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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation: THE MARY ALICE AND BENNETT BROWN FOUNDATION, INC.

A Employer identification number: 58-6332776

Number and street (or P O box number if mail is not delivered to street address): FOUNDATION SOURCE 501 SILVERSIDE RD

Room/suite:

B Telephone number (see instructions): (800) 839-1754

City or town, state or province, country, and ZIP or foreign postal code: WILMINGTON, DE 19809-1377

C If exemption application is pending, check here ▶ ☐ 6

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 04

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 7,786,479.

J Accounting method ☒ 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 ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	610.	610.		
	4 Dividends and interest from securities	219,345.	219,345.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	18,593.			
	b Gross sales price for all assets on line 6a 987,116.				
	7 Capital gain net income (from Part IV, line 2)		18,593.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 1	-4,124.	820.		
	12 **Total** Add lines 1 through 11	234,424.	239,368.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) [2]	63,150.	63,150.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [3]	22,401.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	948.			948.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	52,012.	2,231.		49,557.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	138,511.	65,381.		50,505.
	25 Contributions, gifts, grants paid	379,000.			379,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	517,511.	65,381.		429,505.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-283,087.			
	b **Net investment income** (if negative, enter -0-)		173,987.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	465,365.	168,835.	168,835.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)[5]	333,456.	326,322.	320,709.
	b	Investments - corporate stock (attach schedule) ATCH 6	6,840,493.	6,948,825.	6,877,646.
	c	Investments - corporate bonds (attach schedule) ATCH 7	193,813.	194,709.	181,894.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 8	335,430.	246,779.	237,395.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,168,557.	7,885,470.	7,786,479.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	8,168,557.	7,885,470.	
	30	**Total net assets or fund balances** (see instructions)	8,168,557.	7,885,470.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,168,557.	7,885,470.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,168,557.
2	Enter amount from Part I, line 27a	2	-283,087.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,885,470.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,885,470.

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)
1 a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e				

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

	(i) 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				

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	18,593.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	403,473.	8,341,773.	0.048368
2016	399,471.	7,765,649.	0.051441
2015	411,110.	8,104,952.	0.050723
2014	384,824.	8,451,616.	0.045533
2013	300,181.	8,070,751.	0.037194

2	**Total** of line 1, column (d)	2	0.233259
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.046652
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	8,353,420.
5	Multiply line 4 by line 3	5	389,704.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,740.
7	Add lines 5 and 6	7	391,444.
8	Enter qualifying distributions from Part XII, line 4	8	429,505.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	1,740.
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	
3	Add lines 1 and 2			3	1,740.
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	1,740.
6	Credits/Payments				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	4,300.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,300.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,560.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 2,560. **Refunded** ▶			11	

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 ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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?	4b	X	
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 ▶ GA,			
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

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	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 ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754

Located at ▶501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377

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

			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)	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		
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 [X] 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 [X] No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions	[ ] Yes [X] 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 [X] 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	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?	[ ] 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 [X] 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 [X] No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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 [X] No		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		0.	0.	0.

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

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

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

JSA

8E1460 1 000

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 10		63,150.
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	8,207,404.
b	Average of monthly cash balances	1b	273,225.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	8,480,629.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,480,629.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	127,209.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,353,420.
6	**Minimum investment return.** Enter 5% of line 5	6	417,671.

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	417,671.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	1,740.		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,740.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	415,931.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	415,931.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	415,931.

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	429,505.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	429,505.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	1,740.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	427,765.

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				415,931.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			351,190.	
b Total for prior years 20 16 ,20 15 ,20 14				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 429,505.				
a Applied to 2017, but not more than line 2a			351,190.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount				78,315.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				337,616.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
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				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year (a) 2018	Prior 3 years (b) 2017	(c) 2016	(d) 2015	(e) Total
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).)

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient 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*				
ATCH 11				
Total . . . . ▶ **3a**				379,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	610.	
4 Dividends and interest from securities			14	219,345.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	18,593.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 12		-4,944.		820.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-4,944.		239,368.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 234,424.

(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). (See instructions.)

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		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

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

Signature of officer or trustee: [signature] Date: 11-13-19 Title: Chair

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY D HASKELL	JEFFREY D HASKELL	11/12/2019		P01345770

Firm's name ▶ FOUNDATION SOURCE Firm's EIN ▶ 510398347

Firm's address ▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042 Phone no 800-839-1754

