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EXTENDED TO NOVEMBER 15, 2019

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.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: THE PARK FOUNDATION

A Employer identification number: 20-0791170

Number and street (or P O box number if mail is not delivered to street address): 6200 RIVERSIDE DRIVE | Room/suite

B Telephone number: 216-265-2620

City or town, state or province, country, and ZIP or foreign postal code: CLEVELAND, OH 44135

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1 Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 53,597,629.

J Accounting method: [x] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

6 04 3/4 A

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).)

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	178.		N/A	
	2	Check ▶ [x] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,307,410.	1,299,985.		SEE STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	195,067.			
	b	Gross sales price for all assets on line 6a 5,281,512.				
	7	Capital gain net income (from Part IV, line 2)		195,067.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total** Add lines 1 through 11	1,502,655.	1,495,052.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees				
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 2	80,076.	2,576.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 3	129,877.	109,752.		20,125.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	209,953.	112,328.		20,125.
	25	Contributions, gifts, grants paid	4,828,819.			4,828,819.
	26	**Total expenses and disbursements** Add lines 24 and 25	5,038,772.	112,328.		4,848,944.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-3,536,117.			
	b	**Net investment income** (if negative, enter -0-)		1,382,724.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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823501 12-11-18 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2018)

13320716 746847 PARKFDN 2018.04000 THE PARK FOUNDATION PARKFDN1

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	243,778.	96,481.	96,481.
	2 Savings and temporary cash investments	3,048,921.	2,042,984.	2,042,984.
	3 Accounts receivable ▶ 7,323. Less: allowance for doubtful accounts ▶	66,213.	7,323.	7,323.
	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 4	8,914,843.	9,730,507.	12,641,301.
	c Investments - corporate bonds STMT 5	8,912,102.	6,993,528.	6,996,367.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	16,893,947.	15,689,197.	22,172,927.
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶ SEE STATEMENT 7)	9,640,246.	9,640,246.	9,640,246.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	47,720,050.	44,200,266.	53,597,629.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] 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	47,720,050.	44,200,266.	
	30 **Total net assets or fund balances**	47,720,050.	44,200,266.	
	31 **Total liabilities and net assets/fund balances**	47,720,050.	44,200,266.	

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	47,720,050.
2	Enter amount from Part I, line 27a	2	-3,536,117.
3	Other increases not included in line 2 (itemize) ▶ DISTRIBUTIONS & OTHER BASIS ADJUSTMENTS FROM PTP	3	21,246.
4	Add lines 1, 2, and 3	4	44,205,179.
5	Decreases not included in line 2 (itemize) ▶ BOOK-TAX DIFFERENCES IN INCOME	5	4,913.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	44,200,266.

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			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e	5,281,512.		5,086,445.	195,067.

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				195,067.

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 — 195,067.

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))
2017	2,996,727.	54,886,006.	.054599
2016	4,567,966.	56,017,489.	.081545
2015	2,827,977.	57,333,049.	.049325
2014	6,634,426.	52,090,832.	.127363
2013	9,372,900.	53,582,443.	.174925

2	**Total** of line 1, column (d)	2	.487757
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	.097551
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	47,782,623.
5	Multiply line 4 by line 3	5	4,661,243.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,827.
7	Add lines 5 and 6	7	4,675,070.
8	Enter qualifying distributions from Part XII, line 4	8	4,848,944.

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.

3

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ [x] and enter 1% of Part I, line 27b			1	13,827.
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	13,827.
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	13,827.
6	Credits/Payments:				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	30,507.		
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	30,507.
8	Enter any **penalty** for underpayment of estimated tax. Check here [x] if Form 2220 is attached			8	0.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	16,680.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 16,680. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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.			
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: (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? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ OH			
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 2018 or the tax year beginning in 2018? 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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PARK CORPORATION Telephone no. ▶ 216-267-4870

Located at ▶ 6200 RIVERSIDE DRIVE, CLEVELAND, OH ZIP+4 ▶ 44135

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2018, 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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	1b		X
	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 before the first day of the tax year beginning in 2018?	1c		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ 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? ☒ Yes ☐ No			
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 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 2018.)	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a During the year, did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes ☒ No			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		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
NONE				

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE PARK FOUNDATION DID NOT ENGAGE IN ANY DIRECT CHARITABLE ACTIVITIES DURING 2018	0.
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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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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	48,284,793.
b	Average of monthly cash balances	1b	225,484.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	48,510,277.
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	48,510,277.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	727,654.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	47,782,623.
6	**Minimum investment return.** Enter 5% of line 5	6	2,389,131.

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	2,389,131.
2a	Tax on investment income for 2018 from Part VI, line 5 — 2a: 13,827.		
b	Income tax for 2018. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	13,827.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,375,304.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,375,304.
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	2,375,304.

