Form **990-PF** Department of the Treasury Internal Revenue Service Extended to November 15, 2019
Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numb ers on this form as it may be made public. ► Go to www.irs.gov/Form 990PF for instructions and the latest inform ation.

Ī	Forc	alen	dar year 2018 or tax year beginning		, and ending		
•	Nan	ne of	foundation			A Employer identification	number
-	Tl	ΗE	AMPHION FOUNDATION INC				
	C,	0\	LAW OFFICES OF JAMES M	13-3438528			
	Num	ber au	nd street (or P O box number if mail is not delivered to street a	ddress)	Room/suite	B Telephone number	
	2	54	WEST 31ST STREET	212-922-81	39		
	City	or to	own, state or province, country, and ZIP or foreign p	ostal code		C If exemption application is pe	ending, check here
	N	EW	YORK, NY 10001-2813				
(G C	heck	all that apply: Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organizations	, check here
			Final return	Amended return			
_			Address change	Name change		Foreign organizations med check here and attach col	mputation
, į	H C	heck	type of organization: X Section 501(c)(3) ex	empt private foundation	6)41	E If private foundation stat	tus was terminated
Ι.		Se	ction 4947(a)(1) nonexempt charitable trust	Other taxable private founda	tion	under section 507(b)(1)	(A), check here
1	I Fa	ır ma	rket value of all assets at end of year J Accounting	ng method: X Cash	Accrual V	F If the foundation is in a	60-month termination
,	(fr	om P	art II, col. (c), line 16)	her (specify)		under section 507(b)(1)	(B), check here
	▶		14,127,511. (Part I, colun	nn (d) must be on cash basis	s.)	<u> </u>	,
	Pa	<u>rt l</u>	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements for charitable purposes
			necessarily equal the amounts in column (a))	expenses per books	income	income	(cash basis only)
		1	Contributions, gifts, grants, etc., received	0.		N/A	
		2	Check X if the foundation is not required to attach Sch B Interest on savings and temporary	0.150	0.450		
		3	cash investments	2,172.	2,172.		Statement 1
	j	4	Dividends and interest from securities	313,675.	313,675.		Statement 2
		5a	Gross rents				
		b	Net rental income or (loss)	F F A 70 F			
	<u>a</u>	6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all 2 2 1 1 /	554,795.			
	evenu	b	assets on line 6a Z, JJJ, III4.		554,795.	 .	
	Rev	7	Capital gain net income (from Part IV, line 2)		554,795.		
	٦	8	Net short-term capital gain				
	- 1	9	Income modifications Gross sales less returns				
			and allowances				
			Less Cost of goods sold	<u> </u>			
			Gross profit or (loss) Other income	56,208.	56,208.	/	Statement 3
		11 12	Total Add lines 1 through 11	926,850.	926,850.	RECIEVI	
•		13	Compensation of officers, directors, trustees, etc	0.	0.		0.
		14	Other employee salaries and wages			8 AUG 1 2 20	181
			Pension plans, employee benefits			B 700 1 2 20	19 191
	S	40.	Legal fees Stmt 4	34,574.	0.		₹34,574.
	nse	h	Accounting fees Stmt 5	5,450.	0.	OGDEN. I	IT O.
	Expense	C	Other professional fees Stmt 6	70,754.	70,754.		0.
	e E	17	Interest				
	atıv	17 18 19 20	Taxes Stmt 7	16,886.	0.		0.
2019	istr	19	Depreciation and depletion				
20	nin.	20	Occupancy				
Т	ď	21	Travel, conferences, and meetings				
-		22	Printing and publications				
SEP	19.9	23	Other expenses Stmt 8	148,907.	0.		29,245.
\overline{S}	atir	24	Total operating and administrative				
Ω	per	23 24 25	expenses. Add lines 13 through 23	276,571.	70,754.		63,819.
荊	0	25	Contributions, gifts, grants paid	688,500.			688,500.
Ź		26	Total expenses and disbursements				
SCANNED			Add lines 24 and 25	965,071.	70,754.		752,319.
S		27	Subtract line 26 from line 12:				
~ •		l l	Excess of revenue over expenses and disbursements	-38,221.	056 006		
		ŀ	Net investment income (if negative, enter -0-)		856,096.	37/7	
		C	Adjusted net income (if negative, enter -0-)			N/A_	

î	THE AMPHION FOUNDATION INC	
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Page 2

Parl	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End o	f year
Fair	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing	18,486.	139,239.	139,239.
2	Savings and temporary cash investments	775,139.	1,473,459.	1,474,523.
	Accounts receivable			
	Less: allowance for doubtful accounts			
4	Pledges receivable			
'	Less: allowance for doubtful accounts			****
5	<u> </u>			
ء	Receivables due from officers, directors, trustees, and other			
١٠				
١,	disqualified persons			
'	Other notes and loans receivable			
١,	Less: allowance for doubtful accounts			· · · · · · · · · · · · · · · · · · ·
ets a	Inventories for sale or use			
ØΙ.	Prepaid expenses and deferred charges		· · · · · · · · · · · · · · · · · · ·	
יין	a Investments - U.S. and state government obligations			·
	b Investments - corporate stock	5 002 664	5 600 056	5 242 014
	c Investments - corporate bonds Stmt 9	5,893,664.	5,608,956.	5,342,014.
11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation			<u> </u>
12	Investments - mortgage loans			
13	Investments - other . Stmt 10	7,647,279.	7,074,693.	7,171,735.
14	Land, buildings, and equipment: basis			
	Less accumulated depreciation			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers - see the			
\perp	instructions. Also, see page 1, item I)	14,334,568.	14,296,347.	14,127,511.
17	Accounts payable and accrued expenses			
18	Grants payable			
₀ 19	Deferred revenue			
abilities 50	Loans from officers, directors, trustees, and other disqualified persons			
[21	Mortgages and other notes payable			
	Other liabilities (describe			
23	Total liabilities (add lines 17 through 22)	0.	0.	
\top	Foundations that follow SFAS 117, check here	ĵ		
-	and complete lines 24 through 26, and lines 30 and 31			
8 24	Unrestricted			
E 25	Temporarily restricted			
<u>e</u> 26				
or Fund Balances	Foundations that do not follow SFAS 117, check here			
딆	and complete lines 27 through 31.			
ا ا	·	14,334,568.	14,296,347.	
	·	0.	0.	
Assets 58		0.	0.	
# 20	- · · · · · · · · · · · · · · · · · · ·	14,334,568.	14,296,347.	
₹ 30	Total net assets of fund darances	14,334,300.	14,270,3470	
,,	Total Pakilisas and not assets found halanas	14,334,568.	14,296,347.	
31	Total liabilities and net assets/fund balances		14,230,347.	
Parl	III Analysis of Changes in Net Assets or Fund Ba	lances		
				····
	al net assets or fund balances at beginning of year - Part II, column (a), line	30		14 224 560
	ust agree with end-of-year figure reported on prior year's return)		1	14,334,568.
	er amount from Part I, line 27a		. 2	38,221.
	er increases not included in line 2 (itemize)		3	0.
	d lines 1, 2, and 3		4	14,296,347.
	creases not included in line 2 (itemize)	-	5	0.
6 Tot	al net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	14,296,347.
				Form 990-PF (2018)

