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OMB No. 1545-0052

2017

Open to Public Inspection

L&T
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Form 990-PF
Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

► 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.

1809

For calendar year 2017 or tax year beginning

OCT 1, 2017

, and ending

SEP 30, 2018

Name of foundation

PAUL AND SUZANNE HANIFL FOUNDATION

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

190 SOUTH LASALLE STREET

Room/suite

1700

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

CHICAGO, IL 60603

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
 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) J Accounting method: Cash Accrual
 Other (specify) 04

► \$ 8,491,826. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	Revenue	118,000.		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		105.	105.		STATEMENT 2
4 Dividends and interest from securities		156,487.	156,487.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		165,874.			STATEMENT 1
b Gross sales price for all assets on line 6a		3,125,012.			
7 Capital gain net income (from Part IV, line 2)			278,799.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold				C100	RECEIVED
c Gross profit or (loss)					JAN 23 2019
11 Other income					RS-QSC
12 Total Add lines 1 through 11		440,466.	435,391.	OGDEN, UT	
13 Compensation of officers, directors, trustees, etc	Operating and Administrative Expenses	0.	0.	0.	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		7,131.	7,131.		0.
b Accounting fees					
c Other professional fees		23,199.	23,199.		0.
17 Interest					
18 Taxes		18,719.	10,835.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		10.	10.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		49,059.	41,175.		0.
25 Contributions, gifts, grants paid		438,378.			438,378.
26 Total expenses and disbursements Add lines 24 and 25		487,437.	41,175.		438,378.
27 Subtract line 26 from line 12:		<46,971. >			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			394,216.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	73,428.	414,913.	414,913.
	2	Savings and temporary cash investments			
	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 9	2,856,225.	2,798,559.
	c	Investments - corporate bonds	STMT 10	748,016.	1,640,568.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other	STMT 11	3,698,401.	2,473,626.
	14	Land, buildings, and equipment: basis ►	1,062,980.	1,062,980.	1,062,980.
		Less accumulated depreciation	STMT 12 ►	1,062,980.	1,062,980.
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		8,439,050.	8,390,646.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► <u>EXCISE TAX PAYABLE</u>)		3,877.	2,444.
	23	Total liabilities (add lines 17 through 22)		3,877.	2,444.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds		0.	0.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		8,435,173.	8,388,202.
	30	Total net assets or fund balances		8,435,173.	8,388,202.
	31	Total liabilities and net assets/fund balances		8,439,050.	8,390,646.

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	8,435,173.
2	Enter amount from Part I, line 27a	2	<46,971.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	8,388,202.
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	8,388,202.

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 CORNERSTONE NATIONAL BANK ACCT - 9101 - SEE					
b ATTACHED SCHEDULES			P		
c COST BASIS ADJUSTMENTS					
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					
b	3,124,983.	2,846,090.		278,893.	
c		123.		<123. >	
d	29.				29.
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) 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				278,893.	
c				<123. >	
d				29.	
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	278,799.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

Part 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	911,997.	7,479,522.	.121933
2015	223,076.	3,394,212.	.065722
2014	380,311.	3,657,423.	.103983
2013	548,116.	3,925,022.	.139647
2012	329,401.	4,062,085.	.081092

2 Total of line 1, column (d)

2 .512377

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 .102475

4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5

4 8,387,384.

5 Multiply line 4 by line 3

5 859,497.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 3,942.

7 Add lines 5 and 6

7 863,439.

8 Enter qualifying distributions from Part XII, line 4

8 438,378.

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

Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2017 estimated tax payments and 2016 overpayment credited to 2017

6a 5,440.

b Exempt foreign organizations - tax withheld at source

6b 0.

c Tax paid with application for extension of time to file (Form 8868)

6c 0.

d Backup withholding erroneously withheld

6d 0.

7 Total credits and payments. Add lines 6a through 6d

7 5,440.

8 Enter any penalty for underpayment of estimated tax. Check here 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 2,444.

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10

11 Enter the amount of line 10 to be: Credited to 2018 estimated tax ►

Refunded ►

11

Part VII-A | Statements Regarding Activities

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?

Yes

No

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.