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	4,848,944.
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	4,848,944.
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	13,827.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,835,117.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				2,375,304.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013 6,750,662.				
b From 2014 4,077,120.				
c From 2015 5,992.				
d From 2016 1,810,145.				
e From 2017 342,042.				
f Total of lines 3a through e	12,985,961.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 4,848,944.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				2,375,304.
e Remaining amount distributed out of corpus	2,473,640.			
5 Excess distributions carryover applied to 2018 (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:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	15,459,601.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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	6,750,662.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	8,708,939.			
10 Analysis of line 9:				
a Excess from 2014 4,077,120.				
b Excess from 2015 5,992.				
c Excess from 2016 1,810,145.				
d Excess from 2017 342,042.				
e Excess from 2018 2,473,640.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) 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(j)(5)

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 9

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN CANCER SOCIETY 235 SOUTH COUNTY RD PALM BEACH, FL 33480	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
AMERICAN CANCER SOCIETY 6165 RAINBOW BLVD LAS VEGAS, NV 89118	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
AMERICAN RED CROSS PO BOX 37839 BOONE, IA 50037-0839	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	30,000.
BRENT SHAPIRO FOUNDATION 6345 BALBOA BLVD ENCINO, CA 91316	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
CENTER FOR FAMILY SERVICES OF PALM BEACH COUNTY 471 SPENCER DRIVE WEST PALM BEACH, FL 33409	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	4,828,819.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	1,307,410.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14		
8 Gain or (loss) from sales of assets other than inventory			18	195,067.	
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.		1,502,477.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,502,477.

(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).

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Ricky L Bertram (signature) | SECRETARY

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? See instr ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., 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	IBM CORP BOND		11/04/08	10/15/18
b	METLIFE INC BOND		02/12/09	08/15/18
c	CANADIAN NATIONAL RR		02/18/09	08/30/18
d	ABBVIE INC SHS		04/24/18	10/31/18
e	ABBVIE INC SHS		03/14/18	10/31/18
f	AMN ELEC POWER CO		11/12/13	01/23/18
g	ASTRAZENECA PLC SPND ADR		12/11/14	01/23/18
h	ASTRAZENECA PLC SPND ADR		12/11/14	07/06/18
i	DIGITAL RLTY TR INC		04/17/13	01/23/18
j	DOMINION ENERGY INC		01/23/18	03/27/18
k	DOMINION ENERGY INC		05/10/16	03/27/18
l	DOMINION ENERGY INC		09/09/15	03/27/18
m	DOMINION ENERGY INC		12/15/14	03/27/18
n	EMERSON ELEC CO		04/24/18	12/20/18
o	EMERSON ELEC CO		03/14/18	12/20/18

	(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	1,000,000.		1,000,000.	0.
b	409,830.		400,098.	9,732.
c	461,327.		454,598.	6,729.
d	30,916.		35,439.	-4,523.
e	24,575.		36,870.	-12,295.
f	6,883.		4,750.	2,133.
g	21,668.		22,094.	-426.
h	24,607.		25,777.	-1,170.
i	11,082.		7,131.	3,951.
j	3,465.		3,798.	-333.
k	17,326.		17,877.	-551.
l	17,326.		17,097.	229.
m	69,306.		72,107.	-2,801.
n	5,124.		6,029.	-905.
o	569.		708.	-139.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				0.
b				9,732.
c				6,729.
d				-4,523.
e				-12,295.
f				2,133.
g				-426.
h				-1,170.
i				3,951.
j				-333.
k				-551.
l				229.
m				-2,801.
n				-905.
o				-139.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	EMERSON ELEC CO		06/09/17	01/23/18
b	EMERSON ELEC CO		06/09/17	12/20/18
c	GENERAL MOTORS CO		02/14/18	10/02/18
d	GENERAL MOTORS CO		01/23/18	10/02/18
e	GENERAL MOTORS CO		10/31/17	10/02/18
f	HSBC HLDG PLC SP ADR		04/24/18	10/25/18
g	HSBC HLDG PLC SP ADR		03/14/18	10/25/18
h	HSBC HLDG PLC SP ADR		02/14/18	10/25/18
i	HSBC HLDG PLC SP ADR		01/23/18	10/25/18
j	HSBC HLDG PLC SP ADR		12/20/17	10/25/18
k	ILLINOIS TOOL WORKS INC		04/24/18	10/25/18
l	ILLINOIS TOOL WORKS INC		03/14/18	10/25/18
m	INTEL CORP		05/10/16	01/23/18
n	INTEL CORP		05/14/13	07/06/18
o	INTEL CORP		04/17/13	10/02/18

	(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	7,312.		6,045.	1,267.
b	51,235.		54,403.	-3,168.
c	1,667.		2,085.	-418.
d	3,333.		4,327.	-994.
e	29,997.		38,879.	-8,882.
f	1,174.		1,498.	-324.
g	6,653.		8,285.	-1,632.
h	3,914.		5,276.	-1,362.
i	23,483.		33,270.	-9,787.
j	27,397.		35,768.	-8,371.
k	7,383.		8,921.	-1,538.
l	35,684.		49,172.	-13,488.
m	22,927.		15,078.	7,849.
n	10,214.		4,775.	5,439.
o	4,820.		2,206.	2,614.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,267.
b				-3,168.
c				-418.
d				-994.
e				-8,882.
f				-324.
g				-1,632.
h				-1,362.
i				-9,787.
j				-8,371.
k				-1,538.
l				-13,488.
m				7,849.
n				5,439.
o				2,614.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	INTEL CORP		04/17/13	07/06/18
b	INTEL CORP		04/15/13	10/02/18
c	INTEL CORP		09/11/12	07/06/18
d	INTEL CORP		07/19/12	07/06/18
e	INTL BUSINESS MACHINES		05/10/16	01/23/18
f	INTL BUSINESS MACHINES		05/10/16	10/25/18
g	JPMORGAN CHASE & CO		05/14/13	01/23/18
h	JPMORGAN CHASE & CO		02/22/13	01/23/18
i	KIMBERLY CLARK		12/11/14	01/23/18
j	KIMBERLY CLARK		05/03/13	01/23/18
k	KIMBERLY CLARK		05/03/13	04/24/18
l	KIMBERLY CLARK		04/15/13	04/24/18
m	KIMBERLY CLARK		02/22/13	04/24/18
n	KIMBERLY CLARK		07/19/12	04/24/18
o	KRAFT (THE) HEINZ CO SHS		02/14/18	04/24/18

