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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 6/1/2017, and ending 5/31/2018

Name of foundation: **BARBARA C BREAZEALE TRUST**

Number and street (or P O box number if mail is not delivered to street address): **Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **LAS VEGAS NV 89118**

Foreign country name: _____ Foreign province/state/county: _____ Foreign postal code: _____

A Employer identification number: 59-6858257

B Telephone number (see instructions): 888-730-4933

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

G Check all that apply

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

H Check type of organization Section 501(c)(3) exempt private foundation (A)
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 446,268**

J Accounting method Cash Accrual
 Other (specify) _____

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	9,761	9,761		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	6,765			
b Gross sales price for all assets on line 6a 190,000				
7 Capital gain net income (from Part IV, line 2)		6,765		
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	16,526	16,526	0	
13 Compensation of officers, directors, trustees, etc	7,598	6,839		760
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,152			1,152
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,327	158		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	10,077	6,997	0	1,912
25 Contributions, gifts, grants paid	22,000			22,000
26 Total expenses and disbursements. Add lines 24 and 25	32,077	6,997	0	23,912
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-15,551			
b Net investment income (if negative, enter -0-)		9,529		
c Adjusted net income (if negative, enter -0-)			0	

ENVELOPE
 POSTMARK DATE
 SEP 14 2018

SCANNED
 OCT 30 2018

9 4

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			
	2	Savings and temporary cash investments	9,806	13,188	13,188
	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 (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)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	420,945	402,014	433,080	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	430,751	415,202	446,268	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	430,751	415,202	
	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)	430,751	415,202		
31	Total liabilities and net assets/fund balances (see instructions)	430,751	415,202		

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	430,751
2	Enter amount from Part I, line 27a	2	-15,551
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	2
4	Add lines 1, 2, and 3	4	415,202
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	415,202

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	See Attached Statement			
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				
b				
c				
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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	6,765
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	23,274	441,668	0.052696
2015	23,822	443,126	0.053759
2014	23,645	482,435	0.049012
2013	23,346	479,376	0.048701
2012	21,291	461,556	0.046129
2	Total of line 1, column (d)		2 0.250297
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 0.050059
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		4 452,919
5	Multiply line 4 by line 3		5 22,673
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 95
7	Add lines 5 and 6		7 22,768
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 23,912

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	95	
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	95	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	95	
6	Credits/Payments			
6a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	603	
6b	Exempt foreign organizations—tax withheld at source	6b		
6c	Tax paid with application for extension of time to file (Form 8868)	6c		
6d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	603	
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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	508	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	413	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		X
3 Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		X
4 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
5 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
6 Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
7 If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
8 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
9 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	
10 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	
11 Enter the states to which the foundation reports or with which it is registered See instructions. ▶ FL		
12 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 <i>General Instruction G</i> ? If "No," attach explanation	X	
13 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV		X
14 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		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ► 89118		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		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 checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	N/A	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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 propoganda, 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 Yes No
 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
 If "Yes," attach the statement required by Regulations section 53 4945–5(d). N/A

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

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? Yes No

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
Wells Fargo Bank, N.A. 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89	TRUSTEE 1 00	7,598		

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 Yes No **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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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	438,640
b	Average of monthly cash balances	1b	21,176
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	459,816
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	459,816
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	6,897
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	452,919
6	Minimum investment return. Enter 5% of line 5	6	22,646

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	22,646
2a	Tax on investment income for 2017 from Part VI, line 5	2a	95
b	Income tax for 2017. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	95
3	Distributable amount before adjustments Subtract line 2c from line 1	3	22,551
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,551
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	22,551

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	23,912
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	23,912
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	95
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	23,817

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				22,551
2 Undistributed income, if any, as of the end of 2017.				
a Enter amount for 2016 only			17,440	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 23,912				
a Applied to 2016, but not more than line 2a			17,440	
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				6,472
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				16,079
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

- 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)

