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Form **990-PF**

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

OMB No 1545-0052

2017

Department of the Treasury
Internal Revenue Service

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Go to www.irs.gov/Form990PF for instructions and the latest information.**

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

| | | |
|--|--|--|
| Name of foundation Clifford Foundation, Inc. | | A Employer identification number 75-2506394 |
| Number and street (or P O box number if mail is not delivered to street address) P. O. Box 1001 | Room/suite | B Telephone number (see instructions) 903-874-4725 |
| City or town, state or province, country, and ZIP or foreign postal code Corsicana TX 75151 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation 04 <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,538,564 | J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

516

SCANNED JUL 16 2018

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | 244,292 | | N/A | |
| | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 170,218 | 170,218 | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 53 | | | |
| | b Gross sales price for all assets on line 6a 160,053 | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | | 53 | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less: Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | | | | | |
| 12 Total. Add lines 1 through 11 | 414,563 | 170,271 | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 0 | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) See Stmt 1 | 8,725 | | | 8,725 |
| | b Accounting fees (attach schedule) Stmt 2 | 1,655 | 827 | | 828 |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) Stmt 3 | 1,564 | | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (att sch) Stmt 4 | 59,773 | 5,715 | | 54,058 |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 71,717 | 6,542 | | 63,611 |
| | 25 Contributions, gifts, grants paid | 329,392 | | | 329,392 |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 401,109 | 6,542 | | 393,003 | |
| 27 Subtract line 26 from line 12 | | | | | |
| a Excess of revenue over expenses and disbursements | 13,454 | | | | |
| b Net investment income (if negative, enter -0-) | | 163,729 | | | |
| c Adjusted net income (if negative, enter -0-) | | | | | |

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Form **990-PF** (2017)

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| Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | Beginning of year | End of year | |
|--|---|-------------------|----------------|-----------------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash – non-interest-bearing | | | |
| | 2 Savings and temporary cash investments | 195,756 | 251,471 | 251,471 |
| | 3 Accounts receivable ▶ Less allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ Less allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 Other notes and loans receivable (att schedule) ▶ Less allowance for doubtful accounts ▶ | 0 | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | 2,622 | 1,600 | 1,600 |
| | 10a Investments – U S and state government obligations (attach schedule) | | | |
| | b Investments – corporate stock (attach schedule) See Stmt 5 | 1,126,727 | 1,126,727 | 1,882,650 |
| | c Investments – corporate bonds (attach schedule) See Stmt 6 | 482,295 | 431,276 | 441,566 |
| | 11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶ | | | |
| | 12 Investments – mortgage loans | 1,730,853 | 1,751,125 | 1,751,125 |
| | 13 Investments – other (attach schedule) See Statement 7 | 223,683 | 223,406 | 210,152 |
| | 14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶ | | | |
| 15 Other assets (describe ▶) | | | | |
| 16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I) | 3,761,936 | 3,785,605 | 4,538,564 | |
| Liabilities | 17 Accounts payable and accrued expenses | | 5,929 | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ▶ See Statement 8) | 19,152 | 23,438 | |
| 23 Total liabilities (add lines 17 through 22) | 19,152 | 29,367 | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/> | | | |
| | 24 Unrestricted | 3,742,784 | 3,756,238 | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| 30 Total net assets or fund balances (see instructions) | 3,742,784 | 3,756,238 | | |
| 31 Total liabilities and net assets/fund balances (see instructions) | 3,761,936 | 3,785,605 | | |

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 | 3,742,784 |
| 2 Enter amount from Part I, line 27a | 2 | 13,454 |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 Add lines 1, 2, and 3 | 4 | 3,756,238 |
| 5 Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 | 6 | 3,756,238 |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.) | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| 1a Kinder Morgan Class Action Suit | P | | |
| b Halliburton Bond | P | 07/15/14 | 03/15/17 |
| c Alabama Power Co. Bond | P | 07/15/14 | 10/15/17 |
| 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 34 | | | 34 |
| b 110,019 | | 110,000 | 19 |
| c 50,000 | | 50,000 | |
| d | | | |
| e | | | |

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

| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|------------------------|--------------------------------------|---|--|
| a | | | 34 |
| b | | | 19 |
| 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 | 53 |
| 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 the instructions before making any entries