	(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	5,107.		2,206.	2,901.
b	19,281.		8,603.	10,678.
c	5,107.		2,353.	2,754.
d	5,107.		2,603.	2,504.
e	8,259.		7,500.	759.
f	82,252.		97,500.	-15,248.
g	11,417.		5,030.	6,387.
h	11,417.		4,861.	6,556.
i	17,656.		17,123.	533.
j	17,656.		15,007.	2,649.
k	4,982.		5,002.	-20.
l	9,964.		9,635.	329.
m	19,929.		18,034.	1,895.
n	4,982.		4,127.	855.
o	2,819.		3,579.	-760.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				2,901.
b				10,678.
c				2,754.
d				2,504.
e				759.
f				-15,248.
g				6,387.
h				6,556.
i				533.
j				2,649.
k				-20.
l				329.
m				1,895.
n				855.
o				-760.

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	
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	

Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., 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	KRAFT (THE) HEINZ CO SHS		05/14/13	01/23/18
b	KRAFT (THE) HEINZ CO SHS		05/03/13	01/23/18
c	KRAFT (THE) HEINZ CO SHS		04/17/13	04/24/18
d	KRAFT (THE) HEINZ CO SHS		04/15/13	04/24/18
e	KRAFT (THE) HEINZ CO SHS		02/22/13	04/24/18
f	KRAFT (THE) HEINZ CO SHS		11/20/12	04/24/18
g	LOCKHEED MARTIN CORP		01/14/14	01/23/18
h	MCDONALDS CORP COM		05/03/13	01/23/18
i	METLIFE INC COM		07/14/16	01/23/18
j	METLIFE INC COM		07/14/16	02/08/18
k	OCCIDENTAL PETE CORP CAL		02/24/17	03/14/18
l	OCCIDENTAL PETE CORP CAL		05/10/16	03/14/18
m	OCCIDENTAL PETE CORP CAL		12/11/14	03/14/18
n	OCCIDENTAL PETE CORP CAL		05/14/13	01/23/18
o	OCCIDENTAL PETE CORP CAL		04/17/13	03/14/18

	(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	8,036.		5,169.	2,867.
b	8,036.		5,119.	2,917.
c	5,638.		4,802.	836.
d	16,915.		14,569.	2,346.
e	16,915.		13,480.	3,435.
f	5,638.		4,239.	1,399.
g	32,882.		15,045.	17,837.
h	35,373.		20,626.	14,747.
i	26,791.		18,983.	7,808.
j	58,587.		49,355.	9,232.
k	12,798.		12,853.	-55.
l	9,599.		11,467.	-1,868.
m	15,998.		18,729.	-2,731.
n	7,758.		8,761.	-1,003.
o	6,399.		7,724.	-1,325.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				2,867.
b				2,917.
c				836.
d				2,346.
e				3,435.
f				1,399.
g				17,837.
h				14,747.
i				7,808.
j				9,232.
k				-55.
l				-1,868.
m				-2,731.
n				-1,003.
o				-1,325.

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

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

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	OCCIDENTAL PETE CORP CAL		04/15/13	03/14/18
b	OCCIDENTAL PETE CORP CAL		02/22/13	03/14/18
c	OCCIDENTAL PETE CORP CAL		02/05/13	03/14/18
d	OCCIDENTAL PETE CORP CAL		02/05/13	01/23/18
e	PACCAR INC		07/14/16	01/23/18
f	PACCAR INC		05/10/16	01/23/18
g	PACCAR INC		05/14/13	01/23/18
h	PACCAR INC		05/03/13	01/23/18
i	PACCAR INC		04/17/13	03/14/18
j	PACCAR INC		04/15/13	03/14/18
k	PACCAR INC		04/15/13	01/23/18
l	PACCAR INC		02/22/13	03/14/18
m	PACCAR INC		07/19/12	03/14/18
n	PACCAR INC		07/18/12	03/14/18
o	PFIZER INC		07/27/16	01/23/18

	(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	25,596.		31,434.	-5,838.
b	6,399.		8,042.	-1,643.
c	6,399.		8,528.	-2,129.
d	15,516.		17,057.	-1,541.
e	7,727.		5,446.	2,281.
f	23,180.		17,285.	5,895.
g	7,727.		5,269.	2,458.
h	7,727.		5,260.	2,467.
i	6,624.		4,753.	1,871.
j	26,495.		19,431.	7,064.
k	7,727.		4,858.	2,869.
l	26,495.		18,686.	7,809.
m	13,248.		7,595.	5,653.
n	6,624.		3,767.	2,857.
o	3,686.		3,689.	-3.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-5,838.
b				-1,643.
c				-2,129.
d				-1,541.
e				2,281.
f				5,895.
g				2,458.
h				2,467.
i				1,871.
j				7,064.
k				2,869.
l				7,809.
m				5,653.
n				2,857.
o				-3.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	PFIZER INC		07/14/16	01/23/18
b	PFIZER INC		05/10/16	01/23/18
c	PHILIP MORRIS INTL INC		07/27/16	04/20/18
d	PHILIP MORRIS INTL INC		05/10/16	01/23/18
e	PHILIP MORRIS INTL INC		05/10/16	04/20/18
f	PHILIP MORRIS INTL INC		12/11/14	04/20/18
g	PHILIP MORRIS INTL INC		05/14/13	04/20/18
h	PHILIP MORRIS INTL INC		04/15/13	04/20/18
i	PHILIP MORRIS INTL INC		02/22/13	04/20/18
j	PHILIP MORRIS INTL INC		07/18/12	04/20/18
k	PROCTER & GAMBLE CO		12/15/15	01/23/18
l	PROCTER & GAMBLE CO		12/15/15	04/24/18
m	ROYAL DUTCH SHEL PLC		07/27/16	01/23/18
n	TEXAS INSTRUMENTS		02/14/18	10/25/18
o	TEXAS INSTRUMENTS		01/23/18	10/25/18