THE AMPHION FOUNDATION INC Form 990-PF (2018) C/O LAW OFFICES OF JAMES M KENDRICK, LLC 13-3438528 Page 3 Capital Gains and Losses for Tax on Investment Income Part IV (b) How acquired (a) List and describe the kind(s) of property sold (for example, real estate, (c) Date acquired (d) Date sold P - Purchase D - Donation (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co.) (mo., day, yr.) (STATEMENT 12, PGS 1-7) 12/31/18 12/31/18 SHORT TERM SALES b LONG TERN SALES (STATEMENT 12, PGS 7-17) P 01/01/00 12/31/18 c Capital Gains Dividends d е (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale ((e) plus (f) minus (g)) 507,296. 512,984 -5,688. 145,809. 2,011,144. 1,865,335. b 414,674. 414,674 C d е Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or (j) Adjusted basis (k) Excess of col. (i) Losses (from col. (h)) (i) FMV as of 12/31/69 as of 12/31/69 over col. (j), if any -5,688. а 145,809. b 414,674. C d е If gain, also enter in Part I, line 7 554,795. 2 Capital gain net income or (net capital loss) 2 If (loss), enter -0- in Part I, line 7 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). N/A If (loss), enter -0- in Part I, line 8 Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income Part V (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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part. Enter the appropriate amount in each column for each year; see the instructions before making any entries. (d) Distribution ratio (col. (b) divided by col. (c)) (a) Base period years (b) (c) Adjusted qualifying distributions Net value of noncharitable-use assets Calendar year (or tax year beginning in) 15,016,196 704,893 .046942 2017 619,884. 14,207,756. .043630 2016 449,968. 14,719,893. .030569 2015 449,651. 14,388,293. .031251 2014 415,227. 793,298. .035209 2013 .187601 2 Total of line 1, column (d) 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 .037520 3 14,913,170. 4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 4 559,542. 5 Multiply line 4 by line 3 5

8,561.

568,103.

752,319.

7

8

7 Add lines 5 and 6

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

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.

8 Enter qualifying distributions from Part XII, line 4

See the Part VI instructions.

	THE AMPHION FOUNDATION INC					
		<u>13-3438</u>			Page 4	_
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 49	48 - see ir	struc	tions	<u>s)</u>	
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.	į				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)					j
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🗓 and enter 1%	1		8,5	<u>61.</u>	
	of Part 1, line 27b	ļ				
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		8,5		
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		8,5	<u>61.</u>	,
6	Credits/Payments:	•				
a	2018 estimated tax payments and 2017 overpayment credited to 2018 6a 14,640.					
b	Exempt foreign organizations - tax withheld at source 6b 0.	ł				
C	Tax paid with application for extension of time to file (Form 8868) 6c 4,000.					
d	Backup withholding erroneously withheld 6d 0.					J
	Total credits and payments. Add lines 6a through 6d	7	1	8,6	<u>40.</u>	_
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8			52.	-
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	0,0		
	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 10,027. Refunded ▶	11			0.	
Pa	rt 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	_	Yes		
	any political campaign?		<u>1a</u>		X	
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	tion	1b		Х	1
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or		1 1			l
	distributed by the foundation in connection with the activities.		ļ			}
C	Did the foundation file Form 1120-POL for this year?		1c		Х	1
đ	Enter the amount (If any) of tax on political expenditures (section 4955) imposed during the year:					
	(1) On the foundation. \blacktriangleright \$ (2) On foundation managers. \blacktriangleright \$					
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation					
	managers. ► \$0.					J
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		Х	1
	If "Yes," attach a detailed description of the activities.					1
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or	•				J
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		X	
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		X	
	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		Х	ı
	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:		!			ļ
	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	1			j
	remain in the governing instrument?		6	Х		
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	Х		1
	<u>.</u>					
8a	Enter the states to which the foundation reports or with which it is registered. See instructions.					
	NY					
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)		\vdash			J
	of each state as required by General Instruction G? If "No," attach explanation		8ь	Х	:	۱ ۸
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for caler	ıdar	$\vdash \vdash$		_ <u></u>	J' <u>)</u>
	year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		9		_X	đ