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS ANDEAVOR LOGISTICS LP	-2,756.	
K-1 INC/LOSS BOARDWALK PIPELINE PARTNERS	-152.	
K-1 INC/LOSS BUCKEYE PARTNERS, LP	-502.	435.
K-1 INC/LOSS DOMINION MIDSTREAM PARTNERS	-637.	19.
K-1 INC/LOSS ENBRIDGE ENERGY PARTNERS LP	-668.	2.
K-1 INC/LOSS ENERGY TRANSFER LP	-2,234.	25.
K-1 INC/LOSS ENERGY TRANSFER PARTNERS, L	-2,232.	186.
K-1 INC/LOSS ENLINK MIDSTREAM PARTNERS L	-1,081.	7.
K-1 INC/LOSS ENTERPRISE PRODUCTS PARTNER	-2,505.	-63.
K-1 INC/LOSS EQM (FKA EQT) MIDSTREAM PAR	-1,207.	17.
K-1 INC/LOSS MAGELLAN MIDSTREAM PARTNERS	-955.	57.
K-1 INC/LOSS MPLX LP	-2,679.	66.
K-1 INC/LOSS NUSTAR ENERGY L.P	-1,631.	-302.
K-1 INC/LOSS NUSTAR GP HOLDINGS LLC	-882.	12.
K-1 INC/LOSS PHILLIPS 66 PARTNERS LP	-812.	126.
K-1 INC/LOSS PLAINS ALL AMERICAN PIPELIN	-2,068.	87.
K-1 INC/LOSS RICE MIDSTREAM PARTNERS LP	-153.	
K-1 INC/LOSS SHELL MIDSTREAM PARTNERS LP	-401.	81.
K-1 INC/LOSS SPECTRA ENERGY PRTN LP	-1,529.	6.
K-1 INC/LOSS TC PIPELINES LP	-1,177.	25.
K-1 INC/LOSS VALERO ENERGY PARTNERS LP	-171.	3.
K-1 INC/LOSS WESTERN GAS EQUITY PARTNERS	-1,048.	10.
K-1 INC/LOSS WESTERN MIDSTREAM PARTNERS,	-2,060.	33.
K-1 INC/LOSS WILLIAMS PARTNERS LP	-1,967.	-12.
SEC 751 GAIN ON SALE ANDEAVOR LOGISTICS	1,811.	
SEC 751 GAIN ON SALE BOARDWALK PIPELINE	21.	
SEC 751 GAIN ON SALE BUCKEYE PARTNERS, L	432.	
SEC 751 GAIN ON SALE DOMINION MIDSTREAM	995.	
SEC 751 GAIN ON SALE ENBRIDGE ENERGY PAR	426.	
SEC 751 GAIN ON SALE ENLINK MIDSTREAM PA	5,382.	
SEC 751 GAIN ON SALE ENTERPRISE PRODUCTS	137.	
SEC 751 GAIN ON SALE MPLX LP	3,648.	

ATTACHMENT 1 (CONT'D)

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SEC 751 GAIN ON SALE NUSTAR ENERGY L.P	613.	
SEC 751 GAIN ON SALE PHILLIPS 66 PARTNER	50.	
SEC 751 GAIN ON SALE SHELL MIDSTREAM PAR	1,359.	
SEC 751 GAIN ON SALE SPECTRA ENERGY PRTN	4,119.	
SEC 751 GAIN ON SALE TC PIPELINES LP	505.	
SEC 751 GAIN ON SALE VALERO ENERGY PARTN	931.	
SEC 751 GAIN ON SALE WESTERN GAS EQUITY	2,117.	
SEC 751 GAIN ON SALE WESTERN MIDSTREAM P	808.	
SEC 751 GAIN ON SALE WILLIAMS PARTNERS L	3,185.	
SEC 751 GAIN ON SALE ENERGY TRANSFER OP	844.	
TOTALS	-4,124.	820.

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT SERVICES	63,150.	63,150.
TOTALS	63,150.	63,150.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
990-PF ESTIMATED TAX FOR 2018	4,300.
990-PF EXCISE TAX FOR 2017	3.
990-PF EXTENSION FOR 2017	18,098.
TOTALS	22,401.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	48,307.		48,307.
BANK CHARGES	1,985.	1,985.	
FOUNDATION DUES & MEMBERSHIPS	1,220.		1,220.
K-1 EXP ANDEAVOR LOGISTICS LP	1.		
K-1 EXP BOARDWALK PIPELINE PAR	1.		
K-1 EXP BUCKEYE PARTNERS, LP	20.	12.	
K-1 EXP ENBRIDGE ENERGY PARTNE	146.	1.	
K-1 EXP ENERGY TRANSFER LP	12.	12.	
K-1 EXP ENERGY TRANSFER PARTNE	108.	101.	
K-1 EXP ENTERPRISE PRODUCTS PA	1.		
K-1 EXP MAGELLAN MIDSTREAM PAR	5.	1.	
K-1 EXP MPLX LP	9.		
K-1 EXP NUSTAR ENERGY L.P	37.	24.	
K-1 EXP NUSTAR GP HOLDINGS LLC	11.	8.	
K-1 EXP PHILLIPS 66 PARTNERS L	1.		
K-1 EXP PLAINS ALL AMERICAN PI	91.	82.	
K-1 EXP SPECTRA ENERGY PRTN LP	20.	3.	
K-1 EXP TC PIPELINES LP	1.		
K-1 EXP WESTERN MIDSTREAM PART	1.		
K-1 EXP WILLIAMS PARTNERS LP	5.	2.	
STATE OR LOCAL FILING FEES	30.		30.
TOTALS	52,012.	2,231.	49,557.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 5