	(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	18,432.		18,355.	77.
b	3,686.		3,377.	309.
c	8,488.		9,771.	-1,283.
d	21,939.		20,365.	1,574.
e	21,220.		25,457.	-4,237.
f	12,732.		12,902.	-170.
g	8,488.		9,465.	-977.
h	8,488.		9,490.	-1,002.
i	8,488.		9,300.	-812.
j	8,488.		8,939.	-451.
k	22,087.		19,854.	2,233.
l	72,500.		79,734.	-7,234.
m	14,636.		11,346.	3,290.
n	9,160.		10,077.	-917.
o	41,222.		53,765.	-12,543.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				77.
b				309.
c				-1,283.
d				1,574.
e				-4,237.
f				-170.
g				-977.
h				-1,002.
i				-812.
j				-451.
k				2,233.
l				-7,234.
m				3,290.
n				-917.
o				-12,543.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	TEXAS INSTRUMENTS		12/20/17	10/25/18
b	TRANSCANADA CORP		01/23/18	05/23/18
c	TRANSCANADA CORP		06/09/17	05/23/18
d	VENTAS INC		09/09/15	03/14/18
e	VENTAS INC		12/11/14	03/14/18
f	VENTAS INC		04/15/14	03/14/18
g	VENTAS INC		05/14/13	01/23/18
h	VENTAS INC		04/17/13	01/23/18
i	VENTAS INC		04/15/13	03/14/18
j	VENTAS INC		02/22/13	03/14/18
k	VODAFONE GROUP PLC SHS		07/06/18	09/05/18
l	VODAFONE GROUP PLC SHS		04/24/18	09/05/18
m	VODAFONE GROUP PLC SHS		03/14/18	09/05/18
n	VODAFONE GROUP PLC SHS		02/14/18	09/05/18
o	VODAFONE GROUP PLC SHS		01/23/18	09/05/18

	(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	32,062.		36,749.	-4,687.
b	16,894.		19,135.	-2,241.
c	42,234.		47,281.	-5,047.
d	17,379.		18,615.	-1,236.
e	4,965.		6,419.	-1,454.
f	4,965.		5,757.	-792.
g	11,107.		13,937.	-2,830.
h	5,553.		6,762.	-1,209.
i	14,896.		20,231.	-5,335.
j	7,448.		9,137.	-1,689.
k	5,363.		6,339.	-976.
l	429.		596.	-167.
m	7,079.		9,480.	-2,401.
n	2,145.		2,827.	-682.
o	6,435.		9,686.	-3,251.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-4,687.
b				-2,241.
c				-5,047.
d				-1,236.
e				-1,454.
f				-792.
g				-2,830.
h				-1,209.
i				-5,335.
j				-1,689.
k				-976.
l				-167.
m				-2,401.
n				-682.
o				-3,251.

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	
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	

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Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., 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	VODAFONE GROUP PLC SHS		11/16/17	09/05/18
b	DOUBLELINE TOT RTRN BD I		12/29/17	01/23/18
c	DOUBLELINE TOT RTRN BD I		12/29/17	01/23/18
d	DOUBLELINE TOT RTRN BD I		11/30/17	01/23/18
e	DOUBLELINE TOT RTRN BD I		10/31/17	01/23/18
f	DOUBLELINE TOT RTRN BD I		10/31/17	01/23/18
g	DOUBLELINE TOT RTRN BD I		09/29/17	01/23/18
h	DOUBLELINE TOT RTRN BD I		09/29/17	01/23/18
i	DOUBLELINE TOT RTRN BD I		08/31/17	01/23/18
j	DOUBLELINE TOT RTRN BD I		07/31/17	01/23/18
k	DOUBLELINE TOT RTRN BD I		07/31/17	01/23/18
l	DOUBLELINE TOT RTRN BD I		06/30/17	01/23/18
m	DOUBLELINE TOT RTRN BD I		06/30/17	01/23/18
n	DOUBLELINE TOT RTRN BD I		05/31/17	01/23/18
o	DOUBLELINE TOT RTRN BD I		04/28/17	01/23/18