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				(e) Total
	(a) 2017	(b) 2016	Prior 3 years		
			(c) 2015	(d) 2014	
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))
- NONE
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
- NONE
- 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
-
- 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)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	22,000
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MURRAY STATE UNIVERSITY FDN

Street

135 SO STATE COLLEGE BLVD / SUNGA

City	State	Zip Code	Foreign Country
BREA	CA	92621	

Relationship	Foundation Status
NONE	PC

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	22,000

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions Short Term CG Distributions	Description	CUSIP #	Amount	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Gross Sales Price	Cost or Other Basis	Valuation Method	Cost of Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss
										Other sales	190,000				183,255	0	
Totals										Capital Gains/Losses	Gross Sales	190,000	183,255	0	6,765		
1	1 SHARES S&P MID-CAP 400 V	464287705		X				2/9/2017	1/25/2018	494	447						47
2	3 SHARES CORE S&P SMALL	464287804		X				2/9/2017	10/23/2017	523	484						39
3	1 SHARES CORE S&P SMALL	464287804		X				2/9/2017	10/23/2018	14,504	12,586						1,908
4	4 JOHN HANCOCK II ABSLT RT	47803M168		X				10/24/2017	5/23/2018	6,333	9,006						-673
5	1 JOHN HANCOCK II ABSLT RT	47803M168		X				1/26/2018	5/23/2018	637	637						-28
6	1 MERGER FUND-INST #301	589509207		X				7/12/2013	10/23/2017	914	909						5
7	1 MERGER FUND-INST #301	589509207		X				2/11/2013	10/23/2017	2,842	2,784						58
8	1 SHARES RUSSELL 2000 ETF	464287855		X				1/29/2018	9/3/2018	771	794						18
9	1 SHARES S&P MID-CAP 400 V	464287705		X				2/9/2017	10/23/2017	465	447						18
10	1 MERGER FUND-INST #301	589509207		X				6/29/2013	10/23/2017	144	144						0
11	1 MERGER FUND-INST #301	589509207		X				8/25/2016	10/23/2017	4,251	4,084						167
12	13 ASG GLOBAL ALTERNATIVES	638721885		X				7/12/2013	10/23/2017	722	713						9
13	13 ASG GLOBAL ALTERNATIVES	638721885		X				7/12/2013	10/23/2018	257	253						4
14	13 ASG GLOBAL ALTERNATIVES	638721885		X				4/24/2014	5/23/2018	2,640	2,711						-71
15	13 ASG GLOBAL ALTERNATIVES	638721885		X				6/13/2013	5/23/2018	153	150						3
16	17 ASG GLOBAL ALTERNATIVES	638721885		X				3/31/2016	5/23/2018	515	521						-6
17	17 ASG GLOBAL ALTERNATIVES	638721885		X				2/9/2017	1/25/2018	4,843	4,303						640
18	18 CONSUMER STAPLES SECT	81369Y308		X				2/9/2017	1/25/2018	350	322						28
19	19 AMEX CONSUMER DISCR SP	81369Y407		X				2/9/2017	10/23/2017	1,738	1,823						113
20	20 AMEX CONSUMER DISCR SP	81369Y407		X				2/9/2017	1/25/2018	970	769						201
21	21 AMEX ENERGY SELECT SPD	81369Y506		X				2/9/2017	10/23/2017	407	437						-30
22	22 FINANCIAL SELECT SECTOR	81369Y605		X				2/9/2017	10/23/2017	2,076	1,852						224
23	23 FINANCIAL SELECT SECTOR	81369Y605		X				5/26/2017	1/25/2018	1,168	926						242
24	24 ASG GLOBAL ALTERNATIVES	638721885		X				10/24/2017	1/25/2018	838	785						53
25	25 NEUBERGER BERMAN LONG	64128R608		X				10/24/2017	5/3/2018	346	327						19
26	26 NEUBERGER BERMAN LONG	64128R608		X				10/24/2017	5/3/2018	274	270						4
27	27 EATON VANCE GLOB MACRC	277923264		X				10/24/2017	5/23/2018	12,162	12,820						-658
28	28 EATON VANCE GLOB MACRC	277923264		X				1/26/2018	5/23/2018	709	735						-26
29	29 EATON VANCE GLOB MAC	277923278		X				10/27/2015	10/23/2017	4,122	4,127						-5