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERAL NATIONAL MORTGAGE ASSO	11,472.	10,748.
FEDERAL NATIONAL MORTGAGE ASSO	49,650.	49,240.
FEDL NATL MTG ASSN #BM1285 - 4	35,257.	33,859.
FEDL NATL MTG ASSN POOL #MA338	6,779.	6,822.
FHLMC #G60440 - 3.500% - 03/01	63,696.	62,162.
FHLMC GLD BND - 4.000% - 09/01	26,538.	25,871.
FHLMC POOL #G08737 POOL #G0873	27,083.	26,629.
US T - 2.500% - 02/15/2046	22,820.	22,570.
US T BDS - 3.000% - 05/15/2045	33,309.	32,937.
US T NOTE - 2.750% - 02/15/202	10,802.	11,057.
US T NTS - 2.125% - 09/30/2021	21,998.	21,791.
US T NTS NOTE - 2.625% - 08/31	16,918.	17,023.
US OBLIGATIONS TOTAL	326,322.	320,709.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
3M CO	15,564.	15,624.
AAC TEC HOLDINGS ADR	9,562.	4,634.
ABB LTD	8,736.	6,577.
ABBOTT LABS	10,923.	18,155.
ABBVIE INC	12,455.	15,764.
ABN AMRO BANK NV UNSP ADR	8,745.	6,827.
ACCENTURE PLC	12,340.	14,947.
ADIDAS AG	5,651.	5,008.
ADOBE SYSTEMS, INC	5,703.	9,955.
AIA GROUP LTD ADR	25,417.	29,230.
AIR PRODS & CHEM INC	15,521.	18,246.
AKAMAI TECH COM STK	6,672.	6,902.
ALEXION PHARMACEUTICALS, INC	6,859.	5,647.
ALFA LAVAL AB	5,384.	5,956.
ALIBABA GROUP HOLDING LTD	4,341.	3,564.
ALLETE INC	2,154.	2,134.
ALLIANCE DATA SYSTEM CORP	5,161.	3,302.
ALLIANZ SE ADR	15,065.	16,616.
ALPHABET INC CL A	7,551.	9,405.
ALPHABET INC CL C	11,507.	14,499.
ALTRA HLDGS INC	1,726.	1,132.
ALTRIA GROUP INC	14,386.	9,878.
AMAZON COM	14,025.	22,530.
AMBEV SA	15,407.	11,552.
AMER EQ INV LIFE HLD	2,165.	2,570.
AMERICA MOVIL SA	8,973.	8,664.
AMERICAN EXPRESS CO	6,484.	8,007.
AMGEN INC	20,029.	22,192.
AMPHENOL CORPORATION	6,265.	6,968.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ANHEUSER BUSCH COS INC	27,011.	17,769.
ANHUI CONCH CEM ADR	7,130.	6,093.
AON PLC	11,227.	13,664.
APPLE INC	7,788.	7,887.
ARCH CAPITAL GROUP LTD	13,669.	12,478.
ASBURY AUTOMOTIVE GR	1,331.	1,400.
ASHTEAD GROUP PLC	4,180.	4,109.
ASM PACIFIC TECH	6,532.	5,461.
ASPEN PHARMACARE HOLDINGS LTD	5,948.	2,617.
ASSA ABLOY UNSP/ADR	13,861.	11,975.
ATKORE INTERNATIONAL GROUP INC	1,865.	1,706.
ATLAS COPCO AB A SHS ADR	13,429.	11,104.
AUTOMATIC DATA PROCESSING INC	3,870.	4,983.
AVANOS MEDICAL, INC.	1,989.	1,926.
AXALTA COATING SYSTEMS LTD	9,839.	8,010.
BAIDU.COM - ADR	21,956.	19,984.
BANCO BILBAO ARG SA	14,455.	10,231.
BANCO DO BRASIL S A SPONSORED	12,355.	14,101.
BANCO ITAU HOLDING FINANCIERA	10,217.	11,553.
BANCO MACRO BANSUD	8,307.	4,289.
BANK OF HAWAII CORP	1,443.	1,212.
BANK OF NT BUTTERFIELD AND SON	1,719.	1,317.
BARNES GROUP INC	2,141.	2,252.
BAYER A G SPONSORED ADR	21,620.	13,494.
BAYERISCHE MOTOREN WERKE AG AD	6,021.	5,556.
BB SEGURIDADE	8,771.	6,890.
BB&T CP	22,986.	22,916.
BERKLEY W R CP	5,721.	6,135.
BERRY PLASTICS GROUP INC	3,821.	3,755.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BHP BILLITON LIMITED	13,752.	17,336.
BIDVEST GROUP LTD (ADR)	3,945.	4,925.
BIOGEN INC	8,574.	9,629.
BIOMARIN PHARMACEUTICAL INC	3,839.	3,661.
BLACK HILLS CORP	3,151.	2,951.
BLACKROCK HIGH YIELD BOND PORT	404,138.	372,328.
BLACKROCK INC	18,020.	18,463.
BOSTON PRIVATE FINANCIAL HOLDI	2,445.	1,628.
BRANDYWINE RLTY TR	3,253.	2,497.
BROADCOM INC	6,538.	6,357.
BROOKFIELD ASSET MANAGEMENT CL	6,452.	6,750.
BROWN & BROWN INC	5,801.	7,607.
BROWN FORMAN CORP CL B	1,583.	1,998.
CABLE ONE INC	1,902.	2,460.
CALERES INC	2,183.	1,725.
CALRSBERG AS SP ADR REP B	6,965.	7,714.