	(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	32,176.		45,969.	-13,793.
b	9.		10.	-1.
c	2,978.		2,998.	-20.
d	3,105.		3,125.	-20.
e	11.		11.	0.
f	3,126.		3,158.	-32.
g	11.		11.	0.
h	3,052.		3,092.	-40.
i	3,031.		3,091.	-60.
j	11.		11.	0.
k	3,041.		3,082.	-41.
l	11.		11.	0.
m	3,136.		3,172.	-36.
n	3,231.		3,283.	-52.
o	11.		11.	0.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-13,793.
b				-1.
c				-20.
d				-20.
e				0.
f				-32.
g				0.
h				-40.
i				-60.
j				0.
k				-41.
l				0.
m				-36.
n				-52.
o				0.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	DOUBLELINE TOT RTRN BD I		04/28/17	01/23/18
b	DOUBLELINE TOT RTRN BD I		03/31/17	01/23/18
c	DOUBLELINE TOT RTRN BD I		03/31/17	01/23/18
d	DOUBLELINE TOT RTRN BD I		02/28/17	01/23/18
e	DOUBLELINE TOT RTRN BD I		02/28/17	01/23/18
f	DOUBLELINE TOT RTRN BD I		01/31/17	01/23/18
g	DOUBLELINE TOT RTRN BD I		01/31/17	01/23/18
h	DOUBLELINE TOT RTRN BD I		12/30/16	01/23/18
i	DOUBLELINE TOT RTRN BD I		11/30/16	01/23/18
j	DOUBLELINE TOT RTRN BD I		11/30/16	01/23/18
k	DOUBLELINE TOT RTRN BD I		10/31/16	01/23/18
l	DOUBLELINE TOT RTRN BD I		09/30/16	01/23/18
m	DOUBLELINE TOT RTRN BD I		08/31/16	01/23/18
n	DOUBLELINE TOT RTRN BD I		08/31/16	01/23/18
o	DOUBLELINE TOT RTRN BD I		07/29/16	01/23/18

	(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	3,031.		3,065.	-34.
b	11.		11.	0.
c	3,348.		3,370.	-22.
d	11.		11.	0.
e	2,988.		3,011.	-23.
f	11.		11.	0.
g	3,274.		3,292.	-18.
h	3,284.		3,303.	-19.
i	11.		11.	0.
j	3,189.		3,216.	-27.
k	2,978.		3,060.	-82.
l	2,967.		3,069.	-102.
m	11.		11.	0.
n	3,031.		3,131.	-100.
o	3,126.		3,241.	-115.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-34.
b				0.
c				-22.
d				0.
e				-23.
f				0.
g				-18.
h				-19.
i				0.
j				-27.
k				-82.
l				-102.
m				0.
n				-100.
o				-115.

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	
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	

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Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., 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	DOUBLELINE TOT RTRN BD I		06/30/16	01/23/18
b	DOUBLELINE TOT RTRN BD I		05/31/16	01/23/18
c	DOUBLELINE TOT RTRN BD I		04/29/16	01/23/18
d	DOUBLELINE TOT RTRN BD I		03/31/16	01/23/18
e	DOUBLELINE TOT RTRN BD I		03/31/16	01/23/18
f	DOUBLELINE TOT RTRN BD I		03/08/16	01/23/18
g	VANGUARD COMMUNICATION		09/25/14	11/09/18
h	AMERICAN WTR WKS CO INC		05/14/13	01/25/18
i	AMERICAN WTR WKS CO INC		05/03/13	01/25/18
j	AMERICAN WTR WKS CO INC		04/17/13	01/25/18
k	AMERICAN WTR WKS CO INC		04/15/13	02/28/18
l	AMERICAN WTR WKS CO INC		03/19/12	02/28/18
m	AUTOMATIC DATA PROC		12/19/13	07/06/18
n	BLACKROCK INC		02/17/15	07/06/18
o	BROADCOM LTD		10/12/17	07/11/18

	(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	3,020.		3,126.	-106.
b	2,767.		2,840.	-73.
c	2,915.		2,997.	-82.
d	11.		11.	0.
e	3,231.		3,326.	-95.
f	982,091.		1,009,991.	-27,900.
g	48,117.		52,212.	-4,095.
h	16,816.		8,485.	8,331.
i	8,408.		4,235.	4,173.
j	8,408.		4,173.	4,235.
k	24,013.		12,488.	11,525.
l	16,009.		6,721.	9,288.
m	40,224.		20,918.	19,306.
n	24,671.		19,039.	5,632.
o	24,350.		24,907.	-557.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-106.
b				-73.
c				-82.
d				0.
e				-95.
f				-27,900.
g				-4,095.
h				8,331.
i				4,173.
j				4,235.
k				11,525.
l				9,288.
m				19,306.
n				5,632.
o				-557.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	BROADCOM LTD		10/04/17	07/11/18
b	COMCAST CORP NEW CL A		10/12/17	02/28/18
c	COMCAST CORP NEW CL A		12/07/16	02/28/18
d	COMCAST CORP NEW CL A		06/03/16	02/28/18
e	COMCAST CORP NEW CL A		05/14/13	02/28/18
f	COMCAST CORP NEW CL A		05/03/13	02/28/18
g	COMCAST CORP NEW CL A		04/17/13	02/28/18
h	COMCAST CORP NEW CL A		04/15/13	02/28/18
i	COMCAST CORP NEW CL A		07/18/12	02/28/18
j	ECOLAB INC		12/07/16	03/14/18
k	ECOLAB INC		09/09/15	03/14/18
l	FEDEX CORP DELAWARE COM		05/14/13	12/11/18
m	FEDEX CORP DELAWARE COM		04/15/13	12/11/18
n	FEDEX CORP DELAWARE COM		02/07/13	12/11/18
o	GARRETT MOTION INC		05/14/13	10/04/18

	(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	48,700.		48,286.	414.
b	7,399.		7,197.	202.
c	7,399.		6,924.	475.
d	7,399.		6,365.	1,034.
e	14,798.		8,647.	6,151.
f	7,399.		4,248.	3,151.
g	7,399.		4,080.	3,319.
h	29,596.		16,610.	12,986.
i	59,193.		25,820.	33,373.
j	13,625.		11,781.	1,844.
k	68,126.		55,615.	12,511.
l	18,931.		9,991.	8,940.
m	56,792.		28,370.	28,422.
n	18,931.		10,630.	8,301.
o	325.		164.	161.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				414.
b				202.
c				475.
d				1,034.
e				6,151.
f				3,151.
g				3,319.
h				12,986.
i				33,373.
j				1,844.
k				12,511.
l				8,940.
m				28,422.
n				8,301.
o				161.