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

	† THE AMPHION FOUNDATION INC			
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P	art VII-A Statements Regarding Activities (continued)			
			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule. See instructions	11		Х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement. See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address WWW.AMPHIONFOUNDATION.ORG			
14	The books are in care of ▶ EMMERMAN, BOYLE & ASSOCIATES Telephone no. ▶914-2	<u> 36 – 6</u>	900	
	Located at ▶1025 WESTCHESTER AVENUE, SUITE 301, WHITE PLAINS, ZIP+4 ▶1	0604		
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	<u> </u>	/A_	
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the			
	foreign country			
P	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1.	a 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?		,	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			İ
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?]
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)?			
	(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.)			ļ
	b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		х
	Organizations relying on a current notice regarding disaster assistance, check here			
	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	1		
	before the first day of the tax year beginning in 2018?	10		х
2				
-	defined in section 4942(j)(3) or 4942(j)(5));	}		
	a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2018? Yes X No	1 1		
]		1
	If "Yes," list the years			
	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.			Ì
		1 !		ŀ
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
•	during the year? Yes X No	1		
	b if "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after			l
	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,			ŀ
	Form 4720, to determine if the foundation had excess business holdings in 2018.) N/A	3b		
A	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		Х
	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 2018?	4b	· · · ·	Х
	and the second s			

THE AMPHION FOUNDATION INC 13-3438528 Form 990 PF (2018) C/O LAW OFFICES OF JAMES M KENDRICK. Page 6 Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required (continued) No Yes 5a During the year, did the foundation pay or incur any amount to: Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 4945(d)(4)(A)? See instructions (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yos" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations N/A 5b section 53.4945 or in a current notice regarding disaster assistance? See instructions 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 N/A Yes No expenditure responsibility for the grant? 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 Yes X No a personal benefit contract? 6և Х 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 X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? N/A 7b b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or Yes X No excess parachute payment(s) during the year? Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, and foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred (e) Expense account, other (b) Title, and average hours per week devoted (c) Compensation (If not paid, enter -0-) (a) Name and address and deferred compensation to position allowances See Statement 11 0. 0. 0. (d) Contributions to employee benefit plans and deferred (e) Expense account, other (b) Title, and average hours per week devoted to position (a) Name and address of each employee paid more than \$50,000 (c) Compensation compensation allowances NONE

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

(a) Name and address of each employee paid more than \$50,000

NONE

(b) Title, and average hours per week devoted to position

(c) Compensation

(d) Contributions to employee herifolians account, other allowances

(e) Expense account, other allowances

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

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the amphion foundation inc C/O LAW OFFICES OF JAMES M KENDRICK, L	T.C 13-	-34385:	28 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Mana Paid Employees, and Contractors (continued)		34303	10 Tage 7
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 informat	ion such as the		
number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		F1	xpenses
1N/A		4	
		_	
		 	
2		-	
	· · · · · · · · · · · · · · · · · · ·	-	
3			
Y			
		1	
4			
· · · · · · · · · · · · · · · · · · ·		_	
Deat IV B I O		J	
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.			.mount
1 N/A	·	 	mount
N/A			
No. 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		1	
2		<u> </u>	
All other program-related investments. See instructions.			
3		_	
		-	
		+	
		1	
		⊣	

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Total. Add lines 1 through 3

C/O LAW OFFICES OF JAMES M KENDRICK, LLC

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Rartix 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: 14,487,906. a Average monthly fair market value of securities 1a 652,368. b Average of monthly cash balances 1b c Fair market value of all other assets 10 15,140,274. d Total (add lines 1a, b, and c) 1d e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) 1e Acquisition indebtedness applicable to line 1 assets 2 2 15,140,274. 3 Subtract line 2 from line 1d 3 227.104. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 14, 913,170. Net value of noncharitable use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 745,659. Minimum investment return Enter 5% of line 5 6 PartiXI■ 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.) 745,659. 1 Minimum investment return from Part X, line 6 8,561. Tax on investment income for 2018 from Part VI, line 5 Income tax for 2018. (This does not include the tax from Part VI.) 8,561 Add lines 2a and 2b 2c 098. Distributable amount before adjustments. Subtract line 2c from line 1 3 3 0. 4 Recoveries of amounts treated as qualifying distributions 098. 5 Add lines 3 and 4 5 n 6 Deduction from distributable amount (see instructions) 6 737,098. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part:XIII Qualifying Distributions (see instructions) 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 752,319. a Expenses, contributions, gifts, etc. - total from Part I, column (d), Ine 26 1a Program-related investments - total from Part IX-B b 1b Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 2 Amounts set aside for specific charitable projects that satisfy the: 3 Suitability test (prior IRS approval required) 3a h Cash distribution test (attach the required schedule) 3b 752,319. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment 8,561. income. Enter 1% of Part I, line 27b 743,758. Adjusted qualifying distributions. Subtract line 5 from line 4 6 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.

Form 990-PF (2018)

Form 990-PF (2018)

Form 990-PF (2018)

Part XIII Undistributed Income (see instructions)

		-		
	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI,			, , ,	
line 7				737,098.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only		<u> </u>	0.	
b Total for prior years;		_		и,
		0.		1 (
3 Excess distributions carryover, if any, to 2018:			' ' '	
a From 2013		; ·	, '¥ ;	
b From 2014		, .	• •	•
c From 2015	*	, '	- nt +5 - "	
d From 2016	,		<i>:</i> .	, i
e From 2017	0.	,		
f Total of lines 3a through e	U •			
4 Qualifying distributions for 2018 from Part XII, line 4: ►\$752, 319.				
	'		0.	
a Applied to 2017, but not more than line 2a b Applied to undistributed income of prior			<u> </u>	
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus	-	•		
(Election required - see instructions)	0.			
d Applied to 2018 distributable amount				737,098.
e Remaining amount distributed out of corpus	15,221.			737,70301
5 Excess distributions carryover applied to 2018	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	15,221.			
b Prior years' undistributed income. Subtract	13,221			
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 2017. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2019				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 2013	•			
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019.	15 001			
Subtract lines 7 and 8 from line 6a	15,221.		<u> </u>	
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016 d Excess from 2017			•	
e Excess from 2018 15,221.				
\$ 2,00000 HOM 20 10				