CANADIAN NATL RAILWAY CO	17,924.	18,009.
CARMAX INC	9,191.	9,660.
CATALENT INC	2,052.	1,684.
CATERPILLAR INC	6,086.	5,083.
CDW CORP	5,285.	7,457.
CELGENE CORP	13,533.	7,178.
CHARLES SCHWAB CORP	6,457.	6,936.
CHECK POINT SOFTWARE TECHNOLOG	16,915.	16,835.
CHEESECAKE FACTORY INC	2,135.	1,479.
CHEVRON CORP	10,356.	9,682.
CHINA CONSTRUCT UNSPON ADR	18,028.	18,452.
CHINA MOBILE HGK LTD	17,168.	15,648.
CHINA SHENHUA ADR	6,246.	5,651.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CHIPOTLE MEX GRILL	3,742.	3,886.
CHOICE HOTELS INTERNATIONAL IN	2,335.	2,648.
CIELO SA ADR	13,299.	4,818.
CINEMARK HOLDINGS INC	2,492.	2,184.
CIRRUS LOGIC INC	2,193.	1,161.
CISCO SYSTEMS INC	21,605.	28,338.
CLICKS GROUP LIMITED	3,650.	5,378.
CNOOC LTD ADS	6,336.	7,623.
COHERENT INC CAL	1,465.	1,057.
COMCAST CORP	9,609.	8,751.
COMML INTL BK S/ADR	5,474.	5,287.
COMMSCOPE HOLDING COMPANY INC	3,610.	1,459.
COMMUNITY BK SYS INC	1,918.	2,099.
COMPAGNIE FINANCIERE RICHEMONT	5,787.	4,689.
COMPASS GROUP PLC ADR	11,586.	12,101.
COPART INC	4,440.	7,119.
CORE-MARK HOLDING COMPANY, INC	1,448.	1,070.
COSTCO WHOLESALE CORPORATION	4,094.	5,296.
CRACKER BARREL OLD COUNTRY STO	1,389.	1,279.
CROWN CASTLE INTL	21,167.	24,007.
CROWN HOLDINGS INC	5,062.	3,908.
DAIWA HOUSE IND LTD	9,842.	10,907.
DASSAULT SYS SA SPN ADR	8,609.	11,619.
DBS GROUP HLDGS SPON ADR	18,866.	24,053.
DELEK US HLDGS INC	2,694.	1,756.
DELUXE CORPORATION	1,451.	807.
DOLLAR TREE INC	10,621.	11,380.
DRIL QUIP INC	1,664.	961.
EAST WEST BANCORP, INC	6,967.	6,094.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ECOLAB INC	6,151.	7,220.
EL PASO ELECTRIC CO	2,055.	2,005.
ELI LILLY & CO	6,082.	6,480.
ENBRIDGE INC	21,465.	21,103.
ENN ENERGY HOLDINGS LIMITED	6,072.	7,662.
ENPRO INDUSTRIES INC	1,439.	1,262.
EPIROC AB	2,056.	2,204.
EQUINIX, INC	6,704.	5,641.
EQUINOR ASA	3,942.	4,827.
EXPEDITORS INTL WASH INC	5,743.	7,013.
EXXON MOBIL CORP	8,206.	6,751.
F.N.B CORPORATION	3,403.	2,667.
FACEBOOK INC	14,117.	12,716.
FANUC LIMITED UNSPONSORED	14,629.	10,919.
FASTENAL COMPANY	4,324.	4,602.
FERGUSON PLC ADR	8,843.	8,593.
FIRST FINANCIAL BANCORP	3,000.	2,657.
FIRST HAWAIIAN INC	3,070.	2,521.
FIRST INTERSTATE BANCSYSTEM IN	2,532.	2,303.
FIRST MIDWEST BANCORP, INC	2,195.	1,902.
FLEXTRONICS INTERNATIONAL	733.	647.
FLOOR AND DECOR HOLDINGS	5,011.	4,662.
FOMENTO ECONOMICO MEXICANO	5,053.	5,077.
FUCHS PETROLUB SE	7,167.	6,046.
FULLER H B CO	3,324.	2,859.
GAZPROM PJSC SPON ADR EA REP 2	4,878.	4,805.
GENMAB A/S	2,960.	2,390.
GLACIER BANCORP INC	3,600.	4,279.
GRAINGER W W INC	6,463.	7,906.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GREAT WESTERN BANCORP INC	4,178.	3,188.
GRIFOLS SA REP 1/2 CL B	5,038.	4,810.
GRUPO FIN ADR	7,308.	6,150.
H AND E EQUIPMENT SERVICES INC	1,465.	1,205.
HANCOCK WHITNEY CORPORATION	5,086.	3,950.
HANOVER INS GROUP	2,919.	3,620.
HASBRO INC	3,639.	3,088.
HDFC BANK LTD ADR	5,151.	6,112.
HEALTHCARE REALTY TRUST	2,421.	2,076.
HELIX ENERGY SOLUTIONS GROUP I	1,309.	968.
HENGAN INTL GRP ADR	6,742.	5,007.
HENRY SCHEIN INC	5,487.	5,418.
HIGHWOODS PRPTY INC	2,875.	2,167.
HOME DEPOT INC	23,733.	27,491.
HONEYWELL INTL	26,047.	27,349.
HP INC	5,495.	5,033.
HSBC HOLDINGS PLC	6,491.	6,495.
ICICI BK LTD ADS	5,783.	7,491.
IHS MARKIT LTD	13,107.	13,432.
ILLINOIS TOOL WORKS	9,347.	8,742.
IMPERIAL HOLDINGS LTD (IPL) AD	2,072.	2,060.
INFINEON TECH ADS	15,176.	14,093.