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|---------------------------------------|---|--|
| 2016 | 284,665 | 4,231,793 | 0.067268 |
| 2015 | 281,054 | 4,116,371 | 0.068277 |
| 2014 | 133,310 | 3,765,428 | 0.035404 |
| 2013 | 178,947 | 3,831,149 | 0.046708 |
| 2012 | 212,456 | 3,218,724 | 0.066006 |

| | | |
|--|----------|------------------|
| 2 Total of line 1, column (d) | 2 | 0.283663 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.056733 |
| 4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 | 4 | 4,444,185 |
| 5 Multiply line 4 by line 3 | 5 | 252,132 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 1,637 |
| 7 Add lines 5 and 6 | 7 | 253,769 |
| 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions. | 8 | 393,003 |

3

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

| | | | |
|-----------|--|----|-------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 1,637 |
| 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 | 1,637 |
| 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 | 1,637 |
| 6 | Credits/Payments: | | |
| a | 2017 estimated tax payments and 2016 overpayment credited to 2017 | 6a | 1,600 |
| b | Exempt foreign organizations - tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 1,600 |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 37 |
| 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 <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | |

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

| | | Yes | No |
|--|------|-----|----|
| 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions | 11 | | X |
| 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions | 12 | | X |
| 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A | 13 | X | |
| 14 The books are in care of ▶ C. L. Brown III Telephone no ▶ 903-874-4725 319 West 7th Ave Located at ▶ Corsicana TX ZIP+4 ▶ 75110 | | | |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – check here and enter the amount of tax-exempt interest received or accrued during the year | ▶ 15 | | |
| 16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ | 16 | | X |

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

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

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

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 Organizations relying on a current notice regarding disaster assistance, check here **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No If "Yes" to 6b, file Form 8870 **6b**

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| See Statement 9 | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

Total number of other employees paid over \$50,000 **0**

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

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

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|--|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services | | ▶ |

Part IX-A Summary of Direct Charitable Activities

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

| Expenses |
|--|
| 1 43 scholarships were awarded/renewed on behalf of individuals during the year. |
| 2 |
| 3 |
| 4 |

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

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

| Amount | |
|--|--|
| 1 N/A | |
| 2 | |
| All other program-related investments See instructions | |
| 3 | |
| Total. Add lines 1 through 3 | |

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

| | | | |
|----------|---|-----------|------------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 2,448,467 |
| b | Average of monthly cash balances | 1b | 248,271 |
| c | Fair market value of all other assets (see instructions) | 1c | 1,815,125 |
| d | Total (add lines 1a, b, and c) | 1d | 4,511,863 |
| 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 | 4,511,863 |
| 4 | Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions) | 4 | 67,678 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 4,444,185 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 222,209 |

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 | 222,209 |
| 2a | Tax on investment income for 2017 from Part VI, line 5 | 2a | 1,637 |
| b | Income tax for 2017 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 1,637 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 220,572 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 220,572 |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 220,572 |

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 | 393,003 |
| b | Program-related investments – total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 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 | 393,003 |
| 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 | 1,637 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 391,366 |

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 | | | | 220,572 |
| 2 Undistributed income, if any, as of the end of 2017: | | | | |
| a Enter amount for 2016 only | | | | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2017: | | | | |
| a From 2012 | 54,730 | | | |
| b From 2013 | | | | |
| c From 2014 | 40,480 | | | |
| d From 2015 | 78,391 | | | |
| e From 2016 | 76,203 | | | |
| f Total of lines 3a through e | 249,804 | | | |
| 4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>393,003</u> | | | | |
| a Applied to 2016, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required – see instructions) | | | | |
| c Treated as distributions out of corpus (Election required – see instructions) | | | | |
| d Applied to 2017 distributable amount | | | | 220,572 |
| e Remaining amount distributed out of corpus | 172,431 | | | |
| 5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 422,235 | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b. Taxable amount – see instructions | | | | |
| e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount – see instructions | | | | |
| f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018 | | | | 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) | | | | |
| 8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) | 54,730 | | | |
| 9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a | 367,505 | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2013 | | | | |
| b Excess from 2014 | 40,480 | | | |
| c Excess from 2015 | 78,391 | | | |
| d Excess from 2016 | 76,203 | | | |
| e Excess from 2017 | 172,431 | | | |

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

See Statement 10

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

N/A

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

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

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

**C. L. Brown, III 903-874-4725
P.O. Box 1001 Corsicana TX 75151**

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

See attached application

c Any submission deadlines:

See attached application

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

See Statement 11

Part XV **Supplementary Information** *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|----------------|
| a <i>Paid during the year</i> See Statement 12 | | | | 329,392 |
| Total | | | | 329,392 |
| b <i>Approved for future payment</i> See Statement 13 | | | | 329,250 |
| Total | | | | 329,250 |

Schedule of Contributors

2017

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization

Clifford Foundation, Inc.