THE AMPHION FOUNDATION INC C/O LAW OFFICES OF JAMES M KENDRICK Form 990-PF (2018) 13-3438528 Page 10 Private Operating Foundations (see instructions and Part VII-A, question 9) Part XIV N/A 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(1)(5) Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (b) 2017 (c) 2016 (d) 2015 (a) 2018 (e) Total income from Part I or the minimum investment return from Part X for each year listed **b** 85% of line 2a c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly for active conduct of exempt activities e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c 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 - epter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) (3) Largest amount of support from an exempt organization Gross investment income Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets Part XV at any time during the year-see instructions.) Information Regarding Foundation Managers: a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).) None b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: 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: JAMES KENDRICK, ESQ, 212-461-6950 254 WEST 31ST STREET, 15TH FLOOR, NEW YORK, NY 10001 b The form in which applications should be submitted and information and materials they should include: LETTER c Any submission deadlines: NONE d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: NONE

THE AMPHION FOUNDATION INC

rm 990-PF (2018) C/O LAW OFFICES OF JAMES M KENDRICK, LLC

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Supplementary Information (continued) Part XV Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation Purpose of grant or show any relationship to Amount any foundation manager or substantial contributor status of contribution Name and address (home or business) recipient a Paid during the year 20th Century Consort None Tax Exempt Operational 2,500. A Far Cry, Inc. None Tax Exempt Operational 3,000. Akropolis Quintet, Inc. None Tax Exempt Operational 2,500. Alarm Will Sound, Inc. None Tax Exempt Operational 3,000. None Tax Exempt Operational American Composers Forum 4,500. See continuation sheet(s) **▶** 3a 688,500. Total b Approved for future payment None 0. **▶** 3b Total

Unrelated business income

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Excluded by section 512, 513, or 514

Page 12

(e)

Part XVI-A **Analysis of Income-Producing Activities**

Form 990-PF (2018)

Enter gross amounts unless otherwise indicated.

1 Program service revenue:	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
a					
b					
C					
d			L		
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14		
4 Dividends and interest from securities			14	313,675.	<u>-</u>
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 .			01	56,208.	
8 Gain or (loss) from sales of assets other					
than inventory			18	554,795.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
C					
	1 1				-
O					
d					
e		0.		926,850.	0.
e		0.		926,850.	0. 926,850.
e		0.		926,850.	0. 926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)		·	empt	13	0. 926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t	to the Accom	nplishment of Exe		Purposes	926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which incompared to the second	to the Accom	. nplishment of Execution (e) of Part XVI-A		Purposes	926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which inotation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which incompared to the second	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
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e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which inotation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
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e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which inotation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which inotation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which inotation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
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e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which incompare the foundation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which inotation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.
e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities t Line No Explain below how each activity for which inotation's exempt purposes (other than	to the Accom	pplishment of Execution (e) of Part XVI-A		Purposes	926,850.

(other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)

Form 990-PF (2018) Information Regarding Transfers to and Transactions and Relationships With Noncharitable **Exempt Organizations**

a Tr	ansfers f	rom the reporting founda	ation to a noncharitable exempt or	ganization of				
(1) Cash		•				1a(1)	X
(2) Other	assets					1a(2)	X
b 0	ther trans	sactions:						
(1) Sales	of assets to a noncharitab	ble exempt organization				1b(1)	X
(2) Purch	ases of assets from a nor	ncharitable exempt organization				1b(2)	X
(3) Rental	l of facilities, equipment, o	or other assets				1b(3)	X
(4) Reimb	oursement arrangements				•	1b(4)	X
(5	i) Loans	or loan guarantees					1b(5)	X
(6) Perfor	mance of services or mei	mbership or fundraising solicitation	ons			1b(6)	X
			lling lists, other assets, or paid em				1c	X
			"Yes," complete the following scho					
			oundation. If the foundation receive		in any transaction	or sharing arrangement, sho	ow in	
			other assets, or services received.		1			
a) Line	no ((b) Amount involved	(c) Name of noncharitable	e exempt organization	(d) Description	of transfers, transactions, and sh	aring arrangeme	ents
			N/A					
				· · · · · · · · · · · · · · · · · · ·			-	
					+			
							<u> </u>	
				····	+			
			<u> </u>					
						-		
		·			 			
					<u> </u>			
		**						
						 		
								
								
				·				
0- 10	the four	dation directly or indirect	tly affiliated with, or related to, one	e or more by-example organiz	atione duerrihad			
			n 501(c)(3)) or in section 527?	e or more ax-exempt organize	ations described	[Yes 🔼	No No
		emplete the following sch				<u> </u>	<u>.</u> 163 ر	
0 11	165, 60	(a) Name of org		(b) Type of organization	· -	c) Description of relationsh	D O	
		N/A	,under on	(6) 1) protesting	<u>.</u>	•,		
						,4		
				· · ·		.,-		····
			,					
			that I have examined this return, including				the IRS discuss	this
Sigr	and be		plete Declaration of preparer (other than	n taxpayer) is based on all information	on of which preparer ha	return	n with the prepar on below? See in	rer
Here		- free m /(e	M M	18/5/19	SECRET			No
	Sign	ature of officer or trustée	,	Date	Title			
•		Print/Type preparer's na	1- 6		Date	Check If PTIN		
			X	<i> </i>		self- employed		
Paid	i	Danny W St	anton CPA Now	x Hantin	06/04/19	P00	052517	,
Prep	oarer		erman, Boyle &		LC	Firm's EIN ► 20-57		
Use	Only		. •	. –				
	-	Firm's address ▶ 10	25 Westchester	Ave., Suite 3	01			
			ite Plains, NY			Phone no. 914-32	8-1729	<u> </u>
				-	 		m 990-PF	

Part XV Supplementary Information				
3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	CONTRIBUTION	
Amorian Composors Orchostra Inc	None	Tax Exempt	Operational	
American Composers Orchestra, Inc.	None	rax Exempt	operacional	8,000.
American Lyric Theater Center, Inc.	None	Tax Exempt	Operational	4,500.
American Opera Projects, Inc.	None	Tax Exempt	Operational	6 000
				6,000.
American Symphony Orchestra League	None	Tax Exempt	Operational	
			· · · · · · · · · · · · · · · · · · ·	3,500,
Americas Society, Inc.	None	Tax Exempt	Operational	
				3,000.
Analog	None	Tax Exempt	Operational	
AlaToy	none	TUX DACMPE	Speracronar	2,500.
ANDPLAY INC	None	Tax Exempt	Operational	1,000.
Aperio	None	Tax Exempt	Operational	2,500.
				2,330
Argento New Music Project, Inc.	None	Tax Exempt	Operational	
				2,500.
Arraymusic	None	Tax Exempt	Operational	
				1,500.
Total from continuation sheets				673,000.

