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EXTENDED TO AUGUST 15, 2019
Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

OCT 1, 2017

and ending

SEP 30, 2018

Name of foundation

THE BEHRAKIS FOUNDATION
C/O STEPHANIE B. LIAKOS, TRUSTEE

A Employer identification number

04-3348263

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

24 MUZZEY STREET

Room/suite

B Telephone number

(781) 861-9114

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

LEXINGTON, MA 02421

C If exemption application is pending, check here ☐

G Check all that apply:

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

D 1. Foreign organizations, check here ☐

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

H Check type of organization:

- ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

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

\$ 3,804,147.

J Accounting method:

- ☒ Cash ☐ Accrual

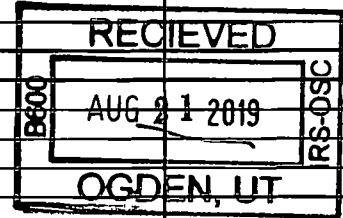
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Other (specify) _____

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	130.	130.		STATEMENT 1
4 Dividends and interest from securities	74,178.	74,178.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	546,957.			
b Gross sales price for all assets on line 6a	2,180,882.			
7 Capital gain net income (from Part IV, line 2)		546,957.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	621,265.	621,265.		
13 Compensation of officers, directors, trustees, etc.	85,000.	0.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees	STMT 3	21,220.	0.	0.
17 Interest				
18 Taxes	STMT 4	7,898.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	STMT 5	9,715.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	123,833.	0.		0.
25 Contributions, gifts, grants paid	171,675.			171,675.
26 Total expenses and disbursements. Add lines 24 and 25	295,508.	0.		171,675.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	325,757.			
b Net investment income (if negative, enter -0-)		621,265.		
c Adjusted net income (if negative, enter -0-)			N/A	



620

Part II Balance Sheets		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	98,968.	361,392.	361,392.	
	3. Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4. Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5. Grants receivable				
	6. Receivables due from officers, directors, trustees, and other disqualified persons				
	7. Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8. Inventories for sale or use				
	9. Prepaid expenses and deferred charges				
	10a. Investments - U.S. and state government obligations				
	b. Investments - corporate stock STMT 7	1,271,412.	1,564,422.	1,947,027.	
	c. Investments - corporate bonds				
	Liabilities	11. Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶					
12. Investments - mortgage loans					
13. Investments - other STMT 8		1,460,777.	1,232,727.	1,493,976.	
14. Land, buildings, and equipment: basis ▶ 15,219.					
Less: accumulated depreciation STMT 6 ▶ 13,467.		3,379.	1,752.	1,752.	
15. Other assets (describe ▶)					
16. Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,834,536.	3,160,293.	3,804,147.	
17. Accounts payable and accrued expenses					
18. Grants payable					
Net Assets or Fund Balances	19. Deferred revenue				
	20. Loans from officers, directors, trustees, and other disqualified persons				
	21. Mortgages and other notes payable				
	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 and complete lines 24 through 26, and lines 30 and 31. ▶ <input type="checkbox"/>				
	24. Unrestricted				
	25. Temporarily restricted				
	26. Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27. Capital stock, trust principal, or current funds	0.	0.		
	28. Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29. Retained earnings, accumulated income, endowment, or other funds	2,834,536.	3,160,293.		
30. Total net assets or fund balances	2,834,536.	3,160,293.			
31. Total liabilities and net assets/fund balances	2,834,536.	3,160,293.			

Part III Analysis of Changes in Net Assets or Fund Balances

1. Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,834,536.
2. Enter amount from Part I, line 27a	2	325,757.
3. Other increases not included in line 2 (itemize) ▶	3	0.
4. Add lines 1, 2, and 3	4	3,160,293.
5. Decreases not included in line 2 (itemize) ▶	5	0.
6. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,160,293.

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 PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c ORDINARY GAIN FORM PTP	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
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 749,722.		770,349.	<20,627.>
b 1,407,409.		863,576.	543,833.
c 6,811.			6,811.
d 16,940.			16,940.
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			<20,627.>
b			543,833.
c			6,811.
d			16,940.
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 2 </div> </div>	546,957.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 </div> <div style="margin-left: 10px;"> 3 </div> </div>	N/A

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	436,833.	148,629.	2.939083
2015	162,414.	3,570,073.	.045493
2014	182,501.	3,868,046.	.047182
2013	215,699.	3,969,043.	.054345
2012	162,800.	3,835,385.	.042447

2 Total of line 1, column (d)	2	3.128550
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	.625710
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,648,946.
5 Multiply line 4 by line 3	5	2,283,182.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,213.
7 Add lines 5 and 6	7	2,289,395.
8 Enter qualifying distributions from Part XII, line 4	8	171,675.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	12,425.
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	12,425.
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	12,425.
6	Credits/Payments:		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	1,700.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	12,000.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	13,700.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,275.
11	Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 1,275. Refunded <input type="checkbox"/> 0.	11	0.