Employer identification number

75-2506394

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

| | |
|--|---|
| Name of organization Clifford Foundation, Inc. | Employer identification number 75-2506394 |
|--|---|

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|--|----------------------------|---|
| 1 | C.L. Brown III 319 W. 7th Ave Corsicana TX 75110 | \$ 244,292 | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

| | |
|--|---|
| Name of organization Clifford Foundation, Inc. | Employer identification number 75-2506394 |
|--|---|

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (See instructions.) | (d) Date received |
|---------------------------|--|---|----------------------|
| 1 | Notes Receivable | \$ 244,292 | 02/07/17 |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|--------------|-----------------|----------------|--------------|--------------------|
| | \$ 8,725 | \$ | \$ | \$ 8,725 |
| Total | \$ 8,725 | \$ 0 | \$ 0 | \$ 8,725 |

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|-----------------|-----------------|----------------|--------------|--------------------|
| Accounting Fees | \$ 1,655 | \$ 827 | \$ | \$ 828 |
| Total | \$ 1,655 | \$ 827 | \$ 0 | \$ 828 |

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

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|--------------|-----------------|----------------|--------------|--------------------|
| 990 PF | \$ 1,564 | \$ | \$ | \$ |
| Total | \$ 1,564 | \$ 0 | \$ 0 | \$ 0 |

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

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|-----------------------------|------------------|-----------------|--------------|--------------------|
| Expenses | | | | |
| Miscellaneous | 1,774 | 537 | \$ | 1,237 |
| Bank Fees | 15 | 15 | | 108 |
| Supplies | 217 | 109 | | 138 |
| Travel | 138 | | | 53 |
| Postage | 107 | | | 52,522 |
| Accounting and Student Serv | 57,522 | 5,000 | | |
| Total | \$ 59,773 | \$ 5,715 | \$ 0 | \$ 54,058 |

Federal Statements

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

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|----------------------|----------------------|----------------|-----------------------|----------------------|
| Southern Co. | \$ 56,203 | \$ 56,203 | Cost | \$ 192,360 |
| Ameren Corp. | 49,186 | 49,186 | Cost | 70,788 |
| Xcel Energy, Inc. | 34,783 | 34,783 | Cost | 72,165 |
| Alliant Energy Corp. | 29,805 | 29,805 | Cost | 85,220 |
| CVR Partners LP | 22,019 | 22,019 | Cost | 3,280 |
| Kinder Morgan | 46,228 | 46,228 | Cost | 20,112 |
| Otter Tail Corp | 25,633 | 25,633 | Cost | 44,450 |
| AT&T | 137,391 | 137,391 | Cost | 174,960 |
| Dupont | 20,620 | 20,620 | Cost | 91,304 |
| Coca Cola | 41,516 | 41,516 | Cost | 55,056 |
| Chevron | 114,035 | 114,035 | Cost | 137,709 |
| Conoco Phillips | 84,265 | 84,265 | Cost | 82,335 |
| Deere & Co | 49,935 | 49,935 | Cost | 93,906 |
| Dr Pepper Snapple | 47,366 | 47,366 | Cost | 97,060 |
| Emerson Electric | 40,641 | 40,641 | Cost | 55,752 |
| Ford | 50,406 | 50,406 | Cost | 43,715 |
| Norfolk Southern | 56,535 | 56,535 | Cost | 94,185 |
| Eversource Energy | 50,266 | 50,266 | Cost | 165,784 |
| Phillips 66 | 8,815 | 8,815 | Cost | 25,288 |
| Proctor & Gamble | 40,170 | 40,170 | Cost | 55,128 |
| Sysco | 109,598 | 109,598 | Cost | 206,482 |
| Verizon | 3,677 | 3,677 | Cost | 6,934 |
| Vodafone Group | 7,634 | 7,634 | Cost | 8,677 |
| Total | \$ 1,126,727 | \$ 1,126,727 | | \$ 1,882,650 |