3 Grants and Contributions Paid During the Y Recipient Name and address (home or business) Assoc.for the Promotion of New Music	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution Operational	Amount
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	contribution	
· · · · · · · · · · · · · · · · · · ·	or substantial contributor	recipient		
Assoc.for the Promotion of New Music		Fax Exempt	Operational	
			1	1,500
Astoria Music Society, Inc.	None	Tax Exempt	Operational	1,500.
Bang on a Can, Inc.	None	Fax Exempt	Operational	5,000.
Bard College	None	Tax Exempt	Operational	1,500.
Bent Frequency Inc.	None	Tax Exempt	Operational	2,000.
Beth Morrison Projects, Inc.	None	Tax Exempt	Operational	4,500.
Birmingham Contemporary Music Group	None	Tax Exempt	Operational	7,500.
Blue Sage Center	None	Tax Exempt	Operational	1,500.
Boston Lyric Opera Company	None	Tax Exempt	Operational	5,500.
Boston Modern Orchestra Project	None	Tax Exempt	Operational	20,000.

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Yo	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	contribution	
			(
Boston Musica Viva, Inc.	None	Tax Exempt	Operational	
				3,500.
Boston Symphony Orchestra, Inc.	None	Tax Exempt	Operational	
				6,000.
Bowerbird, Inc	None	Tax Exempt	Operational	
	+			2,500.
Brooklyn Youth Chorus Academy, Inc.	None	Tax Exempt	Operational	4,000.
				4,000.
activities and the control of and the control of th	Y		2	
Cabrillo Festival of Contemporary Music	None	Tax Exempt	Operational	10,500.
				,
Calder Performing Arts Organization	None	Tax Exempt	Operational	
				1,500.
Canticorum Virtuosi, Inc.	None	Tax Exempt	Operational	
				3,000.
ı				
Caramoor Center of Music and the Arts	None	Tax Exempt	Operational	
				2,000.
Carnegie Hall Corporation	None	Tax Exempt	Operational	2 500
		<u> </u>	+	2,500.
Center for New Music San Francisco, Inc.	None	Tax Exempt	Operational	1,500.
Total from continuation sheets				

Rart XV Supplementary Information				
3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
r				
Chamber Music Conference and	None	Tax Exempt	Operational	
Composers'				1,500.
Chamber Music Northwest	None	Tax Exempt	Operational	
				1,500.
ChamberFest Cleveland	None	Tax Exempt	 Operational	
				2,000.
Charles Ives Society	None	Tax Exempt	Operational	
Charles ives Society	None	Lax Exempt	operacionar	2,000.
Chautaugua Institution	None	Tax Exempt	Operational	
Chautauqua Institution	None	TAX EXEMPT	Dperacional	1,500.
				1
Chicago Oraco Mhoston	Yana	Tou Franch	hanntina 1	
Chicago Opera Theater	None	Tax Exempt	Operational	6,000.
				3,000
				1
		L		
Chicago Sympony Orchestra	None	Tax Exempt	Operational	3,000.
				3,000.
Classical 98.1	None	Tax Exempt	Operational	2,000.
			**	2,000.
Collage, Inc.	None	Tax Exempt	Operational	3 500
	-			3,500.
Composers Conf. & Chamber Music Ctr.,	None	Tax Exempt	Operational	
Inc	<u> </u>	1		3,000.
Total from continuation sheets				

THE AMPHION FOUNDATION INC C/O LAW OFFICES OF JAMES M KENDRICK, LLC 13-3438528 Part XV | Supplementary Information

Part XV Supplementary Information	1			
3 Grants and Contributions Paid During the	ear (Continuation)			
Recipient Name of Address (Aprel of Address)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
Concert Artists Guild, Inc.	None	Pax Exempt	Operational	3,000.
				3,000.
Contemporaneous Inc.	None	Tax Exempt	Operational	
				2,500.
Contemporary Arts Center, New Orleans	None	Tax Exempt	Operational	1 500
				1,500.
Da Capo Chamber Players, Inc.	None	Tax Exempt	Operational	
				5,000.
Dal Niente New Music, NFP	None	Tax Exempt	Operational	
				4,000.
Del Sol Performing Arts Organization	None	Tax Exempt	Operational	
				5,000.
Dessoff Choirs, Inc.	None	Tax Exempt	Operational	1 500
				1,500.
Earplay	None	Tax Exempt	 	
			-	1,500.
				:
Ebb & Flow Arts, Inc.	None	Tax Exempt	Operational	3 000
				3,000.
				:
Eighth Blackbird Performing Arts	None	_ Tax Exempt	Operational	
Assoc				10,000.
Total from continuation sheets				<u> </u>