INFORMA PLC SPONSORED ADR	5,142.	5,081.
INFOSYS TECH LTD SPD ADR	8,441.	10,358.
INTERNATIONAL SPEEDWAY CORP	1,462.	1,667.
ISHARES BARCLAYS US AGGREGATE	360,121.	352,055.
ISHARES S&P SMALLCAP 600 GROWT	57,153.	56,626.
ISHARES TR S & P MIDCAP 400 IN	160,334.	155,929.
ITT INC	4,096.	4,924.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
J & J SNACK FOODS CORP	2,133.	2,313.
JGC CORP ADR	6,469.	5,186.
JOHNSON & JOHNSON	25,856.	26,842.
JP MORGAN CHASE	24,863.	28,212.
KAO CORP	5,998.	7,003.
KASIKORNBANK PUB CO LTD ADR CM	5,189.	5,173.
KIMBERLY CLARK	6,500.	4,956.
KINDER MORGAN INC	17,920.	15,703.
KIRBY CORPORATION	923.	876.
KLX ENERGY SERVICES HOLDINGS I	335.	281.
KNOLL INC	1,828.	1,335.
KOC HOLDINGS AS UNSP/ADR	6,483.	4,145.
KOMATSU LTD	12,720.	10,382.
KOOKMIN BANK	11,544.	11,670.
KUBOTA CORPORATION	5,805.	5,354.
L'AIR LIQUIDE ADR OTC	12,015.	13,297.
L'OREAL ADR	11,716.	13,881.
LABORATORY CORP AMER HLDGS	8,281.	7,329.
LEGG MASON INC	2,075.	1,429.
LEXINGTON REALTY TRUST	2,363.	1,872.
LIBERTY BROADBAND CORPORATION	13,280.	11,021.
LIBERTY GLOBAL PLC - SERIES C	6,515.	3,963.
LIFE HEALTHCARE GR UNSPON ADR	4,649.	3,395.
LIFE STORAGE, INC	1,516.	1,860.
LINDE PLC COM	15,668.	15,292.
LOCKHEED MARTIN CORP	17,617.	17,020.
LONZA GROUP AG UNSP/ADR	8,119.	8,109.
LORD ABBETT INVESTMENT TRUST S	719,691.	692,912.
LOUISIANA PACIFIC CP	1,585.	1,333.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
LVMH MOET HENN UNSP	7,242.	9,529.
LYONDELLBASELL INDUSTRIES NV	9,587.	9,064.
MADDEN STEVEN LTD	1,046.	1,180.
MAIN STREET CAPITAL CORP	1,429.	1,251.
MAKITA CORP	9,768.	9,742.
MARKEL CORP	7,765.	8,304.
MARSH AND MCLENNAN COMPANIES I	12,062.	12,042.
MASTEC INC	5,008.	4,908.
MAXIM INTEGRATED PRODS INC	5,915.	6,712.
MAXLINEAR INC	1,425.	915.
MCCORMICK & CO	6,689.	9,608.
MCDONALD'S CORP	19,573.	21,486.
MEDTRONIC PLC	28,011.	30,835.
MEREDITH CORP. (UNITED STATES)	1,706.	1,402.
MERITAGE CORPORATION	2,568.	2,424.
MICHELIN CIE GEN UNSP/ADR	9,050.	6,703.
MICROSOFT CORP	28,763.	44,691.
MINERAL TECH INC	970.	667.
MOBILE TELSYS OJSC	9,357.	6,139.
MOHAWK INDS INC	8,289.	5,965.
MONDELEZ INTERNATIONAL INC	3,540.	3,162.
MOTUS HOLDINGS LTD	3,085.	2,648.
NASPERS LTD N SPONS ADR	10,150.	11,263.
NBT BANCORP	2,171.	2,041.
NCR CP	1,770.	1,223.
NEDBANK GROUP LTD S/ADR	6,648.	7,883.
NESTLE S.A	18,827.	20,240.
NETEASE.COM INC COM STK	17,684.	16,711.
NETSCOUT SYSTEMS, INC	2,147.	1,371.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NEW MARKET CORP	3,721.	3,709.
NEXTERA ENERGY, INC	21,356.	28,680.
NORDEA BANK ABP	12,433.	8,617.
NOVARTIS AG ADR	17,525.	19,736.
NOVOZYMES A/S UNSP/ADR	5,243.	4,430.
NUTANIX INC	3,558.	3,618.
NVIDIA CORP	2,888.	2,403.
O'REILLY AUTOMOTIVE INC	4,301.	8,264.
OASIS PETROLEUM CORP	2,462.	1,056.
OIL CO LUKOIL PJSC SPON ADR RE	6,928.	9,488.
OLIN CP	5,043.	3,459.
OMNICOM GROUP	7,432.	6,665.
ON SEMICONDUCTOR	1,765.	1,998.
ONEOK INC	15,086.	14,890.
ORACLE CORP	8,497.	7,811.
OUTFRONT MEDIA INC	2,753.	2,428.
PALO ALTO NETWORKS INC	3,958.	6,592.
PARK 24 CO LTD	5,817.	4,809.
PATTERSON-UTI ENERGY INC	3,876.	1,666.
PAYCHEX	15,813.	17,656.
PAYPAL HOLDINGS, INC	3,852.	7,568.
PEPSICO INC	21,177.	20,991.
PFIZER INC	13,192.	17,024.
PHILIPPINE LONG DISTANCE ADR	5,057.	3,036.
PHILLIPS 66	7,986.	6,289.
PIMCO SHORT TERM FUND P	319,381.	317,430.
PIONEER NAT RES CO	4,198.	3,288.
PRIMORIS SERVICES CORP	2,044.	1,645.
PROSPERITY BANC SHARES, INC	2,789.	2,554.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PRUDENTIAL PLC SC	19,589.	16,482.
PT ASTRA INTL ADR	10,831.	9,453.
PT BK MANDIR PRS UNSP/ADR	10,828.	12,547.
PT TELEKOM. IND. TBK ADR	9,353.	7,915.
PTC INC	418.	663.
QUALCOMM INC	6,301.	6,374.
REALTY INCOME CORP	7,659.	7,943.
RED ELECTRICA DE ESPANA SA	11,162.	12,388.
RED HAT, INC	3,405.	7,026.
REGENERON PHARMACEUTICALS INC	5,497.	5,603.
RELX PLC	12,910.	12,743.
REXNORD CORP	1,478.	1,125.
ROCHE HOLDING LTD ADR	17,305.	16,783.
ROGERS COMM CL B	10,797.	10,867.
ROSS STORES, INC	3,983.	5,408.
ROWAN CO PLC	1,569.	948.
ROYAL DUTCH SHEL PLC SPONS ADR	15,779.	16,663.
ROYAL DUTCH SHELL CL A	16,075.	17,190.
RPT REALTY	1,713.	1,494.
RYANAIR HOLDINGS PLC-ADR COM	5,769.	4,708.
RYOHIN KEIKAKU	12,703.	12,656.
S&T BANCORP, INC.	1,217.	1,249.
SAFRAN SA - UNSPON ADR	13,670.	14,855.
SAIA, INC	1,266.	1,619.
SAMPO PLC UNSPONSORED ADR	13,737.	12,825.
SANLAM LTD SPONSORED ADR (SOUT	3,708.	4,151.
SAP AKTIENGESELL ADS	30,424.	31,259.
SASOL LTD	4,669.	4,599.
SBERBANK SPONSORED ADR	11,637.	11,464.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SCHLUMBERGER LTD	18,686.	8,479.
SCOTTS CO. CLASS A	1,697.	1,168.
SELECTIVE INS GROUP INC	3,605.	4,814.
SEMEN INDONESIA USNP ADR EACH	3,604.	4,272.
SEMGROUP CORPORATION	15,315.	9,467.
SEMPRA ENERGY COM	13,732.	12,983.
SERVICE CP INTL	1,455.	1,892.
SHINHAN FINL GROUP CO LTD	8,643.	7,630.
SHOPRITE HOLDINGS LTD	5,060.	4,778.
SIMON PPTY GROUP INC	10,637.	10,751.
SM ENERGY COMPANY	3,007.	2,152.
SONOVA HOLDING AG AD	9,523.	9,867.
SOUTHWEST GAS CP	2,970.	2,678.
SPECTRUM BRANDS HOLDINGS INC	736.	338.
SPLUNK INC	3,683.	6,501.
STANDARD BANK GROUP SPON ADR	4,618.	5,843.
STANDARD MOTOR PRODS	619.	630.
STARBUCKS CORP COM	11,665.	14,554.
STERIS. PLC	1,751.	2,671.
STIFEL FINANCIAL CP	3,661.	3,189.
SUMITOMO MITSUI FINCL GRP	10,861.	10,045.
SUMMIT HOTEL PROPERTIES, INC	1,720.	1,070.
SUNCOR ENERGY INC	11,652.	9,817.
SYMRISE AG UNSPONSORED	6,314.	7,075.
SYNOPSYS, INC	3,705.	4,380.
SYSMEX CORP UNSP ASDR	6,734.	5,218.
TAIWAN SEMICONDUCTOR MFG CO LT	28,356.	32,518.
TARGA RESOURCES CORP	29,387.	23,125.
TE CONNECTIVITY LTD	4,034.	4,084.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TECH DATA CORP	2,662.	2,454.
TELENOR ASA	8,638.	10,150.
TEMENOS GROUP AG	7,298.	5,943.
TENARIS SA-ADR	4,378.	2,686.
TENNECO INC	1,385.	685.
TERADYNE INC	2,214.	2,197.
TERNIUM S.A. ADS	4,954.	4,634.
TEXAS INSTRUMENTS INC	24,365.	29,012.
TEXAS ROADHOUSE, INC	721.	955.
THE COCA-COLA CO	4,867.	5,351.
THERMO FISHER SCIENTIFIC INC	7,187.	10,518.
TJX COMPANIES INC	3,486.	4,206.
TOWER SEMICONDCTOR LTD	1,722.	1,120.
TRANSCANADA CORP	11,914.	9,853.
TRINSEO SA	3,986.	2,701.
TTM TECHNOLOGIES INC	1,780.	1,148.
UBISOFT ENTERTAIN UNSP ADR EAC	8,201.	7,713.
UMPQUA HOLDINGS CORPORATION	2,855.	2,592.
UNIFIRST CP	1,372.	1,431.
UNILEVER PLC AMER	18,086.	18,758.
UNITED PARCEL SERVICE	7,931.	7,315.
UNITEDHEALTH GROUP INC	9,935.	14,947.
US BANCORP	10,825.	9,414.
VALERO ENERGY CORP	6,244.	7,347.
VALLEY NATL BANCORP	3,232.	2,504.
VANGUARD FTSE DEVELOPED MARKET	456,647.	433,067.
VANGUARD FTSE EMERGING MARKETS	167,832.	160,743.
VANGUARD GROWTH ETF	575,799.	638,335.
VANGUARD VALUE ETF	303,995.	313,831.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VIAVI SOLUTIONS INC	834.	844.
VINCI SA ADR	8,975.	9,230.