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|-------------------|----------------------|----------------|-----------------------|----------------------|
| Alabama Power Co. | \$ 51,368 | | Cost | \$ 129,751 |
| Deere and Company | 127,011 | 128,431 | Cost | 100,943 |
| GE Capital | 100,000 | 100,000 | Cost | |
| Haliburton | 108,942 | | Cost | |
| Microsoft Corp | 94,974 | 94,974 | Cost | 102,293 |
| Ford Motor Co | | 107,871 | Cost | 108,579 |
| Total | \$ 482,295 | \$ 431,276 | | \$ 441,566 |

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|------------------------|----------------------|----------------|-----------------------|----------------------|
| Channelview TX ISD Bds | \$ 111,579 | 111,452 | Cost | \$ 104,977 |
| Brazoria County Bds | 112,104 | 111,954 | Cost | 105,175 |
| Total | \$ 223,683 | \$ 223,406 | | \$ 210,152 |

Statement 8 - Form 990-PF, Part II, Line 22 - Other Liabilities

| <u>Description</u> | <u>Beginning of Year</u> | <u>End of Year</u> |
|--------------------|------------------------------|------------------------|
| N/R Loan Escrow | \$ 19,152 | \$ 23,438 |
| Total | \$ 19,152 | \$ 23,438 |

Federal Statements

75-2506394

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

| Name and Address | Title | Average Hours | Compensation | Benefits | Expenses |
|--|------------|---------------|--------------|----------|----------|
| Clifford L. Brown, III 319 West 7th Ave. Corsicana TX 75110 | President | 3.00 | 0 | 0 | 0 |
| Larry Morrison 104 N 7th St. Corsicana TX 75110 | Vice Pres | 1.00 | 0 | 0 | 0 |
| William S. Maupin 1131 West 7th Ave. Corsicana TX 75110 | Sec/treas | 1.00 | 0 | 0 | 0 |
| Terry Seth 1302 Oaklawn Dr. Corsicana TX 75110 | Schol Comm | 1.00 | 0 | 0 | 0 |
| Nellie Carr Thorogood 4310 Pinewood Park Kingwood TX 77345 | Schol Comm | 1.00 | 0 | 0 | 0 |
| Susan Cason Laird 1440 Wreyhill Dr. Hurst TX 76053 | Schol Comm | 1.00 | 0 | 0 | 0 |
| Mary E. Brown 1901 Woodlawn Ave Corsicana TX 75110 | Schol Comm | 1.00 | 0 | 0 | 0 |
| Carla Dyess 2127 FM 2452 Corsicana TX 75110 | Schol Comm | 6.00 | 0 | 0 | 0 |
| Jane Fouty 6101 Long Prarie RD #744-10 Flower Mound TX 75028 | Schol Comm | 1.00 | 0 | 0 | 0 |

Federal Statements**Statement 10 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

| <u>Name of Manager</u> | <u>Amount</u> |
|--|-------------------|
| C. L. Brown, III P.O. Box 1001 Corsicana, Texas 75151 | \$ 244,292 |
| Total | \$ <u>244,292</u> |

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

| <u>Description</u> |
|--------------------------|
| See attached application |

Form 990-PF, Part XV, Line 2c - Submission Deadlines

| <u>Description</u> |
|--------------------------|
| See attached application |

Statement 11 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

| <u>Description</u> |
|--|
| Limited to Texas, primarily Navarro Co. and need for financial assistance. |