1a X

1b X

c Did the foundation file Form 1120-POL for this year?

1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

0.

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 X

If "Yes," attach a detailed description of the activities.

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

3 X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

N/A

If "Yes," attach the statement required by *General Instruction T*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6 X

• 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?

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

7 X

8a Enter the states to which the foundation reports or with which it is registered. See instructions. ►

IL

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

8b X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV

9 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 X

2

Part VII-A | Statements Regarding Activities (continued)

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<input checked="" type="checkbox"/> X
Website address ► <u>N/A</u>		
14 The books are in care of ► <u>SUZANNE T. HANIFL</u> Telephone no. ► <u>239-643-6257</u> Located at ► <u>60 SEAGATE DRIVE, PH 101, NAPLES, FL</u> ZIP+4 ► <u>34103</u>		
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	► <input type="checkbox"/> <u>N/A</u>
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	<input checked="" type="checkbox"/> 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.

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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"/> X 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"/> X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X 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"/> X 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	► <input type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	<input checked="" type="checkbox"/> 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"/> X No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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. ► _____, _____, _____, _____		
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"/> X 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?	4a	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> 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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" type="checkbox"/>		
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	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
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
SUZANNE T. HANIFL 60 SEAGATE DRIVE, PH 101 NAPLES, FL 34103	PRES, TREAS & 0.00	DIR 0.	0.	0.
PAUL H. HANIFL 60 SEAGATE DRIVE, PH 101 NAPLES, FL 34103	VICE-PRES, SEC & DIR 0.00	DIR 0.	0.	0.
SHARON M. HANIFL 12849 GREYSTONE COURT HUGO, MN 55038	VICE PRES & DIR 0.00	DIR 0.	0.	0.
KERRY L. HANIFL 19927 AKIN ROAD FARMINGTON, MN 55024	VICE PRES & DIR 0.00	DIR 0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THERE ARE NO COMPENSATED EMPLOYEES.	0.00	0.	0.	0.

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

 0

Form 990-PF (2017)

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
THERE ARE NO PROFESSIONALS RECEIVING OVER \$50,000 FOR SERVICES.		0.

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

►

0

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

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

Expenses

1	N/A	
2		
3		
4		

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

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

Amount

1	N/A	
2		
3		
4		
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	7,131,602.
b Average of monthly cash balances	1b	320,530.
c Fair market value of all other assets	1c	1,062,979.
d Total (add lines 1a, b, and c)	1d	8,515,111.
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	8,515,111.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	127,727.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,387,384.
6 Minimum investment return Enter 5% of line 5	6	419,369.

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	419,369.
2a Tax on investment income for 2017 from Part VI, line 5	2a	7,884.
b Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	7,884.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	411,485.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	411,485.
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	411,485.

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	438,378.
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	438,378.
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	438,378.

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				411,485.
2 Undistributed Income, if any, as of the end of 2017			0.	
a Enter amount for 2016 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	127,955.			
b From 2013	354,753.			
c From 2014	199,418.			
d From 2015	54,918.			
e From 2016	548,895.			
f Total of lines 3a through e	1,285,939.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 438,378.			0.	
a Applied to 2016, but not more than line 2a				
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				411,485.
e Remaining amount distributed out of corpus	26,893.			
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:	1,312,832.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		0.		
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	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	127,955.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	1,184,877.			
10 Analysis of line 9:				
a Excess from 2013	354,753.			
b Excess from 2014	199,418.			
c Excess from 2015	54,918.			
d Excess from 2016	548,895.			
e Excess from 2017	26,893.			

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)				
<i>a Paid during the year</i>				
SEE ATTACHED SCHEDULE	NONE			438,378.
Total			► 3a	438,378.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income
	(a) Business code	(b) Amount			
1 Program service revenue:					
a					
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					105.
4 Dividends and interest from securities					156,487.
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					
8 Gain or (loss) from sales of assets other than inventory					165,874.
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)		0.		0.	322,466.
13 Total. Add line 12, columns (b), (d), and (e)				13	322,466.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
3	THESE ITEMS ARE A DIRECT RESULT OF THE FOUNDATION
4	DIRECTORS' INVESTMENT OF THE FOUNDATION ASSETS IN A PRUDENT MANNER
8	WHICH IS CONSISTENT WITH THEIR FIDUCIARY DUTY TO THE FOUNDATION.