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?		<input checked="" type="checkbox"/>
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.		<input checked="" type="checkbox"/>
1c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<input checked="" type="checkbox"/>
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?		<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> MA		
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		<input checked="" type="checkbox"/>
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>

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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 STEPHANIE B. LIAKOS, TRUSTEE Telephone no. 781-861-9114 Located at 24 MUZZEY STREET, LEXINGTON, MA ZIP+4 02421		
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 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

	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a During the year, did the foundation (either directly or indirectly):		
(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		
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? N/A		
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.		
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 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

N/A

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?

N/A

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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGE D. BEHRAKIS C/O THE BEHRAKIS FDN, 24 MUZZEY STREET LEXINGTON, MA 02421	TRUSTEE 0.00	0.	0.	0.
MARGO BEHRAKIS C/O THE BEHRAKIS FDN, 24 MUZZEY STREET LEXINGTON, MA 02421	TRUSTEE 0.00	0.	0.	0.
DRAKE BEHRAKIS C/O THE BEHRAKIS FDN, 24 MUZZEY STREET LEXINGTON, MA 02421	TRUSTEE 0.00	0.	0.	0.
STEPHANIE B. LIAKOS C/O THE BEHRAKIS FDN, 24 MUZZEY STREET LEXINGTON, MA 02421	TRUSTEE 20.00	85,000.	0.	0.

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

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

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

0

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THE BEHRAKIS FOUNDATION
C/O STEPHANIE B. LIAKOS, TRUSTEE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0

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	3,458,502.
b	Average of monthly cash balances	1b	246,012.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,704,514.
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	3,704,514.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,568.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,648,946.
6	Minimum investment return. Enter 5% of line 5	6	182,447.

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	182,447.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	12,425.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12,425.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	170,022.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	170,022.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	170,022.

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	171,675.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	171,675.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	171,675.

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				170,022.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017.				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016	427,964.			
f Total of lines 3a through e	427,964.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 171,675.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				170,022.
e Remaining amount distributed out of corpus	1,653.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below.	429,617.			
a Corpus Add lines 3f, 4c and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instr. ...			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	429,617.			
10 Analysis of line 9.				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016	427,964.			
e Excess from 2017	1,653.			

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or 4942(1)(5)

- b 85% of line 2a**

d Amounts included in line 2c not used directly for active conduct of exempt activities

3 Subtract line 2d from line 2c.
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(c)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

Part XV **Supplementary Information (Complete this part only if the 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 9

- 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.

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

SEE STATEMENT 10

- 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 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 Paid during the year				
REFER TO ATTACHMENT A	N/A	501(C)(3)	REFER TO ATTACHMENT A	171,675.
Total			3a	171,675.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a SEE STATEMENT 11		<10,436.>		10,436.		
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	130.		
4 Dividends and interest from securities			14	74,178.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14			
8 Gain or (loss) from sales of assets other than inventory			18	546,957.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)		<10,436.>		631,701.		0.
13 Total. Add line 12, columns (b), (d), and (e)						621,265.

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

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

[illegible]



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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below? See instructions. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	 Signature of officer or trustee		Date		
Paid Preparer Use Only	Print/Type preparer's name <i>Anastasio Parakestas</i>		Preparer's signature 		Date <i>8/13/18</i>
	Firm's name ▶ THE BOLLARD GROUP LLC		Check <input type="checkbox"/> if self-employed		PTIN P00960470
	Firm's address ▶ ONE JOY STREET BOSTON, MA 02108		Firm's EIN ▶ 04-3450484		Phone no 6177205800

Form 990-PF (2017)

The Behrakis Foundation
October 1, 2017-September 30, 2018
Part XV Supplementary Information
a. Paid during the year