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	
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	

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Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., 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	GARRETT MOTION INC		05/03/13	10/04/18
b	GARRETT MOTION INC		04/17/13	10/04/18
c	GARRETT MOTION INC		04/15/13	10/04/18
d	GARRETT MOTION INC		03/19/12	10/04/18
e	GARRETT MOTION INC		02/09/12	10/04/18
f	GARRETT MOTION INC		01/10/12	10/04/18
g	RESIDEO TECHNOLOGIES INC		05/14/13	11/02/18
h	RESIDEO TECHNOLOGIES INC		05/03/13	11/02/18
i	RESIDEO TECHNOLOGIES INC		04/17/13	11/02/18
j	RESIDEO TECHNOLOGIES INC		04/15/13	11/02/18
k	RESIDEO TECHNOLOGIES INC		03/19/12	11/02/18
l	RESIDEO TECHNOLOGIES INC		02/09/12	11/02/18
m	RESIDEO TECHNOLOGIES INC		01/10/12	11/02/18
n	RESIDEO TECHNOLOGIES INC		05/14/13	11/05/18
o	TEXAS INSTRUMENTS		11/07/17	10/25/18

	(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	162.		79.	83.
b	162.		75.	87.
c	162.		76.	86.
d	325.		127.	198.
e	162.		63.	99.
f	487.		178.	309.
g	766.		445.	321.
h	394.		220.	174.
i	394.		211.	183.
j	371.		201.	170.
k	789.		354.	435.
l	371.		165.	206.
m	1,160.		487.	673.
n	8.		5.	3.
o	9,160.		9,841.	-681.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				83.
b				87.
c				86.
d				198.
e				99.
f				309.
g				321.
h				174.
i				183.
j				170.
k				435.
l				206.
m				673.
n				3.
o				-681.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., 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	TEXAS INSTRUMENTS		12/07/16	10/25/18
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	109,926.		86,180.	23,746.
b	12,766.			12,766.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				23,746.
b				12,766.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	195,067.
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