VISA INC	8,433.	12,534.
VISHAY INTERTECH	2,358.	2,665.
VIVENDI SA	12,655.	11,882.
VMWARE INC	2,049.	3,428.
VODACOM GROUP LIMITE	6,577.	5,548.
VOLKSWAGEN AG ADR	12,361.	11,051.
WALT DISNEY HOLDINGS CO	9,387.	9,101.
WASH REAL EST INV TR MARYLAND	2,309.	1,702.
WEBSTER FINL CORP	4,020.	4,042.
WEC ENERGY GROUP, INC	13,773.	15,722.
WEIBO CORPORATION	12,226.	7,830.
WEICHAI POWER CO LTD	9,469.	12,087.
WERNER ENTERPRISES INC	1,672.	1,891.
WESBANCO INC	2,186.	2,128.
WESCO INTL INC	1,588.	1,104.
WESTERN ASSET SMASH SERIES C F	82,059.	75,455.
WESTERN ASSET SMASH SERIES EC	226,333.	209,236.
WESTERN ASSET SMASH SERIES M F	245,537.	242,259.
WHITING PETROLEUM CORP	1,142.	817.
WILLIAMS COS	51,001.	37,022.
WOLTERS KLUWER S/ADR	9,356.	13,262.
WOLVERINE WORLDWIDE	1,782.	1,977.
WOOLWORTHS HOLDINGS LTD	5,217.	3,859.
YANDEX N V	4,558.	4,650.
YPF SOCIEDAD ANONIMA	14,327.	8,235.
YUM CHINA HOLDINGS INC	6,169.	6,304.
ZOETIS INC	4,907.	7,955.
TOTALS	6,948,825.	6,877,646.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BANK AMER CORP - 4.125% - 01/2	22,218.	21,286.
BP CAP MKTS P L C NOTE CALL -	10,991.	10,344.
CITIGROUP INC NOTE - 3.668% -	17,211.	16,069.
ENTERPRISE PRODUCTS OPERTATING	9,562.	9,715.
GE CAP CORP NTS - 5.875% - 01/	17,950.	13,385.
GOLDMAN SACHS GROUP INC - 4.00	15,699.	14,802.
JPM CHASE - 4.400% - 07/22/202	22,369.	21,380.
MICROSOFT CORP - 4.250% - 02/0	23,291.	22,048.
SHELL INT'L FINANCE - 2.875% -	16,993.	16,306.
VERIZON COMMUNICATIONS INC - 5	21,107.	20,238.
WELLS FARGO &CO MTN - 3.584% -	17,318.	16,321.
TOTALS	194,709.	181,894.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ANDEAVOR LOGISTICS LP	20,876.	19,526.
BUCKEYE PARTNERS, LP	16,234.	10,668.
ENERGY TRANSFER LP	27,619.	30,766.
ENTERPRISE PRODUCTS PARTNERS L	31,083.	36,172.
EQM (FKA EQT) MIDSTREAM PARTNE	18,576.	15,397.
MAGELLAN MIDSTREAM PARTNERS LP	23,074.	20,827.
MPLX LP	6,461.	10,029.
NUSTAR ENERGY L.P	13,701.	14,442.
PHILLIPS 66 PARTNERS LP	14,771.	14,781.
PLAINS ALL AMERICAN PIPELINE L	32,576.	28,517.
TC PIPELINES LP	17,018.	11,692.
WESTERN MIDSTREAM PARTNERS, LP	24,790.	24,578.
TOTALS	246,779.	237,395.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY-TRADED SECURITIES						
987,116.		941,204.					45,912.	
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)						
							64.	
		SEC 751 GAIN ON SALE OF PTSHP RECLASS						
							-27,383.	
TOTAL GAIN(LOSS)							18,593.	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHARLOTTE ARMKNECHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
LEILA B ARMKNECHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
RUSTIN ARMKNECHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
JESSICA BROWN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
BENNETT A BROWN III FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	CO-CHAIRMAN, SEC 1.00	0.	0.	0.
BENNETT A BROWN IV FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BRICE D DIXON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
CHARLOTTE BROWN DIXON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	CHAIRMAN 1.00	0.	0.	0.
LAYNE A DIXON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
KATHERINE B OHLHAUSEN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
MARSHALL OHLHAUSEN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
WALLIS OHLHAUSEN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 10