Charity	Address	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
AHI membership	1220 16th St NW, Washington, DC 20036	N/A	501(C)(3)	Health Services	\$5,000.00
AHI-Annual Dinner	1220 16th St NW, Washington, DC 20036	N/A	501(C)(3)	Health Services	\$5,000.00
Alpha Omega Council	PO Box 752 Foxboro, MA 02035	N/A	501(C)(3)	Education	\$5,000.00
Alpha Omega 2018 Dinner Sponsor	PO Box 752 Foxboro, MA 02035	N/A	501(C)(3)	Education	\$2,500.00
American College of Classical Studies	6-8 Charlton Street, Princeton, NJ 08540	N/A	501(C)(3)	Education	\$10,000.00
Boys Club of Lowell 2018 Golf	657 Middlesex ST, Lowell, MA 01851	N/A	501(C)(3)	Education	\$6,000.00
Boys Club of Lowell 2017 Holiday Auction	657 Middlesex ST, Lowell, MA 01851	N/A	501(C)(3)	Education	\$1,500.00
Bourque Family Fdn - Golf	800 West Cummings Park Ste 3700, Woburn, MA 01801	N/A	501(C)(3)	Education	\$5,500.00
Challenge Unlimited Event	450 Lowell ST Andover, MA	N/A	501(C)(3)	Community Service	\$2,500.00
Clergy Laity	50 Goddard Ave, Brookline, MA	N/A	501(C)(3)	Religious	\$10,000.00
D'Youville 2017 Golf	981 Varnum Ave, Lowell, MA 01854	N/A	501(C)(3)	Health Services	\$5,000.00
D'Youville Foundation 2018 Golf Classic	982 Varnum Ave, Lowell, MA 01854	N/A	501(C)(3)	Health Services	\$5,000.00
D'Youville Foundation Gala	983 Varnum Ave, Lowell, MA 01854	N/A	501(C)(3)	Health Services	\$950.00
Girls Inc- 750 Club	Worthen ST Lowell, MA 01852	N/A	501(C)(3)	Community Service	\$750.00
Greek Institute	Massachusetts Ave, Cambridge, MA	N/A	501(C)(3)	Art and Culture	\$2,000.00
Greek Orthodox Archdiocese Camping Leadership	8 East 79th St, NY 10075	N/A	501(C)(3)	Religious	\$1,500.00
Hellenic College-2018 Golf Tournament	50 Goddard Ave Brookline, MA	N/A	501(C)(3)	Education	\$5,000.00
Holy Trinity Greek Orthodox Church	62 Lewis ST Lowell, MA	N/A	501(C)(3)	Religious	\$1,000.00
IOCC Hurricane relief	110 West RD Suite 360 Baltimore, MD	N/A	501(C)(3)	Humanitarian	\$5,000.00
Kluzak Tournament/Cystic Fibrosis	167 Winnicut Rd Stratham, NH 03885	N/A	501(C)(3)	Health Services	\$4,500.00
Lowell Parks & Conservation Trust	PO Box 7162, Lowell, MA 01852	N/A	501(C)(3)	Community Service	\$250.00
Maliotis Cultural Center	PO Box 300189 Jamaica Plain, MA 02130	N/A	501(C)(3)	Arts	\$1,000.00
Massachusetts Eye and Ear	243 Charles ST Boston, MA 02114	N/A	501(C)(3)	Health Services	\$5,000.00
Metropolis of Boston	162 Goddard Ave Brookline, MA 02446	N/A	501(C)(3)	Religious	\$14,000.00
Metropolis of Boston-Golf 2018	162 Goddard Ave Brookline, MA 02446	N/A	501(C)(3)	Religious	\$5,000.00
Middlesex Community College Celebrity Forum	591 Springs RD Bedford, MA 01730	N/A	501(C)(3)	Education	\$2,500.00

