALTAIR - REAL ESTATE OPPOR FUND, LLC	-1,762	-181	-1,762
ALTAIR - SPECIAL OPPOR FUND, LLC	14	14	14
ALTAIR - SPECIAL OPPOR FUND II, LLC	3,525	3,525	3,525
ALTAIR - SPECIAL SITS FUND II-A, LLC	13,540	13,588	13,540
ALTAIR - SPECIAL SITS FUND, LLC	10,496	10,496	10,496
AUSTIN 03-17 JV	-101,694	-11,385	-101,694
AWA FUND 2	-19,686	-18,704	-19,686
FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	10,180	9,641	10,180
FORTRESS REAL ESTATE OPPOR FUND (B) LP	19,516	19,516	19,516
FORTRESS REAL ESTATE OPPOR FUND II (B) LP	18,162	14,925	18,162
GARRISON OPPORTUNITY FUND LLC	-3,888	-2,993	-3,888

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LANDMARK CONSERVANCY APARTMENTS LP	-33,184	-33,184	-33,184
LANDMARK SOUTHPARK APARTMENTS, LP	-2,672	-2,672	-2,672
OH ELMONT	-62,348	-62,348	-62,348
OH LENOX SPRINGS	-18,616	-18,616	-18,616
OH WEST 5TH INVESTMENTS	-3	-3	-3
OVATION ALTERNATIVE INCOME FUNC	22,671	12,537	22,671
Q-BLK CO-INVESTMENT FUND II, LP	-9,687	-497	-9,687
STONEHILL STRATEGIC HOTEL CREDIT OPPOR	8,850	343	8,850
NET RENTAL INCOME	242,077	242,077	242,077
NET RENTAL INCOME	-242,077	-242,077	-242,077

TY 2017 Other Increases Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Description	Amount
BOOK-TAX DIFFERENCES	668,309

TY 2017 Other Professional Fees Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	83,007	83,007		0

TY 2017 Taxes Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	228	228		0