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILD HEALTH ASSOCIATION OF SEWICKLEY 1108 OHIO RIVER BLVD SEWICKLEY, PA 15143	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
CHILDREN'S HEART FOUNDATION 3006 MARYLAND PKWY LAS VEGAS, NV 89101	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
CLEVELAND CLINIC FOUNDATION MR. RICHARD WAITKUS CLEVELAND, OH 44193	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	250,000.
CLEVELAND CLINIC FOUNDATION MR. RICHARD WAITKUS CLEVELAND, OH 44193	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
CLEVELAND INSTITUTE OF MUSIC 11021 EAST BOULEVARD CLEVELAND, OH 44106	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
CLEVELAND'S PATH TO SAY YES FUND THE CLEVELAND FOUNDATION CLEVELAND, OH 44115	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,000,000.
CURETIVITY 1350 BROADWAY NEW YORK, NY 10018	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	100,000.
DEPARTMENT OF VTERANS AFFAIRS - LOUIS STOKES VA HOSPITAL 10701 EAST BLVD CLEVELAND, OH 44106-1702	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	175,508.
ENLOE HOSPITAL FOUNDATION 249 W. SIXTH AVE CHICO, CA 95926	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	35,000.
FRIENDS OF THE DREXEL 55 EAST STATE ST COLUMBUS, OH 43215	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
Total from continuation sheets				4,733,819.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GATEWAY TO HEAVEN COMMUNITY DEVELOPMENT CORP. 1425 BALZAR AVE LAS VEGAS, NV 89106	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
GATEWAY TO HEAVEN COMMUNITY DEVELOPMENT CORP. 1425 BALZAR AVE LAS VEGAS, NV 89106	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
GEORGE W. BUSH PRESIDENTIAL CENTER P.O. BOX 560887 DALLAS, TX 75356-9733	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
GIRL SCOUTS OF SOUTHERN NEVADA 2941 HARRIS AVE LAS VEGAS, NV 89101	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
GREATER CLEVELAND FOOD BANK 15500 SOUTH WATERLOO RD CLEVELAND, OH 44110	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
HOLY SPIRIT PRAYER CENTER P.O. BOX 371 GATES MILLS, OH 44040	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
HOPE KIDS P.O. BOX 240721 APPLE VALLEY, MN 55124	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
INHERITENCE OF HOPE P.O. BOX 90 PISGAH FOREST, NC 28768	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
INTEGRATED HEALTH CORPORATION P.O. BOX 710 PEARCE, AZ 85625	NONE	NON OPERATING FDN	CHARITABLE CONTRIBUTION	25,000.
INTERNATIONAL SOCIETY OF PALM BEACH 44 COCONUT RD PALM BEACH, FL 33480	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	40,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
IRVINGTON DEVELOPMENT ORGANIZATION P.O. BOX 19714 INDIANAPOLIS, IN 46219	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
IRVINGTON DEVELOPMENT ORGANIZATION P.O. BOX 19714 INDIANAPOLIS, IN 46219	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
IT HAPPENED TO ALEXA FOUNDATION 411 CENTER ST LEWISTON, NY 14092-1603	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	30,000.
KEEP MEMORY ALIVE 888 W BONNEVILLE AVE LAS VEGAS, NV 89106	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	91,000.
KEEP MEMORY ALIVE 888 W BONNEVILLE AVE LAS VEGAS, NV 89106	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	500,000.
KEEP MEMORY ALIVE 888 W BONNEVILLE AVE LAS VEGAS, NV 89106	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	100,000.
KRAVIS CENTER FOR PERFORMING ARTS 701 OKEECHOBEE BLVD WEST PALM BEACH, FL 33401	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	100,000.
LEADERS IN FURTHERING EDUCATION 1720 S. OCEAN BLVD MANALAPAN, FL 33462	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	100,000.
LIVING WATER INTERNATIONAL 4001 GREENBRIAR DRIVE STAFFORD, TX 77477	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
LOVE A STRAY 39104 DETROIT RD AVON, OH 44011	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAURICE LUCAS FOUNDATION ATTN: DAVID LUCAS LAKE OSWEGO, OR 97035	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
MAURICE LUCAS FOUNDATION ATTN: DAVID LUCAS LAKE OSWEGO, OR 97035	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
NATIONAL YOUTH SCIENCE FOUNDATION PO BOX 3387 CHARLESTON, WV 25333-3387	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,000,000.
NEVADA WOMEN'S PHILANTHROPY (NWP) 410 S. RAMPART BLVD LAS VEGAS, NV 89145	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
NEW AVENUES FOR YOUTH 1220 SW COLUMBIA PORTLAND, OR 97201	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
OHIO AEROSPACE INSTITUTE 22800 CEDAR POINT ROAD CLEVELAND, OH 44142	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
OHSU FOUNDATION PO BOX 4000 PORTLAND, OR 97208-9852	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
OHSU FOUNDATION PO BOX 4000 PORTLAND, OR 97208-9852	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
OMSI (OREGON MUSEUM OF SCIENCE & TECHNOLOGY) 1945 WE WATER AVE PORTLAND, OR 97212	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	50,000.
OREGON COLLEGE OF ARTS & CRAFTS 8245 SW BARNES ROAD PORTLAND, OR 97225	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OREGON MUSIC HALL OF FAME 3158 E. BURNSIDE ST. PORTLAND, OR 97214	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
OUR HOUSE 2727 SE ADLER ST PORTLAND, OR 97214	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
PALM BEACH ZOO MS. BRIDGET BARATTA WEST PALM BEACH, FL 33405	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	100,000.
PARK ACADEMY 1915 SOUTH SHORE BLVD LAKE OSWEGO, OR 97034	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,011.
PARK ACADEMY 1915 SOUTH SHORE BLVD LAKE OSWEGO, OR 97034	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	275,000.
PARK ACADEMY 1915 SOUTH SHORE BLVD LAKE OSWEGO, OR 97034	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	12,000.
PARK ACADEMY 1915 SOUTH SHORE BLVD LAKE OSWEGO, OR 97034	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
PARK ACADEMY 1915 SOUTH SHORE BLVD LAKE OSWEGO, OR 97034	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	50,000.
PEPPERDINE FUND 24255 PACIFIC COAST HIGHWAY MALIBU, CA 90263-4451	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
PLAY IT FORWARD PO BOX 16756 PORTLAND, OR 97292	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PLAY IT FORWARD PO BOX 16756 PORTLAND, OR 97292	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	2,500.
PORTLAND JAPANESE GARDEN P.O. BOX 3847 PORTLAND, OR 97208-3847	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	2,000.
PORTLAND JAPANESE GARDEN P.O. BOX 3847 PORTLAND, OR 97208-3847	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	8,750.
PROVIDENCE PORTLAND MEDICAL FOUNDATION 4805 N.E. GLISAN ST PORTLAND, OR 97213-2967	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
PROVIDENCE PORTLAND MEDICAL FOUNDATION 4805 N.E. GLISAN ST PORTLAND, OR 97213-2967	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	24,300.
PROVIDENCE ST. VINCENT MEDICAL FOUNDATION 9205 SW BARNES ROAD PORTLAND, OR 97229	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	24,500.
PROVIDENCE ST. VINCENT MEDICAL FOUNDATION 9205 SW BARNES ROAD PORTLAND, OR 97229	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
RAINBOW KITCHEN COMMUNITY SERVICES 135 EAST 9TH ST HOMESTEAD, PA 15120-1601	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
ROSEMARY ANDERSON HIGH SCHOOL ALICE SHERMAN PORTLAND, OR 97217	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
SALVATION ARMY 2100 PALM BEACH LAKES BLVD WEST PALM BEACH, FL 33409	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	57,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAN ANTONIO SYMPHONY PO BOX 658 SAN ANTONIO, TX 78293	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	32,000.
SARSEF 4574 E. BROADWAY BLVD TUCSON, AZ 85711	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
SOUTH CHARLESTON MUSEUM P.O. BOX 18226 SOUTH CHARLESTON, WV 25303	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	50,000.
ST. PAUL'S GREEK ORTHODOX CHURCH 4548 WALLINGS ROAD NORTH ROYALTON, OH 44133-3121	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	2,500.
ST. VINCENT CHARITY MEDICAL CENTER 2351 E. 22ND ST. CLEVELAND, OH 44115	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
TRILLIUM FAMILY SERVICES 3415 SE POWELL BLVD PORTLAND, OR 97202	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	4,250.
VALUES-IN-ACTION FOUNDATION 6700 BETA DRIVE MAYFIELD, OH 44143	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
VFW POST 7035 AUXILIARY 36950 MILLS RD. AVON, OH 44011	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	500.
VFW P.O. BOX 8911 TOPEKA, KS 66608-8911	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000.
VISION MEXICO 111 BROADWAY NEW YORK, NY 10006	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
VOLUNTEERS OF AMERICA 8225 BRECKVILLE RD CLEVELAND, OH 44141	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	55,000.
WESTERN RESERVE HISTORICAL SOCIETY 10825 EAST BLVD CLEVELAND, OH 44106	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000.
YOUTH MUSIC PROJECT 2015 8TH AVENUE WEST LINN, OR 97068	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH #2542	75,740.	822.	74,918.	74,918.	
MERRILL LYNCH #2556	112,328.	131.	112,197.	112,197.	
MERRILL LYNCH #7276	256,318.	0.	256,318.	256,318.	
MORGAN STANLEY #13403	78,931.	0.	78,931.	78,931.	
MORGAN STANLEY #13408	38,728.	0.	38,728.	31,303.	
PLAINS ALL AMERICAN	11,937.	11,813.	124.	124.	
SOLAIA CREDIT STRATEGIES LLC	193,229.	0.	193,229.	193,229.	
VANGUARD 500 INDEX	206,706.	0.	206,706.	206,706.	
VANGUARD HIGH YIELD	128,737.	0.	128,737.	128,737.	
VANGUARD INTERMEDIATE TERM INVEST GR	104,356.	0.	104,356.	104,356.	
VANGUARD TREASURY MNY MKT	113,166.	0.	113,166.	113,166.	
TO PART I, LINE 4	1,320,176.	12,766.	1,307,410.	1,299,985.	