Northeast Arc	6 Southside Road Danvers, MA 01923	N/A	501(C)(3)	Health Services	\$5,000.00
OCMC	220 Mason Manatee Way St. Augustine, FL	N/A	501(C)(3)	Religious	\$1,000.00
OVM Foundation	PO Box 470497 Brookline, MA 02447	N/A	501(C)(3)	Religious	\$10,000.00
Project Just Because	109 South St, Hopkinton, MA 01748	N/A	501(C)(3)	Humanitarian	\$2,500.00
Project Learn	222 Merrimack ST Lowell, MA	N/A	501(C)(3)	Education	\$2,000.00
Project Mexico	PO Box 120028 Chula Vista, CA 91912	N/A	501(C)(3)	Humanitarian	\$2,500.00
St Spyridon Golf	102 Russell St, Worcester, MA 01609	N/A	501(C)(3)	Religious	\$3,000.00
Tufts University Fletcher School	160 Packard Ave Medford MA 02155	N/A	501(C)(3)	Education	\$25,000.00
The Pollard Library	401 Merrimack St, Lowell, MA 01852	N/A	501(C)(3)	Education	\$500.00
Whistler House Match -Summer Program	243 Worthen St Lowell, MA 01852	N/A	501(C)(3)	Arts	\$5,500.00
Whistler House XMAS Gift	243 Worthen St Lowell, MA 01852	N/A	501(C)(3)	Arts	\$3,000.00
Woburn Memorial High School	88 Montvale Ave, Woburn, MA 01801	N/A	501(C)(3)	Education	\$225.00
TOTAL					\$171,675.00

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET DIVIDEND	130.	130.	
TOTAL TO PART I, LINE 3	130.	130.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	91,118.	16,940.	74,178.	74,178.	
TO PART I, LINE 4	91,118.	16,940.	74,178.	74,178.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	21,220.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	21,220.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EMPLOYER PAYROLL TAXES	6,164.	0.		0.
FOREIGN TAXES PIAD	1,734.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,898.	0.		0.

FORM 990-PF **OTHER EXPENSES** **STATEMENT** **5**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	1,308.	0.		0.
PAYROLL SERVICE	3,305.	0.		0.
SOFTWARE ANNUAL LICENSE	2,403.	0.		0.
MISCELLANEOUS, BUS	1,072.	0.		0.
AMORTIZATION	1,627.	0.		0.
TO FORM 990-PF, PG 1, LN 23	9,715.	0.		0.

FORM 990-PF **DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT** **STATEMENT** **6**

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
COMPUTER HARDWARE	2,702.	2,702.	0.	0.
SOFTWARE COSTS	5,750.	5,750.	0.	0.
SOFTWARE COSTS	1,886.	1,886.	0.	0.
SOFTWARE COSTS	2,139.	2,139.	0.	0.
SOFTWARE COSTS	2,742.	990.	1,752.	1,752.
TO 990-PF, PART II, LN 14	15,219.	13,467.	1,752.	1,752.

FORM 990-PF **CORPORATE STOCK** **STATEMENT** **7**

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY #2005	379,028.	407,314.
MORGAN STANLEY #2012	210,337.	247,755.
MORGAN STANLEY #2017	380,210.	380,195.
MORGAN STANLEY #1998	594,847.	911,763.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,564,422.	1,947,027.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY #1238	COST	1,018,542.	1,287,323.
MORGAN STANLEY #2012	COST	10,416.	10,263.
MORGAN STANLEY #1998	COST	203,769.	196,390.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,232,727.	1,493,976.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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NAME OF MANAGER

GEORGE D. BEHRAKIS
MARGO BEHRAKIS

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

STEPHANIE B. LIAKOS, TRUSTEE
24 MUZZEY STREET
LEXINGTON, MA 02421

TELEPHONE NUMBER

781-861-9114

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD INCLUDE: SUMMARIZING COVER LETTER, A NARRATIVE PROPOSAL, PROJECT AND AGENCY BUDGETS, COPIES OF THE MOST RECENT IRS RULING, A FINANCIAL STATEMENT AND AUDIT REPORT, AND A LIST OF THE BOARD OF DIRECTORS.

ANY SUBMISSION DEADLINES

APPLICATIONS SHOULD BE SUBMITTED BETWEEN OCTOBER 1 AND JUNE 30 FOR THE CURRENT FISCAL YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

MINIMUM GRANTS ARE \$100 PER ORGANIZATION.

FORM 990-PF PROGRAM SERVICE REVENUE STATEMENT 11

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
BUCKEYE PARTNERS LP	551112	<1,475.>	01	1,475.	
ENERGY TRANSFER PARTNERS LP	211110	<1,679.>	01	1,679.	
ENTERPRISE PRODUCTS PARTNERS LP	493000	<3,388.>	01	3,388.	
MAGELLAN MIDSTREAM PARTNERS LP	480000	<1,563.>	01	1,563.	
HOLLY ENERGY PARTNERS LP	211110	<2,331.>	01	2,331.	
TOTAL TO FORM 990-PF, PG 12, LINE 1		<10,436.>		10,436.	

FORM 990-PF PAGE 1

[illegible]

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone