

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation TOPFER FAMILY FOUNDATION		A Employer identification number 74-2961304	
Number and street (or P O box number if mail is not delivered to street address) 3600 N CAPITAL OF TX HWY B-320		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code AUSTIN, TX 78746		B Telephone number (see instructions) (512) 329-6600	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 31,700,154		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	14,900			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	1,156,952	1,132,797		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	470,959			
	b Gross sales price for all assets on line 6a 11,040,676				
	7 Capital gain net income (from Part IV, line 2) . . .		470,300		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-46,243	-18,680		
	12 Total. Add lines 1 through 11	1,596,568	1,584,417		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages	100,174	0		100,174
	15 Pension plans, employee benefits	18,242	0		18,242
	16a Legal fees (attach schedule)	11,462	11,462		0
	b Accounting fees (attach schedule)	1,900	1,425		475
	c Other professional fees (attach schedule)	120,837	120,837		0
	17 Interest	27	27		0
	18 Taxes (attach schedule) (see instructions) . . .	2,572	2,572		0
	19 Depreciation (attach schedule) and depletion . . .	1,882	0		
	20 Occupancy	60,767	0		60,767
	21 Travel, conferences, and meetings	15,811	0		15,811
	22 Printing and publications				
	23 Other expenses (attach schedule)	251,587	205,227		35,668
	24 Total operating and administrative expenses. Add lines 13 through 23	585,261	341,550		231,137
	25 Contributions, gifts, grants paid	2,369,333			2,369,333
	26 Total expenses and disbursements. Add lines 24 and 25	2,954,594	341,550		2,600,470
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,358,026			
	b Net investment income (if negative, enter -0-)		1,242,867		
c Adjusted net income (if negative, enter -0-) . . .					

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	117,813	81,055	81,055
	2 Savings and temporary cash investments	406,078	395,294	395,294
	3 Accounts receivable ▶ <u>520,630</u>			
	Less allowance for doubtful accounts ▶ _____	671,061	520,630	520,630
	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)			
	b Investments—corporate stock (attach schedule)	9,840,230	11,733,512	13,701,294
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment basis ▶ <u>91,425</u>				
Less accumulated depreciation (attach schedule) ▶ <u>57,016</u>	36,291	34,409	34,409	
15 Other assets (describe ▶ _____)	20,154,526	17,208,417	16,967,472	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	31,225,999	29,973,317	31,700,154	
Liabilities	17 Accounts payable and accrued expenses		4,460	
	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	4,460	
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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	45,676,225	45,676,225	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	-14,450,226	-15,707,368	
30 Total net assets or fund balances (see instructions)	31,225,999	29,968,857		
31 Total liabilities and net assets/fund balances (see instructions) .	31,225,999	29,973,317		

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	31,225,999
2 Enter amount from Part I, line 27a	2	-1,358,026
3 Other increases not included in line 2 (itemize) ▶ _____	3	366,973
4 Add lines 1, 2, and 3	4	30,234,946
5 Decreases not included in line 2 (itemize) ▶ _____	5	266,089
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	29,968,857

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 See Additional Data Table				
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 See Additional Data Table			
b			
c			
d			
e			

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
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	470,300
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	

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 does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	3,049,012	35,245,581	0 086508
2016	3,543,785	36,499,044	0 097093
2015	3,499,033	36,868,000	0 094907
2014	3,703,049	41,979,256	0 088211
2013	3,514,176	42,307,561	0 083063
2 Total of line 1, column (d)			2 0 449782
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 089956
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 33,996,090
5 Multiply line 4 by line 3			5 3,058,152
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 12,429
7 Add lines 5 and 6			7 3,070,581
8 Enter qualifying distributions from Part XII, line 4			8 2,600,470

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	24,857
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	24,857
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	24,857
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	0
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	24,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	24,000
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	1,021
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,878
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX		
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? <i>If "No," attach explanation</i> .	8b	Yes
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 taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.TOPFERFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>ALAN TOPFER</u> Telephone no ► <u>(512) 329-6600</u>			

Located at ► 3600 N CAPITAL OF TX BLDG B STE 320 AUSTIN TX ZIP+4 ► 78746

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		
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	Yes	No
	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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		
	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		No
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 ► 20____, 20____, 20____, 20____			
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 ► 20____, 20____, 20____, 20____			
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		No
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		No

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.		5b
c	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 ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b
	If "Yes" to 6b, file Form 8870		No
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?		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 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, 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
See Additional Data Table				
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
MELANIE CAZIER 3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746	PROGRAM OFFICER 20 00	52,882	477	0
Total number of other employees paid over \$50,000.				0

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
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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	34,048,480
b	Average of monthly cash balances.	1b	465,317
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	34,513,797
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	34,513,797
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	517,707
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	33,996,090
6	Minimum investment return. Enter 5% of line 5.	6	1,699,805

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	1,699,805
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	24,857
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	24,857
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,674,948
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,674,948
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	1,674,948

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	2,600,470
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	2,600,470
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,600,470

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				1,674,948
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	1,453,386			
b From 2014.	1,644,388			
c From 2015.	1,688,203			
d From 2016.	1,773,743			
e From 2017.	1,566,787			
f Total of lines 3a through e.	8,126,507			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 2,600,470				
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.				1,674,948
e Remaining amount distributed out of corpus	925,522			
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	9,052,029			
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 instructions			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 (see instructions). . . .	1,453,386			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	7,598,643			
10 Analysis of line 9				
a Excess from 2014.	1,644,388			
b Excess from 2015.	1,688,203			
c Excess from 2016.	1,773,743			
d Excess from 2017.	1,566,787			
e Excess from 2018.	925,522			

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

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 organization 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	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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)) MORTON TOPFER	
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	
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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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						
4 Dividends and interest from securities. . . .			14	1,156,952		
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.			18	154,578		
8 Gain or (loss) from sales of assets other than inventory			18	470,959		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a NET RENTAL INCOME _____			18	-200,821		
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e). .		0		1,581,668		0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13			1,581,668

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

[illegible]

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

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

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.		
	*****	2019-11-14	*****
	_____ 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 P00179840
	JAMES N HOWARD				
	Firm's name ▶ HOWARD LLP				Firm's EIN ▶ 20-2257536
	Firm's address ▶ 8350 MEADOW ROAD SUITE 286 DALLAS, TX 75231				Phone no (214) 346-0750

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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	AG OPPORTUNISTIC WHOLE LOAN SELECT LP	P		2018-12-31
1	AIF SPV LLC	P		2018-12-31
	ALTAIR - FCO II, LLC	P		2018-12-31
	ALTAIR - FCO III, LLC	P		2018-12-31
	ALTAIR - GOLUB CAPITAL VII	P		2018-12-31
	ALTAIR - GOLUB CAPITAL VIII	P		2018-12-31
	ALTAIR - MULTI-FAMILY OPPOR FUND IV	P		2018-12-31
	ALTAIR - NET LEASE INCOME FUND LLC	P		2018-12-31
	ALTAIR - OH XIII, LLC	P		2018-12-31
	ALTAIR - REAL ESTATE OPPOR FUND, LLC	P		2018-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			0
		21,695	-21,695
6,992			6,992
11,786			11,786
47,355			47,355
523			523
103,115			103,115
2,705			2,705
95,227			95,227
1,537		1,376	161

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			0
			-21,695
			6,992
			11,786
			47,355
			523
			103,115
			2,705
			95,227
			161