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MORGAN STANLEY 3280 PEACHTREE ROAD NE, STE 2000 ATLANTA, GA 30305	INVESTMENT MGT	63,150.
TOTAL COMPENSATION		63,150.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ATLANTA BICYCLE COALITION 889 WYLIE ST SE ATLANTA, GA 30316	N/A PC	GENERAL & UNRESTRICTED	10,000
ATLANTA CELEBRATES PHOTOGRAPHY INC 675 DREWRY ST NE STE 4 ATLANTA, GA 30306	N/A PC	CHOA PROGRAM	10,000
ATLANTA CHARITY CLAYS INC PO BOX 52686 ATLANTA, GA 30355	N/A PC	GENERAL & UNRESTRICTED	6,000
BROOKGREEN GARDENS PO BOX 3368 PAWLEYS ISLAND, SC 29585	N/A PC	LEAD REMEDIATION OF THE MARY ALICE AND BENNETT A BROWN SCULPTURE COURT AND WATER-BOTTLE FILLING STATION PROJECT	12,000
CIRCLES OF WEST GEORGIA INC 423 COLLEGE ST RM 411 CARROLLTON, GA 30117	N/A PC	LITERACY PROGRAM	1,000
CREATE YOUR DREAMS INC 887 W MARIETTA ST STUDIO T-108 ATLANTA, GA 30318	N/A PC	GENERAL & UNRESTRICTED	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CRISTO REY ATLANTA JESUIT HIGH SCHOOL INC 222 PIEDMONT AVE NE ATLANTA, GA 30308	N/A PC	KIPP SCHOLARSHIP FUND AND ADVANCED PLACEMENT TESTING FUND	20,000
DELTA AIR TRANSPORT HERITAGE MUSEUM INC 1060 DELTA BLVD BLDG B DEPT 914 ATLANTA, GA 30354	N/A PC	AIRCRAFT MODEL EXHIBIT PROJECT	10,000
EMORY UNIVERSITY 1440 CLIFTON RD, NE, STE 112 ATLANTA, GA 30322	N/A PC	ARTS IN HEALTH PROGRAM	7,000
FAMILIES AND COMMUNITIES TOGETHER RELIEF - FACT RE 1776 PEACHTREE ST NW STE 400S ATLANTA, GA 30309	N/A PC	2018 PROJECT HOPE IN ATLANTA	15,000
FREE BIKES 4 KIDZ OF ATLANTA CO PO BOX 8446 ATLANTA, GA 31106	N/A PC	GENERAL & UNRESTRICTED	12,000
FUTURE FOUNDATION INC 1892 WASHINGTON RD ATLANTA, GA 30344	N/A PC	SECOND FAMILY MODEL PROJECT	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGE WEST MENTAL HEALTH FOUNDATION INC 1961 N DRUID HILLS RD NE BROOKHAVEN, GA 30329	N/A PC	SKYLAND TRAIL PROGRAM	12,000
GEORGIA NATURAL RESOURCES FOUNDATION INC 2 MARTIN LUTHER KING JR DR SE STE 1 ATLANTA, GA 30334	N/A PC	CARROLL COUNTY OUTDOOR SUMMER DAY CAMP PROGRAM	6,000
GEORGIA STATE UNIVERSITY FOUNDATION INC PO BOX 2668 ATLANTA, GA 30301	N/A PC	AFTER-SCHOOL ALL-STARS ATLANTA PROJECT	20,000
GIRLS ON THE RUN UTAH INC 1401 MILITARY WAY SALT LAKE CTY, UT 84103	N/A PC	GENERAL & UNRESTRICTED	30,000
GOLDEN HARVEST FOOD BANK INC 3310 COMMERCE DR AUGUSTA, GA 30909	N/A PC	EMERGENCY MEALS PROGRAM	10,000
L E A D INC 1266 W PACES FERRY RD STE 429 ATLANTA, GA 30327	N/A PC	MIDDLE SCHOOL CHARACTER DEVELOPMENT LEAGUE	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MERIDIAN EDUCATION RESOURCE GROUP INC 1353 GEORGE W BRUMLEY WAY SE ATLANTA, GA 30317	N/A PC	SOCIAL AND EMOTIONAL DEVELOPMENT PROGRAM	20,000
OPEN HANDS UNITED CHRISTIAN MINISTRY INC PO BOX 1818 CARROLLTON, GA 30112	N/A PC	RELOCATION INITIATIVE	6,000
PACE ACADEMY INC 966 W PACES FERRY RD NW ATLANTA, GA 30327	N/A PC	KEEPING PACE PROGRAM	14,000
PATH FOUNDATION INC 1601 W PEACHTREE ST ATLANTA, GA 30309	N/A PC	2017 - 2018 ANNUAL FUND	20,000
PLAYWORKS EDUCATION ENERGIZED 445 E 4500 S STE 200 SALT LAKE CITY, UT 84107	N/A PC	GENERAL & UNRESTRICTED	10,000
POSSE FOUNDATION - ATLANTA 101 MARIETTA ST, N W , STE 1040 ATLANTA, GA 30303	N/A PC	GENERAL & UNRESTRICTED	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RAPE VICTIM ADVOCATES 180 N MICHIGAN AVE , STE 600 CHICAGO, IL 60601	N/A PC	GENERAL & UNRESTRICTED	1,000
SAFEPATH CHILDRENS ADVOCACY CENTER INC 736 WHITLOCK AVE NW STE 600 MARIETTA, GA 30064	N/A PC	GENERAL & UNRESTRICTED	5,000
SOUTH END ULTIMATE PROGRAM 3801 BEACON AVE S SEATTLE, WA 98108	N/A PC	GENERAL & UNRESTRICTED	1,000
TANNER MEDICAL FOUNDATION INC PO BOX 695 CARROLLTON, GA 30112	N/A PC	EQUINE THERAPY PROGRAM AT WILLOWBROOKE	6,000
THE CONSERVATION FUND A NONPROFIT CORPORATION 1655 FORT MYER DR ARLINGTON, VA 22209	N/A PC	PARKS WITH PURPOSE IN ATLANTA	15,000
THORNWELL 302 S BROAD ST CLINTON, SC 29325	N/A PC	BUILDING FAMILIES PROGRAM IN ATLANTA	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF WEST GEORGIA FOUNDATION INC 1601 MAPLE ST CARROLLTON, GA 30118	N/A PC	SPEECH/LANGUAGE THERAPY PROGRAM	10,000
WOODWARD ACADEMY INC 1662 RUGBY AVE COLLEGE PARK, GA 30337	N/A PC	KIPP SCHOLARSHIP FUND	10,000
		TOTAL CONTRIBUTIONS PAID	379,000

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
K-1 INC/LOSS	525990	-32,327.	14	820.	
SEC 751 GAIN ON SALE OF PTSHP	525990	27,383.			
TOTALS		-4,944.		820.	