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL ESTIMATED TAX	77,500.	0.		0.
FOREIGN TAXES - INT & DIV	2,576.	2,576.		0.
TO FORM 990-PF, PG 1, LN 18	80,076.	2,576.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	1,534.	1,534.		0.
INVESTMENT FEES	108,218.	108,218.		0.
CT CORPORATION	178.	0.		178.
OHIO FEE	616.	0.		616.
INSURANCE	1,131.	0.		1,131.
MISCELLANEOUS	18,200.	0.		18,200.
TO FORM 990-PF, PG 1, LN 23	129,877.	109,752.		20,125.

FORM 990-PF CORPORATE STOCK STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED EQUITIES - MORGAN STANLEY	999,959.	721,440.
PUBLICLY TRADED EQUITIES - MERRILL LYNCH	3,496,974.	5,385,221.
PUBLICLY TRADED EQUITIES - MERRILL LYNCH #2	2,754,982.	3,682,603.
PUBLICLY TRADED EQUITIES - MERRILL LYNCH #3	2,478,592.	2,852,037.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,730,507.	12,641,301.

FORM 990-PF CORPORATE BONDS STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VANGUARD HIGH YIELD CORPORATE FUND	2,157,189.	2,132,845.
VANGUARD INTERMEDIATE TERM INV GRADE FD	3,172,650.	3,159,338.
PUBLICLY TRADED BONDS - MORGAN STANLEY	617,064.	613,604.
PUBLICLY TRADED BONDS - MERRILL LYNCH	1,046,625.	1,090,580.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,993,528.	6,996,367.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD ADMIRAL TREASURY	COST	6,076,454.	6,076,454.
VANGUARD 500 INDEX	FMV	5,120,872.	10,066,073.
MERRILL LYNCH MUTUAL FUNDS	FMV	4,491,871.	6,030,400.
TOTAL TO FORM 990-PF, PART II, LINE 13		15,689,197.	22,172,927.

FORM 990-PF	OTHER ASSETS		STATEMENT 7
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENTS	7,640,246.	7,640,246.	7,640,246.
OTHER INVESTMENTS	2,000,000.	2,000,000.	2,000,000.
TO FORM 990-PF, PART II, LINE 15	9,640,246.	9,640,246.	9,640,246.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RAYMOND P. PARK 6200 RIVERSIDE DRIVE CLEVELAND, OH 44135	PRESIDENT 4.00	0.	0.	0.
DAN K. PARK 6200 RIVERSIDE DRIVE CLEVELAND, OH 44135	VICE PRESIDENT 4.00	0.	0.	0.
KELLY C. PARK 6200 RIVERSIDE DRIVE CLEVELAND, OH 44135	VICE PRESIDENT, TREASURER 4.00	0.	0.	0.
PIPER A. PARK 6200 RIVERSIDE DRIVE CLEVELAND, OH 44135	VICE PRESIDENT 2.00	0.	0.	0.
PATRICK M. PARK 6200 RIVERSIDE DRIVE CLEVELAND, OH 44135	VICE PRESIDENT 2.00	0.	0.	0.
RICKY L. BERTRAM 6200 RIVERSIDE DRIVE CLEVELAND, OH 44135	SECRETARY 4.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

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

NAME OF MANAGER

RAYMOND P. PARK
DAN K. PARK
KELLY C. PARK
PIPER A. PARK
PATRICK M. PARK