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	Contribution	, anount
Ekmeles, Inc	None	Tax Exempt	Operational	2,500.
Elaine Kaufman Cultural Ctr - Lucy Moses	None	Tax Exempt	Operational	3,000.
Elise M Christianson Young Musician	None	Tax Exempt	Operational	1,500.
Ensemble But What About	None	Tax Exempt	Operational	1,500.
Ensemble Signal	None	Tax Exempt	Operational	6,000.
Evangelical Lutheran Church of the Advent	None	Tax Exempt	Operational	2,500.
Experimental Sound Studio	None	Tax Exempt	Operational	3,000.
Exploring the Metropolis, Inc.	None	Tax Exempt	Operational	2,000.
Fear No Music	None	Tax Exempt	Operational	2,500.
Fifth House Ensemble	None	Tax Exempt	Operational	3,000.
Total from continuation sheets		***************************************		

Part XV Supplementary Information		•		
3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	A
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
Foundation for Contemporary Arts,	None	Tax Exempt	Operational	2 500
Inc.	<u> </u>	<u> </u>	-	2,500.
Fractured Atlas, Inc.	None	Tax Exempt	Operational	13,500.
From the Top, Inc.	None	Tax Exempt	Operational	1,500.
Garth Newel Music Center Foundation	None	Tax Exempt	Operational	2,000.
Glimmerglass Opera Theatre, Inc.	None	Tax Exempt	Operational	11,500.
Haleakala, Inc.	None	rax Exempt	Operational	4,000.
Home for Contemporary Theater and Art	None ,	Fax Exempt	Operational	6,000.
International Contemporary Ensemble	None	Fax Exempt	Operational	14,000.
Intersection	None	Tax Exempt	Operational	2,500.
JACK Music Inc.	None	Tax Exempt	Operational	10,000.
Total from continuation sheets				

Part XV Supplementary Informatio	n			
3 Grants and Contributions Paid During the	Year (Continuation)	-		
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Containation	
Kaleidoscope Chamber Orchestra	None	Tax Exempt	Operational	
				2,000.
Kettle Corn New Music	None	Tax Exempt	Operational	
			-	1,500.
Kronos Performing Arts Association	None	Tax Exempt	Operational	7,000.
				7,000.
				,
			h1	
Kyo-Shin-An Arts, Inc.	None	Tax Exempt	Operational	1,500.
		1,		
Lake George Opera Festival Assoc.	None	Tax Exempt	Operational	
Inc.				4,000.
L'Association Ensemble	None	Tax Exempt	Operational	}
Intercontemporain				10,000.
League of Composers, Inc.	None	Tax Exempt	Operational	
				4,000.
		1 .	•	
Left Coast Chamber Ensemble, Inc.	None	Tax Exempt	Operational	
				2,000.
Line Upon Line Percussion	None	Tax Exempt	Operational	2,500.
				2,330.
Loadbang Inc.	None	Tax Exempt	Operational	
Locationing Tite,	Notice	ax byembe	Shergerougi	3,000.
Total from continuation sheets		•		

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y		_	<u>,</u>	
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
Long Beach Opera	None	Fax Exempt	Operational	1
			,	6,000.
	İ			
Look & Listen, Inc.	None	Tax Exempt	Operational	•
				2,000.
Lorelei Ensemble, Inc.	None	Tax Exempt	Operational	2 500
			·	2,500.
Los Angeles Opera Company	None	Tax Exempt	Operational	6,500.
				1
Minnesota Orchestral Association	None	Tax Exempt	Dperational	
				11,000.
Monadnock Music	None	Tax Exempt	Operational	
				3,000.
				-
				•
Monday Evening Concerts	None	Tax Exempt	Operational	
		 		4,500.
Music at the Anthology, Inc.	None	Tax Exempt	Operational	5,500.
				1
Music Critics Association of North	None	Tax Exempt	Operational	
Amer				1,500.
Musiqa, Inc	None	Tax Exempt	Operational	
				3,000.
Total from continuation sheets				

Part XV Supplementary Information		-	<u> </u>	
3 Grants and Contributions Paid During the				
Recipient	if recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	CONTRIBUTION	
NakedEye, Inc	None	Tax Exempt	Operational	2,000
		-	 	2,000
Network for New Music, Inc.	None	Tax Exempt	Operational	
	<u> </u>	ļ		3,000
New Chamber Ballet, Inc.	None	Tax Exempt	Operational	2,000
New England Philharmonic, Inc.	None	Tax Exempt	Operational	
				3,000
No. Maria Garage	7	7		
New Music Concerts	None	Tax Exempt	Operational	4,000
New Music Detroit	None	Tax Exempt	Operational	
				2,000
New Music Institute of Kansas City,	None	Tax Exempt	Operational	
Inc.				3,500.
New Music On The Point Inc.	None	Tax Exempt	Operational	2,000
				2,000.
New Music USA	None	Tax Exempt	Operational	
•				15,000
New World Symphony, Inc.	None	Tax Exempt	Operational	4,500.
Total from continuation sheets		1		<u> </u>

Part∤XV Supplementary Informatio	n			
3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
		:		
New York City Ballet, Inc.	None	Tax Exempt	Operational	
<u> </u>		-		3,500.
	,			
New York Public Radio	None	Tax Exempt	Operational	4,000.
				,,,,,,
		•		
New York Youth Symphony, Inc.	None	Tax Exempt	Operational	
				6,000.
nief-norf '	None	Tax Exempt	Operational	
			-	1,500.
	_			
Ojai Festivals Ltd.	None	Tax Exempt	Operational	6,500.
				0,300.
OPERA America, Inc.	None	Tax Exempt	Operational	
		•		3,000.
Opera Theatre of Saint Louis	None	Tax Exempt	Operational	
				4,500.
	,			
Original Music Workshop	None	Tax Exempt	Operational	4,000.
		· · · ·	<u> </u>	1,000.
Other Minds	None	Tax Exempt	Operational	}
				5,500.
Oz Arts, Inc.	None	Tax Exempt	Operational	
		<u> </u>	<u> </u>	1,500.
Total from continuation sheets				<u></u>