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) (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.		

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 instr

**Paid
Preparer
Use Only**

Signature of volunteer or trustee		Date	Date		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	PAUL M. SHERIDAN III		12/6/18		P00046174
	Firm's name ► MADDEN, JIGANTI, MOORE & SINARS LLP			Firm's EIN ► 36-3618670	
Firm's address ► 190 S. LASALLE ST., SUITE 1700 CHICAGO, IL 60603			Phone no. 312-346-4101		

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2017

Name of the organization

PAUL AND SUZANNE HANIFL FOUNDATION

Employer identification number

36-4334519

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 foundationCheck 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 33 1/3% 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)

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

PAUL AND SUZANNE HANIFL FOUNDATION

Employer identification number

36-4334519

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	<u>PAUL HANIFL</u> <u>60 SEAGATE DRIVE, PH 101</u> <u>NAPLES, FL 34103</u>	\$ <u>80,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	<u>SUZANNE HANIFL</u> <u>60 SEAGATE DRIVE, PH 101</u> <u>NAPLES, FL 34103</u>	\$ <u>38,000.</u>	Person <input checked="" 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)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

PAUL AND SUZANNE HANIFL FOUNDATION

Employer identification number

36-4334519

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
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

PAUL AND SUZANNE HANIFL FOUNDATION

Part III *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor* Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$ _____
Use duplicate copies of Part III if additional space is needed

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	(e) Transfer of gift		
	(e) Transfer of gift		
	(e) Transfer of gift		
	(e) Transfer of gift		
	(e) Transfer of gift		
	(e) Transfer of gift		

PAUL & SUZANNE HANIFL FOUNDATION
SCHEDULE OF 2017 - 2018 CHARITABLE CONTRIBUTIONS
PART XV, LINE 3A, GRANTS AND CONTRIBUTIONS PAID DURING YEAR
OR APPROVED FOR FUTURE PAYMENT

DATE	RECIPIENT	AMOUNT
10/31/2017	ANGELIC ORGANIC LEARNING CENTER	100,000
11/4/2017	BARRINGTON GIVING DAY	1,000
11/5/2017	ALZHEIMER'S ASSOCIATION	1,000
11/13/2017	DOCTORS WITHOUT BORDERS	300
11/30/2017	LAKES INTERNATIONAL LANGUAGE ACADEMY	100,000
12/12/2017	PROJECT EXPLORATION	1,000
12/12/2017	TAIMEN FUND	2,500
12/12/2017	ADVOCATE CHARITABLE FOUNDATION	20,000
12/15/2017	SIERRA CLUB	120
12/15/2017	NATIONAL AUDUBON SOCIETY	150
12/15/2017	CFC	500
12/15/2017	FAMILY HEALTH PARTNERSHIP CLINIC	1,000
12/15/2017	NAPLES THERAPEUTIC RIDING CENTER	500
12/19/2017	THE WILDERNESS SOCIETY	200
12/19/2017	CONSERVANCY OF SOUTHWEST FLORIDA	250
12/19/2017	AMERICAN RIVERS	225
12/19/2017	AMERICAN FARMLAND TRUST	500
12/19/2017	MACULAR DEGENERATION RESEACH	150
12/19/2017	MAX MCGRAW WILDLIFE FOUNDATION	4,900
1/31/2018	FRIENDS OF WOODSTOCK SCHOOL	16,000
2/1/2018	UUF LACROSSE	35,000
2/1/2018	SOUTHWEST FLORIDA NATURE CONSERVANCY	1,000
2/12/2018	NEIGHBORHOOD HEALTH CLINIC	64,000
2/12/2018	ICH FOOD SHELF	5,000
2/12/2018	DECODING DYSLEXIA MINNESOTA	10,000
2/25/2018	FISHING FOR LIFE	3,000
3/15/2018	HENNEPIN THEATER TRUST	10,000
3/20/2018	FARMINGTON AREA PUBLIC SCHOOLS	21,683
3/21/2018	FRIENDS OF THE EARTH	100
3/21/2018	WISCONSIN PUBLIC RADIO	2,500
3/21/2018	MACULAR DEGENERATION RESEARCH	150
3/21/2018	THE NATURE CONSERVANCY	200
4/6/2018	WOMEN FOR WOMEN INTERNATIONAL	500
4/6/2018	NATIONAL WILDLIFE FEDERATION	100
4/6/2018	UUCE	2,000
4/6/2018	ARBOR DAY FOUNDATION	50
4/11/2018	NAPLES BOTANICAL GARDENS	1,500
4/13/2018	ARBOR DAY FOUNDATION	100
4/13/2018	DEFENDERS OF WILDLIFE	200
4/13/2018	ARTIS-NAPLES	2,500
4/13/2018	FAMILY HEALTH PARTNERSHIP CLINIC	2,500
4/21/2018	MUSKY MISSION COMPLETE	1,000
6/4/2018	TRUE NORTH TREKS	20,000
7/13/2018	CHILDREN'S THEATER COMPANY	5,000
TOTAL		438,378