75-2506394

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

| Name | | Address | | Relationship | Status | Purpose | Amount |
|--------------------|--------------------------|----------------------|--|--------------|--------|-------------------|--------|
| Rebecca Bentz | Palmer TX 75152 | PO Box 1096 | | None | | Room and Board | 1,745 |
| Robert Zane Haden | Purdon TX 76679 | 1470 NW CR 3020 | | None | | Books and Tuition | 5,223 |
| Shelby Adamson | Chatfield TX 75105 | 7858 NE CR 0260 | | None | | Books and Tuition | 390 |
| Brett Anderson | College Station TX 77840 | 907 Camellia Court A | | None | | Books and Tuition | 2,500 |
| Vicente Castillo | Corsicana TX 75110 | 112 S. 29th Street | | None | | Books and Tuition | 4,856 |
| Morgan Cook Martin | Stephenville TX 76402 | Box T 3364 | | None | | Books and Tuition | 4,547 |
| Morgan Cook Martin | Stephenville TX 76402 | Box T 3364 | | None | | Room and Board | 4,484 |
| Jennifer Garcia | Houston TX 77004 | 4600 Cullen Blvd | | None | | Books and Tuition | 159 |
| Jennifer Garcia | Houston TX 77004 | 4600 Cullen Blvd | | None | | Room and Board | 537 |
| Cecilia Lopez | Corsicana TX 75110 | 4804 NW CR 0022 | | None | | Books and Tuition | 9,950 |
| Cecilia Lopez | Corsicana TX 75110 | 4804 NW CR 0022 | | None | | Room and Board | 6,885 |
| Erica Melendez | Corsicana TX 75110 | 603 W 6th Avenue | | None | | Books and Tuition | 2,212 |
| Erica Melendez | Corsicana TX 75110 | 603 W 6th Avenue | | None | | Room and Board | 4,465 |
| Daniel Pelzel | College Station TX 77840 | 2301 Eastmark #2134B | | None | | Room and Board | 3,000 |
| Jacob Praytor | Purdon TX 76679 | 15821 FM 639 E | | None | | Books and Tuition | 5,542 |
| Jacob Praytor | Purdon TX 76679 | 15821 FM 639 E | | None | | Room and Board | 5,929 |
| Veronica Reyes | Corsicana TX 75110 | 2708 Fish Tank Road | | None | | Books and Tuition | 4,961 |
| Veronica Reyes | Corsicana TX 75110 | 2708 Fish Tank Road | | None | | Room and Board | 4,265 |
| Benjamin Crocker | Corsicana TX 75110 | 519 N 38th Street | | None | | Books and Tuition | 9,411 |

Federal Statements

75-2506394

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

| Name | | Address | | Relationship | Status | Purpose | Amount |
|--------------------|--------------------|-----------------------|--|--------------|--------|-------------------|--------|
| Address | | Address | | | | | |
| Benjamin Crocker | Corsicana TX 75110 | 519 N 38th Street | | None | | Room and board | 6,903 |
| Sadie Gent | Quanah TX 79252 | 900 W 9th | | None | | Books and Tuition | 4,818 |
| Sadie Gent | Quanah TX 79252 | 900 W 9th | | None | | Room and Board | 6,682 |
| Haley Jenkins | Corsicana TX 75110 | 905 FM 2859 | | None | | Books and Tuition | 11,351 |
| Haley Jenkins | Corsicana TX 75110 | 905 FM 2859 | | None | | Room and Board | 9,130 |
| Katherine Haden | Purdon TX 76679 | 1470 NW 3020 | | None | | Books and Tuition | 9,564 |
| Katherine Haden | Purdon TX 76679 | 1470 NW 3020 | | None | | Room and Board | 675 |
| Rebecca Hambrick | Corsicana TX 75110 | 1700 W. Beverly Drive | | None | | Books and Tuition | 5,964 |
| Rebecca Hambrick | Corsicana TX 75110 | 1700 W. Beverly Drive | | None | | Room and Board | 2,744 |
| Alexandra Nelson | Corsicana TX 75110 | 1901 Royal Lane | | None | | Books and Tuition | 2,108 |
| Nicholas Snodgrass | Barry TX 75102 | 2332 NW CR 2131 | | None | | Books and Tuition | 3,078 |
| Nicholas Snodgrass | Barry TX 75102 | 2332 NW CR 2131 | | None | | Room and Board | 7,389 |
| Frank Robles | Rice TX 75155 | 516 NW PR 0147 | | None | | Books and Tuition | 693 |
| Emily Stoval | Corsicana TX 75110 | 1906 E Beverly Drive | | None | | Room and Board | 1,398 |
| Shelby Sweeney | Rice TX 75155 | 200 Sunrise Circle | | None | | Books and Tuition | 5,856 |
| Shelby Sweeney | Rice TX 75155 | 200 Sunrise Circle | | None | | Room and Board | 457 |
| Alyssa Walker | Purdon TX 76679 | 6320 SW CR 2029 | | None | | Books and Tuition | 9,247 |
| Alyssa Walker | Purdon TX 76679 | 6320 SW CR 2029 | | None | | Books and Tuition | 7,356 |

Federal Statements

75-2506394

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

| Name | | Address | | Relationship | Status | Purpose | Amount |
|---|--|--------------------|------|--------------|-------------------|---------|--------|
| Address | | | | | | | |
| Denise Garcia Corsicana TX 75110 | | 814 S 30th Street | None | | Books and Tuition | 7,936 | |
| Denise Garcia Corsicana TX 75110 | | 814 S 30th Street | None | | Room and Board | 2,857 | |
| Callie Bearden Corsicana TX 75110 | | 2309 Love Street | None | | Books and Tuition | 5,217 | |
| Lauren Hayes Dawson TX 76639 | | 12198 FM 642 | None | | Books and Tuition | 2,500 | |
| Anna Kirk Blooming Grove TX 76626 | | 9200 NW CR 1343 | None | | Books and Tuition | 4,245 | |
| Matthew Cole Metcalfe Corsicana TX 75109 | | 4221 NE CR 1040 | None | | Books and Tuition | 8,000 | |
| Catilin Prince Garrison TX 75946 | | P.O. Box 134 | None | | Books and Tuition | 11,528 | |
| Catilin Prince Garrison TX 75946 | | P.O. Box 134 | None | | Room and Board | 5,142 | |
| Cruz Reyes Corsicana TX 75110 | | 1121 W 11th Street | None | | Books and Tuition | 1,889 | |
| Cruz Reyes Corsicana TX 75110 | | 1121 W 11th Street | None | | Room and Board | 6,432 | |
| Tara Rippenkroeger Purdon TX 76679 | | 1678 NW CR 3118 | None | | Books and Tuition | 13,434 | |
| Tara Rippenkroeger Purdon TX 76679 | | 1678 NW CR 3118 | None | | Room and Board | 1,516 | |
| Daphne Sidener Waco TX 76708 | | 3801 N 21st St. | None | | Books and Tuition | 7,554 | |
| Daphne Sidener Waco TX 76708 | | 3801 N 21st St | None | | Room and Board | 2,446 | |
| Dalton Steele Corsicana TX 75110 | | 6819 FM 709 S | None | | Room and Board | 2,452 | |
| Ella Watts Corsicana TX 75110 | | 926 SE CR 2230 | None | | Books and Tuition | 10,000 | |
| Alexandra White Corsicana TX 75110 | | 1109 W 4th Ave | None | | Books and Tuition | 7,943 | |
| Alexandra White Corsicana TX 75110 | | 1109 W 4th Ave | None | | Room and Board | 1,581 | |

Federal Statements

75-2506394

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

| Name | Address | Relationship | Status | Purpose | Amount |
|-----------------|--------------------|--------------|---------------------------|-------------------|----------------|
| Jessica Harper | Corsicana TX 75110 | None | 1738 Clearbrook Lane | Tuition and Books | 6,902 |
| Dara Hewerdine | Corsicana TX 75110 | None | 6136 SE CR 2080 | Tuition and Books | 2,848 |
| Ashley Howard | Corsicana TX 75110 | None | 547 W Harris Road | Tuition and Books | 6,000 |
| James McKissack | Corsicana TX 75110 | None | 1516 Woodlawn Ave. | Tuition and Books | 5,000 |
| Eli Powers | Corsicana TX 75110 | None | 942 SE CR 1080 | Tuition and Books | 6,452 |
| Eli Powers | Corsicana TX 75110 | None | 942 SE CR 1080 | Room and Board | 1,403 |
| Giancarla Soto | Corsicana TX 75110 | None | 404 Forest Lane | Tuition and Books | 3,500 |
| Donald Smith | Corsicana TX 75109 | None | 4029 Wichita Trail | Tuition and Books | 4,334 |
| Donald Smith | Corsicana TX 75109 | None | 4029 Wichita Trail | Room and Board | 666 |
| Cameron Nelson | Prosper TX 75078 | None | 4500 Bluestem Dr. Apt # 2 | Tuition and Books | 7,190 |
| Cameron Nelson | Prosper TX 75078 | None | 4500 Bluestem Dr. Apt # 2 | Room and Board | 1,951 |
| Bryan Reagan | Corsicana TX 75110 | None | 3412 FM 1839 | Tuition and Books | 4,000 |
| Total | | | | | <u>329,392</u> |