Part XV Supplementary Information)			
3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	Contribution	, who dill
Pacific Symphony Association	None	Tax Exempt	Operational	
	-			2,500.
Performance Zone Inc. dba The Field	None	Tax Exempt	Operational	
				5,000.
Periapsis Music and Dance, Inc.	None	Tax Exempt	Operational	
reliapsis Music and Bance, Inc.	None	тах пхемре	operacional .	2,000.
		ı		
Piano Spheres	None	Tay Event	Operational	
	None	Tax Exempt	operacional	4,000.
Distributed Was Wasis Baseda Tar		7		
Pittsburgh New Music Ensemble, Inc.	None	Tax Exempt	Operational	2,500.
Portland Chamber Music Festival	Vana		Du sus bé sus 3	
Portland Chamber Music restival	None	Fax Exempt	Operational	2,500.
, , , , , , , , , , , , , , , , , , ,				
Present Music, Inc.	None	Tax Exempt	Operational	4,000.
				'
PRISM Quartet, Inc.	None	Tax Exempt	Operational	5,000.
Quince New Music	None	Tax Exempt	Operational	1,500.
Random Access Music Ltd.	None	Tax Exempt	Operational	2,000.
Total from continuation sheets	•	*		

Part XV Supplementary Information	_			_
3 Grants and Contributions Paid During the Yo	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
Resonant Bodies Festival, Inc.	None	Tax Exempt	Operational	3,000.
Rite of Summer	None	Tax Exempt	Operational	1,500.
River Oaks Chamber Orchestra	None	Tax Exempt	Operational	3,000.
Roomful of Teeth Vocal Arts Project, Inc.	None	Tax Exempt	Operational	5,000.
S.E.M. Ensemble, Inc.	None	Tax Exempt	Operational	3,000.
San Francisco Contemporary Music Players	None	Tax Exempt	Operational	15,000.
San Francisco Friends of Chamber Music	None	rax Exempt	Operational	2,500.
San Francisco Performance, Inc.	None	Tax Exempt	Operational	1,500.
Sinfonietta Productions Ltd	None	Tax Exempt	Operational	' 5,000.
So Percussion, Inc. Total from continuation sheets	None	Tax Exempt	Operational	5,500.

Part XV Supplementary Information 3 Grants and Contributions Paid During the Y				
Recipient	If recipient is an individual.			
Name and address (home or business)	show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		, , , , , , , , , , , , , , , , , , , ,
Society for New Music (Syracuse, NY)	None	Tax Exempt	Operational	5,000
SOLI Chamber Ensemble	None	Tax Exempt	Operational	4,000
				4,000
Spektral Quartet, NFP	None	Tax Exempt	Operational	4,000.
Sphinx Organization, Inc.	None	Tax Exempt	Operational	2,000,
St. Luke's Chamber Ensemble, Inc.	None	Tax Exempt	Operational	2,500.
Stephen Petronio Dance Company, Inc.	None	Tax Exempt	Operational ,	2,500.
Sterling and Francine Clark Art Institute	None	Tax Exempt	Operational	2,500.
Symphony Space	None	Tax Exempt	Operational	2,000.
Synchromy	None	Tax Exempt	Operational	2,500.
Talea Ensemble, Inc.	None	Fax Exempt	Operational	7,500.

THE AMPHION FOUNDATION INC C/O LAW OFFICES OF JAMES M KENDRICK, LLC 13-3438528 [Part:XVI] Supplementary Information

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	COMBIDATION	
TEPE Incorporated	None	Tax Exempt	Operational	4,000.
			 	1,000.
The Crossing, Inc.	None	Tax Exempt	Operational	
				4,000.
				1
Mb. Day Shay Oughaster	Vana	Dan Branch		
The Dog Star Orchestra	None	Tax Exempt	Operational	2,000.
				ľ
The Emerald City Opera	None	Tax Exempt	Operational	
				2,000.
The Fresh Squeezed Opera Company, Inc	None	Tax Exempt	Operational	
				2,000.
				1
The Holst Foundation	None	Tax Exempt	Operational	1,000.
				_,
The Industry Productions Inc.	None	Tax Exempt	Operational	
				7,500.
The Living Earth Show	None	Tax Exempt	Operational	
The Biving Baren Show	vonc	rux Exempt	pperacronar	1,500.
The Metropolitan Museum of Art	None	Tax Exempt	Operational	2 000
				2,000.
The Minnesota Opera	None	Tax Exempt	Operational	
			<u> </u>	7,000.
Total from continuation sheets				<u> </u>

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
The Mornington Trust	None	Tax Exempt	Operational	
		 		5,000.
The Performance Zone DBA The Field	None	Tax Exempt	Operational	3,500.
				1
The Regents of the University of	None	Tax Exempt	Operational	
Califor				5,000.
The Saint Paul Chamber Orchestra	None	Tax Exempt	Operational	
Society				5,500.
The Santa Fe Opera	None	Tax Exempt	Dperational	5,000.
The Trustees of Columbia Univ. City,	None	Tax Exempt	Operational	
NY		 		8,000.
The University of Buffalo Foundation,	None	Tax Exempt	Operational	
Inc			 	5,000.
The Walden School	None	Tax Exempt	Operational	
The walden believe	lone	Tax Exempt	pperacional	3,500.
,				
Theatre at Boston Court	None	Tax Exempt	Operational	
				2,000.
Third Coast Percussion, NFP	None	Tax Exempt	Operational	F 000
Total from continuation sheets	<u> </u>			5,000.