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--------------------	------------------	-----------

CORNERSTONE NATIONAL BANK ACCT -9101 - SEE ATTACHED SCHEDULES	PURCHASED		
--	-----------	--	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,124,983.	2,959,015.	0.	0.	165,968.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--------------------	------------------	-----------

COST BASIS ADJUSTMENTS	PURCHASED		
------------------------	-----------	--	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	123.	0.	0.	<123.>

CAPITAL GAINS DIVIDENDS FROM PART IV	29.
--------------------------------------	-----

TOTAL TO FORM 990-PF, PART I, LINE 6A	165,874.
---------------------------------------	----------

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
-------------	--	-----------	---

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORNERSTONE NATIONAL BANK	105.	105.	
TOTAL TO PART I, LINE 3	105.	105.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORNERSTONE - CG DISTRIBUTIONS	29.	29.	0.	0.	
CORNERSTONE - DIVIDENDS	83,959.	0.	83,959.	83,959.	
CORNERSTONE - INTEREST	72,528.	0.	72,528.	72,528.	
TO PART I, LINE 4	156,516.	29.	156,487.	156,487.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MADDEN, JIGANTI, MOORE & SINARS, LLP	7,131.	7,131.		0.
TO FM 990-PF, PG 1, LN 16A	7,131.	7,131.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORNERSTONE NATIONAL BANK	23,199.	23,199.		0.
TO FORM 990-PF, PG 1, LN 16C	23,199.	23,199.		0.

~

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	2,377.	2,377.		0.
FEDERAL TAX EXPENSE	7,884.	0.		0.
PROPERTY TAXES	8,458.	8,458.		0.
TO FORM 990-PF, PG 1, LN 18	18,719.	10,835.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	10.	10.		0.
TO FORM 990-PF, PG 1, LN 23	10.	10.		0.

FOOTNOTES

STATEMENT

8

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED LISTING	2,798,559.	3,074,546.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,798,559.	3,074,546.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED LISTING	1,640,568.	1,508,654.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,640,568.	1,508,654.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATE OF DEPOSITS - SEE ATTACHED	COST	2,471,508.	2,428,615.
CORNERSTONE INCOME RECEIVABLE	COST	2,118.	2,118.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,473,626.	2,430,733.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	437,500.	0.	437,500.
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	450,000.	0.	450,000.
100% INTEREST IN LAND, BLOOMINGTON, MN	175,480.	0.	175,480.
TOTAL TO FM 990-PF, PART II, LN 14	1,062,980.	0.	1,062,980.

PAUL & SUZANNE HANIF FOUNDATION
FORM 990-PF, FYE SEPTEMBER 30, 2018
PART II, LINE 10(B), LIST OF CORPORATE SECURITIES (ENDING BALANCES)

DESCRIPTION	# OF SHARES	TAX BASIS	BOOK BASIS	FAIR MARKET VALUE
ABBOTT LABS	441 000	17,044	17,388	32,352
ALLERGAN	187 000	40,878	40,878	35,620
ALLSTATE CORP	402 000	28,535	29,951	39,677
BERKSHIRE HATHAWAY, INC	157 000	24,022	26,517	33,615
CELGENE CORP	357 000	19,555	34,869	31,948
COCA COLA CO	390 000	12,170	16,396	18,014
COMCAST CORP CL A	600 000	9,037	18,842	21,246
EXELON CORP	257 000	7,640	8,826	11,221
EXPRESS SCRIPTS	338 000	20,530	22,568	32,113
EXXONMOBIL CORP	276 000	23,897	23,838	23,466
GENERAL DYNAMICS CORP	150 000	14,955	20,955	30,708
GENERAL MILLS	202 000	8,792	12,065	8,670
HALLIBURTON CO	398 000	14,485	16,939	16,131
INTERCONTINENTAL EXCHANGE, INC	529 000	25,582	30,316	39,617
JP MORGAN CHASE	339 000	10,894	22,170	38,253
KLA-TENCOR CORP	309 000	32,682	32,682	31,428
LOWES COS	236 000	9,093	14,538	27,098
MASCO CORP	637 000	27,658	27,658	23,314
MICROCHIP TECHNOLOGY	361 000	15,764	21,275	28,487
MICROSOFT CORP	431 000	25,132	27,035	49,293
NORFOLK SOUTHERN CORP	152 000	14,413	16,676	27,436
NOVARTIS AG	351 000	26,234	25,185	30,242
ORACLE CORP	674 000	21,038	27,473	34,751
PEPSICO INC	155 000	10,350	16,005	17,329
PROCTER & GAMBLE	214 000	14,642	17,964	17,811
SALESFORCE COM	309 000	25,826	25,826	49,140
SCHLUMBERGER LTD	340 000	25,236	26,967	20,713
SHIRE PLC	171 000	29,793	29,793	30,997
STARBUCKS CORP	441 000	25,359	25,508	25,066
TJX COMPANIES	379 000	26,431	26,431	42,456
VISA	280 000	25,180	25,180	42,025
WALT DISNEY COMPANY	226 000	25,441	25,441	26,428
NORTHERN MID CAP INDEX FUND	6,410 982	131,169	131,169	132,964
CAUSEWAY INTERNATIONAL VALUE	13,119 893	224,365	224,365	216,872
VAN ECK EMERGING MARKETS	11,112 406	213,025	213,025	180,577
WCM FOCUSED INTERNATIONAL GROWTH	13,171 450	207,979	207,979	219,305
CONSUMER DISCRETIONARY/SELECT SECTOR	121 000	10,080	10,687	14,184
FINANCIAL SELECT SECTOR SPDR	840 000	20,089	20,627	23,167
FLEXSHARES GLOBAL BROAD INFRASTRUCTURE	1,568 000	71,990	71,990	73,116
FLEXSHARES GLOBAL REAL ESTATE INDEX	1,231 000	72,126	72,126	75,473
FLEXSHARES DEVELOPED MARKETS	4,438 000	285,216	285,216	289,378
FLEXSHARES EMERGING MARKETS	3,610 000	200,403	200,403	187,034
FLEXSHARES NATURAL RESOURCES INDEX	6,620 000	197,221	197,221	224,021
INDUSTRIAL SELECT SECTOR SPDR	341 000	24,414	24,414	26,734
ISHARES DJ US TELCOM SECTOR ETF	736 000	24,975	24,975	21,889
MATERIALS SELECT SECTOR SPDR	518 000	26,330	26,330	30,008
REAL ESTATE SELECT SECTOR SPDR FUND	998 000	30,854	30,854	32,545
TECHNOLOGY SELECT SECTOR SPDR	503 000	31,042	31,485	37,891
VANGUARD SMALL-CAP VIPERS	706 000	59,400	61,440	114,781
VANGUARD TOTAL STOCK MARKET ETF	1,590 000	167,115	210,099	237,944
 TOTAL		 2,656,078	 2,798,559	 3,074,546