30	30 EATON VANCE GLOB MAC	277923278		X				3/31/2016	10/23/2017	1	1						0
31	31 EATON VANCE GLOB MAC	277923278		X				10/14/2015	10/23/2017	183	183						0
32	32 EATON VANCE GLOB MAC	277923278		X				8/25/2016	10/23/2017	9,218	9,168						50
33	33 FID ADV EMER MKTS INC- CI	315920702		X				8/25/2016	6/1/2017	1,671	1,651						20
34	34 FID ADV EMER MKTS INC- CI	315920702		X				10/24/2017	5/3/2018	677	728						-51
35	35 FID ADV EMER MKTS INC- CI	315920702		X				1/26/2018	5/3/2018	220	235						-15
36	36 SHARES S&P MID-CAP 400 C	464287806		X				2/9/2017	10/23/2017	1,574	1,511						63
37	37 SHARES S&P MID-CAP 400 C	464287806		X				2/9/2017	10/23/2017	378	378						0
38	38 SHARES S&P MID-CAP 400 C	464287806		X				2/9/2017	1/25/2018	415	415						0
39	39 NEUBERGER BERMAN LONG	64128R608		X				6/18/2017	5/23/2018	1,142	944						198
40	40 NEUBERGER BERMAN LONG	64128R608		X				5/26/2017	5/23/2018	8,972	7,878						1,094
41	41 AMEX TECHNOLOGY SELEC	81369Y803		X				2/9/2017	10/23/2017	733	667						434
42	42 NEUBERGER BERMAN LONG	64128R608		X				10/24/2017	5/23/2018	6,454	6,243						211
43	43 BOSTON P LING/SHRT RES-IN	74925K581		X				3/31/2016	10/23/2017	3,268	3,268						0
44	44 T ROVE PR REAL ESTATE-I	779919307		X				5/26/2017	10/23/2017	3,121	3,019						102
45	45 SPDR DJ WLSHIRE INTERNA	78463X863		X				1/18/2017	5/3/2018	674	716						-42
46	46 SPDR DJ WLSHIRE INTERNA	78463X863		X				8/24/2011	10/23/2017	480	434						46
47	47 SPDR DJ WLSHIRE INTERNA	78463X863		X				1/18/2017	10/23/2017	192	184						8
48	48 SPDR DJ WLSHIRE INTERNA	78463X863		X				1/18/2017	1/25/2018	464	404						60
49	49 SPDR DJ WLSHIRE INTERNA	78463X863		X				1/18/2017	5/23/2018	560	514						46
50	50 AMEX MATERIALS SPDR	81369Y100		X				2/9/2017	10/23/2017	353	310						43
51	51 AMEX MATERIALS SPDR	81369Y100		X				2/9/2017	1/25/2018	255	207						48
52	52 HEALTH CARE SELECT SECT	81369Y209		X				2/9/2017	6/1/2017	1,439	1,439						0
53	53 HEALTH CARE SELECT SECT	81369Y209		X				2/9/2017	10/23/2017	588	504						84
54	54 AMEX TECHNOLOGY SELEC	81369Y803		X				2/9/2017	1/25/2018	1,779	1,334						445
55	55 AMEX TECHNOLOGY SELEC	81369Y803		X				2/9/2017	5/3/2018	2,389	1,847						542
56	56 HEALTH CARE SELECT SECT	81369Y209		X				2/9/2017	1/25/2018	1,159	935						224
57	57 CONSUMER STAPLES SECT	81369Y308		X				2/9/2017	10/23/2017	594	590						4
58	58 AMEX INDUSTRIAL SPDR	81369Y704		X				2/9/2017	10/23/2017	1,529	1,352						177
59	59 AMEX INDUSTRIAL SPDR	81369Y704		X				2/9/2017	1/25/2018	788	644						154
60	60 AMEX TECHNOLOGY SELEC	81369Y803		X				2/9/2017	6/1/2017	2,317	2,104						213
61	61 VANGUARD INTERMEDIATE	921937819		X				10/23/2017	1/25/2018	7,536	7,694						-158
62	62 VANGUARD INTERMEDIATE	921937819		X				10/23/2017	5/3/2018	654	592						62
63	63 VANGUARD INTERMEDIATE	921937819		X				2/9/2017	1/25/2018	1,771	1,839						0
64	64 VANGUARD SHORT TERM BC	921937827		X				2/9/2017	1/25/2018	7,250	7,339						-89
65	65 VANGUARD FTSE DEVELOPE	921943858		X				2/9/2017	6/1/2017	2,799	2,557						242
66	66 VANGUARD FTSE DEVELOPE	921943858		X				2/9/2017	10/23/2017	965	840						125
67	67 VANGUARD FTSE DEVELOPE	921943858		X				2/9/2017	1/25/2018	1,001	1,001						0
68	68 VANGUARD INFAT-PROT SE	922031737		X				3/31/2016	1/25/2018	1,281	1,327						-46
69	69 VANGUARD INFAT-PROT SE	922031737		X				8/25/2016	1/25/2018	737	760						-43
70	70 VANGUARD INFAT-PROT SE	922031737		X				1/18/2017	1/25/2018	1,020	1,027						-7
71	71 VANGUARD FTSE EMERGIN	922042898		X				2/9/2017	6/1/2017	1,310	1,236						74
72	72 VANGUARD FTSE EMERGIN	922042898		X				2/9/2017	10/23/2017	1,422	1,236						189

Part I, Line 16b (990-PF) - Accounting Fees

		1,152	0	0	1,152
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,152			1,152

Part I, Line 18 (990-PF) - Taxes

		1,327	158	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	158	158		
2	PY EXCISE TAXES PAID	566			
3	ESTIMATED EXCISE TAXES PAID	603			

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			0	402,014	433,080
1				0	
2	CONSUMER STAPLES SECTOR SPDR TR			7,007	6,654
3	AMEX FINANCIAL SELECT SPDR			18,820	20,711
4	AMEX MATERIALS SPDR			2,532	2,851
5	AMEX TECHNOLOGY SELECT SPDR			26,531	33,342
6	AMEX ENERGY SELECT SPDR			5,596	5,702
7	FID ADV EMER MKTS INC- CL I 607			25,596	25,328
8	ISHARES RUSSELL 2000			36,902	37,763
9	ISHARES S&P MIDCAP 400 VALUE			23,896	25,596
10	ISHARES S&P MIDCAP 400 GROWTH			21,799	25,145
11	AMEX INDUSTRIAL SPDR			13,500	15,037
12	AMEX HEALTH CARE SPDR			20,265	22,251
13	AMEX CONSUMER DISCR SPDR			16,958	19,883
14	T ROWE PR REAL ESTATE-I #432			25,997	25,416
15	REAL ESTATE SELECT SECT SPDR			3,767	3,821
16	VANGUARD REIT VIPER			4,828	7,100
17	VANGUARD EMERGING MARKETS ETF			22,176	25,606
18	JPMORGAN HIGH YIELD FUND SS 3580			8,818	9,056
19	T ROWE PRICE INST FLOAT RATE 170			3,929	3,968
20	VANGUARD BD INDEX FD INC			16,499	16,365
21	SPDR DJ WILSHIRE INTERNATIONAL REA			11,507	12,994
22	VANGUARD INTERMEDIATE TERM B			58,414	57,616
23	VANGUARD EUROPE PACIFIC ETF			26,677	30,875

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	1 00	7,598		
										7,598		0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	3/26/2018	2	302
3 Second quarter estimated tax payment	2/11/2018	3	150
4 Third quarter estimated tax payment	6/6/2018	4	151
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	603

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	17,440
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	17,440