Part XV Supplementary Information	n			
3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
University Enterprises, Inc.	None	Tax Exempt	Operational	
			-	2,500.
		L		
University of Idaho Foundation, Inc	None	Tax Exempt	Operational	1,500.
University of Pittsburgh	None	Tax Exempt	Operational	
				3,000.
Volti, Inc	None	Tax Exempt	Operational	
				2,000.
Washington Performing Arts Society	None	Tax Exempt	Operational	2,500.
Wet Ink Music Productions, Inc	None	Tax Exempt	Operational	
		<u> </u>		4,000.
Window to the World Communications,	None	Tax Exempt	Operational	
Inc.	,			4,000.
	C			
		,		
Works and Process, Inc.	None	Tax Exempt	Operational	2,500.
		-)
Yarn Wire Inc	None	Tax Exempt	Operational	
		_		4,500.
		,		
Yellow Barn	None	Tax Exempt	Operational	
Tables and a standard to				3,000.
Total from continuation sheets				<u></u>

Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient		Foundation	Purpose of grant or	
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
oung People's Chorus of New York	None	Tax Exempt	Operational	4,00
			-	
eitgeist	None	Tax Exempt	Operational	
				4,00
				,,
•				
		 		·· ··
•				
- to - *				

Form 990-PF Interes	st on Savin	gs and Tem	porary (Cash In	vestments	Statement 1	
Source		Reve	(a) Revenue Per Books		(b) vestment come	(c) Adjusted Net Income	
BNY MELLON			2,172.		2,172.		
Total to Part I, line 3			2,172.		2,172.	· · · · · · · · · · · · · · · · · · ·	
Form 990-PF	Dividends	and Inter	est from	m Secur	rities	Statement 2	
Source	Gross Amount	Capital Gains Dividend	Re	(a) venue Books	(b) Net Inves ment Inco		
CORPORATE DIVIDEND CORPORATE INTEREST	723,476. 4,873.		74. 30	08,802. 4,873.			
To Part I, line 4	728,349.	414,67	74. 3:	13,675.	313,67	5.	
Form 990-PF Description		Other I	(a) Revenue Per Bool		(b) Met Invest- ment Income	(c) Adjusted Net Income	
CLASS ACTION PROCEED ROYALTIES Other Income	os			528. ,180. ,500.	528 52,180 3,500	•	
Total to Form 990-P	F, Part I,	line 11 <u>—</u>	56	,208.	56,208	•	
Form 990-PF		Legal	Fees			Statement 4	
Description		(a) Expenses Per Books	(b Net In ment I	vest-	(c) Adjusted Net Incom		
LEGAL FEES		34,574.		0.		34,574.	
To Fm 990-PF, Pg 1,	ln 16a	34,574.		0.	-	34,574.	
							

Form 990-PF	Accounti	ng Fees	Statement 5		
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
TAX PREPARATION	5,450.	0.		0.	
To Form 990-PF, Pg 1, ln 16b	5,450.	0.		0.	
Form 990-PF (Other Profes	sional.Fees	S	tatement 6	
Description INVESTMENT ADVISORY FEES To Form 990-PF, Pg 1, ln 16c	(a) Expenses Per Books 70,754.		(c) Adjusted Net Income	(d) Charitable Purposes 0.	
Form 990-PF	Tax	es	s	tatement 7	
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FEDERAL EXCISE TAXES	16,886.	0.		0.	
To Form 990-PF, Pg 1, ln 18	16,886.	0.		, 0.	
=			,		
Form 990-PF	Other E	xpenses	S	tatement 8	
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PROGRAM ADMINISTRATION	90,918.	0.		0.	
ONLINE APPLICATION SYSTEM/WEBSITE	29,245.	0.		29,245.	
OFFICERS AND DIRECTORS INSURANCE OTHER MISCELLANEOUS HONORARIA	2,214. 11,530. 15,000.	0.		0. 0. 0.	
To Form 990-PF, Pg 1, ln 23	148,907.			29,245.	
				=======================================	

Form 990-PF	Corporate Bonds		Statement 9
Description		Book Value	Fair Market Value
CORPORATE BONDS (STATEMENT 13)		5,608,956.	5,342,014.
Total to Form 990-PF, Part II,	line 10c	5,608,956.	5,342,014.
Form 990-PF	Other Investments		Statement 10
Description	Valuation Method	Book Value	Fair Market Value
MARKETABLE EQUITY SECURITIES (STATEMENT 13)	FMV	7,074,693.	7,171,735.
Total to Form 990-PF, Part II,	line 13	7,074,693.	7,171,735.

	of Officers, Di Foundation Manag		Stat	ement 11
Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
VIRGIL BLACKWELL 67 HIGHWAY 1 CARMEL, CA 93923	PRESIDENT 5.00	0.	0.	0.
JOHN LINK 518 WEST 142ND STREET, #2 NEW YORK, NY 10031	SENIOR VICE PRE	ESIDENT 0.	0.	0.
SUSAN FEDER 53 JAFFRAY COURT IRVINGTON, NY 10533	VICE PRESIDENT 1.00	0.	0.	0.
JAMES KENDRICK 254 WEST 31ST STREET, 15TH FLOOR NEW YORK, NY 10001	SECRETARY 5.00	0.	0.	0.
ARA GUZELIMIAN 111 HAMILTON AVENUE HASTINGS-ON-HUDSON, NY 10706	DIRECTOR 1.00	0.	0.	0.
DAVID FULMER 10 BALLARD TERRACE LEXINGTON, MA 02420	DIRECTOR 1.00	0.	0.	0.
URSULA OPPENS 600 WEST 115TH STREET, APT 114 NEW YORK, NY 10025	DIRECTOR 1.00	0.	0.	0.
FRED SHERRY 215 WEST 91ST STREET, #63 NEW YORK, NY 10024	DIRECTOR 1.00	0.	0.	0.
ANTHONY SCHMIDT 475 WALL STREET PRINCETON, NJ 08540	TREASURER 1.00	0.	0.	0.
ZIZI MUELLER 30 VALLEY FORGE ROAD WESTON, CT 06883	DIRECTOR 1.00	0.	0.	0.

THE AMPHION FOUNDATION INC C/O LAW	OFFIC		<u>13</u>	3-3438528
DANNY STANTON 1025 WESTCHESTER AVE WHITE PLAINS, NY 10604	ASSISTANT TREASU 1.00	RER 0.	0.	0.
Totals included on 990-PF, Page 6,	Part VIII	0.	0.	0.