PAUL & SUZANNE HANIFL FOUNDATION
FORM 990-PF, FYE SEPTEMBER 30, 2018

DESCRIPTION	# OF SHARES	TAX BASIS	BOOK BASIS	FAIR MARKET VALUE
FEDERAL FARM CREDIT BANK 1.1%	250,000.000	249,938	248,058	249,675
FEDERAL FARM CREDIT BANK 2.05%	100,000.000	100,000	100,000	95,053
FEDERAL FARM CREDIT BANK 2.35%	150,000.000	150,000	150,000	141,729
FEDERAL FARM CREDIT BANK 3.53%	100,000.000	100,000	100,000	99,414
FEDERAL FARM CREDIT BANK 3.08%	150,000.000	150,000	150,000	145,076
FEDERAL FARM CREDIT BANK 3.7%	100,000.000	100,000	100,000	99,155
FEDERAL HOME LOAN BANK 2.92%	150,000.000	150,000	150,000	144,819
WASHINGTON MUTUAL BANK	100,000.000	99,958	99,958	2
SEI HIGH YIELD BOND FUND	57,594.973	411,289	417,174	410,652
FLEXSHARES IBOXX 3-YEAR TARGET	5,139.000	125,378	125,378	123,079
TOTAL		1,636,562	1,640,568	1,508,654

PAUL & SUZANNE HANIFL FOUNDATION
 FORM 990-PF, FYE SEPTEMBER 30, 2018
 PART II, LINE 13, LIST OF OTHER INVESTMENTS (ENDING BALANCES)

DESCRIPTION	# OF SHARES	TAX BASIS	BOOK BASIS	FAIR MARKET VALUE
BOSTON PRIVATE BANK & TRUST CD 2.5%	250,000,000	250,000	255,189	247,428
CIT BANK CD 2.65%	25,000,000	25,000	25,000	24,729
CITIBANK CD 3.15%	100,000,000	100,000	100,000	99,394
COMENITY CAPITAL CD 2.05%	250,000,000	250,000	253,024	248,973
COMPASS BANK CD 2.35%	250,000,000	250,000	255,979	247,790
DISCOVER BK CD 2.25%	75,000,000	75,000	75,000	72,863
FIRST PREMIER BANK CD 2.25%	250,000,000	250,000	255,113	247,405
GE CAPITAL BANK CD 1.35%	200,000,000	200,000	199,535	198,942
GE CAPITAL BANK CD 1.35%	250,000,000	250,000	249,399	248,623
GE CAPITAL BANK CD 2.95%	25,000,000	25,000	25,000	24,615
GE CAPITAL RETAIL BANK CD 1.95%	50,000,000	50,000	50,000	49,966
GE CAPITAL RETAIL BANK CD 2.3%	50,000,000	50,000	50,000	49,710
GE CAPITAL RETAIL BANK CD 2.65%	50,000,000	50,000	50,000	49,621
GOLDMAN SACHS BANK CD 2.35%	25,000,000	25,000	25,000	24,720
GOLDMAN SACHS BANK CD 2.65%	100,000,000	100,000	103,271	99,390
GOLDMAN SACHS BANK USA CD 2.2%	75,000,000	75,000	75,000	73,694
GOLDMAN SACHS BANK USA CD 2.55%	50,000,000	50,000	50,000	48,539
GOLDMAN SACHS BANK USA CD 2.9%	25,000,000	50,000	50,000	49,197
MORGAN STANLEY BANK CD 3%	100,000,000	100,000	100,000	99,442
SYNCHRONY BANK CD 2.05%	25,000,000	25,000	25,000	24,929
SYNCHRONY BANK CD 3.02%	100,000,000	100,000	100,000	98,962
WELLS FARGO BANK CD 2.9%	100,000,000	100,000	100,000	99,687
TOTAL		2,450,000	2,471,508	2,428,615

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

SUZANNE T. HANIFL
PAUL H. HANIFL

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Year Deduction	Ending Accumulated Depreciation
1	50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	12/31/05	L			437,500.				437,500.			0.
2	50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	12/28/07	L			450,000.				450,000.			0.
3	100% INTEREST IN LAND, BLOOMINGTON, MN	05/15/13	L			175,480.				175,480.			0.
	* TOTAL 990-PF PG 1 DEPR					1,062,980.		0.		1,062,980.			0.

728111 04-01-17

(D) - Asset disposed

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