Statement 13 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt

| Name | Address | Relationship | Status | Purpose | Amount |
|-------------------|-----------------|--------------|-----------------|-------------------|--------|
| Robert Zane Haden | Purdon TX 76679 | None | 1470 NW CR 3020 | Books and Tuition | 2,500 |

Federal Statements

75-2506394

**Statement 13 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for
Future Pmt (continued)**

| Name | | Address | | Relationship | Status | Purpose | Amount |
|--|--|----------------------|------|--------------|-------------------|---------|--------|
| Address | | | | | | | |
| Shelby Adamson Chatfield TX 75105 | | 7858 NE CR 0260 | None | | Books and Tuition | 8,000 | |
| Shelby Adamson Chatfield TX 75105 | | 7858 NE CR 0260 | None | | Room and Board | 7,500 | |
| Cecilia Lopez Corsicana TX 75110 | | 4804 NW CR 0022 | None | | Books and Tuition | 5,000 | |
| Jacob Praytor Purdon TX 76679 | | 15821 FM 639 E | None | | Books and Tuition | 4,000 | |
| Jacob Praytor Purdon TX 76679 | | 15821 FM 639 E | None | | Room and Board | 3,000 | |
| Benjamin Crocker Corsicana TX 75110 | | 519 N 38th Street | None | | Books and Tuition | 8,000 | |
| Benjamin Crocker Corsicana TX 75110 | | 519 N 38th Street | None | | Room and Board | 7,500 | |
| Haley Jenkins Corsicana TX 75109 | | 905 FM 2859 | None | | Books and Tuition | 8,000 | |
| Haley Jenkins Corsicana TX 75109 | | 905 FM 2859 | None | | Room and Board | 7,500 | |
| Sadie Gent Quanah TX 79252 | | 900 W 9th | None | | Books and Tuition | 6,000 | |
| Sadie Gent Quanah TX 79252 | | 900 W 9th | None | | Room and Board | 6,000 | |
| Katherine Haden Purdon TX 76679 | | 1470 NW 3020 | None | | Books and Tuition | 8,000 | |
| Katherine Haden Purdon TX 76679 | | 1470 NW 3020 | None | | Room and Board | 7,500 | |
| Rebecca Hambrick Corsicana TX 75110 | | 1700 W Beverly Drive | None | | Books and Tuition | 8,000 | |
| Rebecca Hambrick Corsicana TX 75110 | | 1700 W Beverly Drive | None | | Room and Board | 7,500 | |
| Nicholas Snodgrass Barry TX 75102 | | 2332 NW CR 2161 | None | | Books and Tuition | 4,000 | |
| Nicholas Snodgrass Barry TX 75102 | | 2332 NW CR 2161 | None | | Room and Board | 3,750 | |
| Alyssa Walker Purdon TX 76679 | | 6320 SW CR 2029 | None | | Books and Tuition | 8,000 | |

Federal Statements

75-2506394

Statement 13 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt (continued)

| Name | | Address | | Relationship | Status | Purpose | Amount |
|---|--|--------------------|------|--------------|-------------------|---------|--------|
| Address | | | | | | | |
| Alyssa Walker Purdon TX 76679 | | 6320 SW CR 2029 | None | | Room and Board | 7,500 | |
| Denise Garcia Corsicana TX 75110 | | 814 S 30th Street | None | | Books and Tuition | 8,000 | |
| Denise Garcia Corsicana TX 75110 | | 814 S 30th Street | None | | Room and Board | 8,000 | |
| Callie Bearden Corsicana TX 75110 | | 2309 Love Street | None | | Books and Tuition | 5,000 | |
| Callie Bearden Corsicana TX 75110 | | 2309 Love Street | None | | Room and Board | 5,000 | |
| Lauren Hayes Dawson TX 76639 | | 12198 FM 642 | None | | Books and Tuition | 2,500 | |
| Lauren Hayes Dawson TX 76639 | | 12198 FM 642 | None | | Room and Board | 2,500 | |
| Matthew Cole Metcalfe Corsicana TX 75109 | | 4221 NE CR 1040 | None | | Books and Tuition | 4,000 | |
| Matthew Cole Metcalfe Corsicana TX 75109 | | 4221 NE CR 1040 | None | | Room and Board | 4,000 | |
| Catlin Prince Garrison TX 75946 | | P.O. Box 134 | None | | Books and Tuition | 5,000 | |
| Catlin Prince Garrison TX 75946 | | P.O. Box 134 | None | | Room and Board | 5,000 | |
| Cruz Reyes Corsicana TX 75110 | | 1121 W 11th Street | None | | Books and Tuition | 6,000 | |
| Cruz Reyes Corsicana TX 75110 | | 1121 W 11th Street | None | | Room and Board | 6,000 | |
| Tara Rippenkroeger Purdon TX 76679 | | 1678 NW CR 3118 | None | | Books and Tuition | 5,000 | |
| Tara Rippenkroeger Purdon TX 76679 | | 1678 NW CR 3118 | None | | Room and Board | 5,000 | |
| Ella Watts Corsicana TX 75110 | | 926 SE CR 2230 | None | | Books and Tuition | 5,000 | |
| Ella Watts Corsicana TX 75110 | | 926 SE CR 2230 | None | | Room and Board | 5,000 | |
| Alexandra White Corsicana TX 75110 | | 1109 W 4th Avenue | None | | Books and Tuition | 5,000 | |

Federal Statements

75-2506394

Statement 13 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt (continued)

| Name | Address | Relationship | Status | Purpose | Amount |
|-----------------|-------------------------|----------------------|--------|-------------------|--------|
| Alexandra White | Corsicana TX 75110 | 1109 W 4th Avenue | None | Room and Board | 5,000 |
| Daphne Sidener | Waco TX 76708 | 3801 N 21st Street | None | Tuition and Books | 5,000 |
| Daphne Sidener | Waco TX 76708 | 3801 N 21st Street | None | Room and Board | 5,000 |
| Jessica Harper | Corsicana TX 75110 | 1738 Clearbrook Lane | None | Tuition and Books | 7,500 |
| Jessica Harper | Corsicana TX 75110 | 1738 Clearbrook Lane | None | Room and Board | 7,500 |
| Dara Hewerdine | Corsicana TX 75110 | 6136 SE CR 2080 | None | Tuition and Books | 6,000 |
| Ashley Howard | Corsicana TX 75110 | 547 W Harris Road | None | Tuition and Books | 6,000 |
| Eli Powers | Corsicana TX 75110 | 942 SE CR 1080 | None | Tuition and Books | 10,000 |
| Eli Powers | Corsicana TX 75110 | 942 SE CR 1080 | None | Room and Board | 8,000 |
| Giancarla Soto | Corsicana TX 75110 | 404 Forest Lane | None | Tuition and Books | 3,500 |
| Danal Smith | Corsicana TX 75109 | 4029 Wichita Trail | None | Tuition and Books | 5,000 |
| Cameron Nelson | Prosper TX 75078 | 4500 Bluestem Dr. | None | Tuition and Books | 5,000 |
| Cameron Nelson | Prosper TX 75078 | 4500 Bluestem Dr. | None | Room and Board | 5,000 |
| Bryan Reagan | Corsicana TX 75110 | 3412 FM 1839 | None | Tuition and Books | 8,000 |
| Ethan McCall | Blooming Grove TX 76626 | PO Box 484 | None | Tuition and Books | 2,500 |
| Jesse Cate | Frost TX 76641 | PO Box 68 | None | Tuition and Books | 5,000 |
| Trent Hayes | Corsicana TX 75110 | 2000 Dartmouth Lane | None | Tuition and Books | 5,000 |
| Ashland Ray | Corsicana TX 75110 | 701 McKinney Ave. | None | Tuition and Books | 5,000 |

Federal Statements

75-2506394

**Statement 13 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for
Future Pmt (continued)**

| Name | | Address | | Relationship | Status | Purpose | Amount |
|--------------------|--|---------|-------------------|--------------|--------|-------------------|----------------|
| Address | | | | | | | |
| Ashland Ray | | | | | | | |
| Corsicana TX 75110 | | None | 701 McKinney Ave. | | | Room and Board | 5,000 |
| Sara Gaines | | | | | | | |
| Corsicana TX 75110 | | None | 410 E Drane Ave. | | | Tuition and Books | 7,000 |
| Total | | | | | | | <u>329,250</u> |