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
ALTAIR - SPECIAL OPPOR FUND II, LLC	P		2018-12-31
1 ALTAIR - SPECIAL OPPOR FUND, LLC	P		2018-12-31
ALTAIR - SPECIAL SITS FUND II-A, LLC	P		2018-12-31
ALTAIR EUROPEAN NPL FUND	P		2018-12-31
ALTAIR EUROPEAN REAL ESTATE FUND	P		2018-12-31
AWA FUND 2 LLC	P		2018-12-31
FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	P		2018-12-31
FORTRESS REAL ESTATE FUND B LP	P		2018-12-31
FORTRESS REAL ESTATE FUND II (B) LP	P		2018-12-31
GARRISON OPPORTUNITY FUND LLC	P		2018-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		1,084	-1,084
		6,465	-6,465
14,721			14,721
			0
			0
25,740			25,740
31,467			31,467
111			111
39,326			39,326
		6,763	-6,763

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-1,084
			-6,465
			14,721
			0
			0
			25,740
			31,467
			111
			39,326
			-6,763

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
LP INTEREST IN ALTAIR - GOLUB CAPITAL VIII		P		2018-12-31
1	LP INTEREST IN ALTAIR COMMERCIAL REAL ESTATE	P		2018-12-31
LP INTEREST IN O'CONNOR GLOBAL		P		2018-12-31
NET LEASE PRIVATE REIT IX		P		2018-12-31
OVATION ALTERNATIVE INCOME FUND LP		P		2018-12-31
PFIC INTEREST IN ALTAIR EUROPEAN NPL FUND		P		2018-12-31
PUBLICLY TRADED SECURITIES				
Q-BLK CO-INVESTMENT FUND II, LP		P		2018-12-31
ALTAIR - DSO LLC		P		2018-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,894			13,894
		3,088	-3,088
441			441
76,251			76,251
25,581		4,569	21,012
		81,330	-81,330
9,979,003		10,444,004	-465,001
		2	-2
564,901			564,901

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			13,894
			-3,088
			441
			76,251
			21,012
			-81,330
			-465,001
			-2
			564,901

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MORTON TOPFER	PRESIDENT 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
ALAN TOPFER	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
RICHARD TOPFER	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
BONNIE TOPFER VOZAR	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
JACQUELINE TOPFER HYNEK	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
STEVE HYNEK	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				
MELANIE CAZIER	DIRECTOR 0 50	0	0	0
3600 N CAPITAL OF TX HWY BLDG B STE 320 AUSTIN, TX 78746				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
24 FOUNDATION 500 E MOREHEAD ST SU 218 CHARLOTTE, NC 282022694		501(C)3 EIN 20-37682	TO SUPPORT GENERAL OPERATING EXPENSES	103
360 YOUTH SERVICES 1305 W OSWEGO ROAD NAPERVILLE, IL 60540		501(C)3 EIN 36-29362	TO SUPPORT A TRANSITIONAL LIVING PROGRAM FOR HOMELESS YOUTH	40,000
ADVOCATE CHARITABLE FOUNDATION 205 W TOUHY AVENUE SUITE 125 PARK RIDGE, IL 60068		501(C)3 EIN 36-32973	TO SUPPORT MENTAL HEALTH TREATMENT FOR CHILDREN WHO HAVE BEEN SEXUALLY OR PHYSICALLY ABUSED	35,000
Total ► 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALMOST HOME KIDS7 S 721 ROUTE 53 NAPERVILLE, IL 60540		501(C)3 EIN 36-38220	TO SUPPORT TRANSITIONAL AND RESPITE CARE FOR CHILDREN WITH COMPLICATED HEALTH NEEDS AND THEIR FAMILIES	40,000
ALTERNATIVES INCORPORATED 4730 N SHERIDAN ROAD CHICAGO, IL 60640		501(C)3 EIN 36-27206	TO SUPPORT A YOUTH LEADERSHIP DEVELOPMENT PROGRAM AND YOUTH ENRICHMENT ACTIVITIES	30,000
ANY BABY CAN FAMILY RESOURCE CENTER 1121 EAST 7TH STREET AUSTIN, TX 78702		501(C)3 EIN 74-26843	TO SUPPORT GENERAL OPERATING EXPENSES	250
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANY BABY CAN FAMILY RESOURCE CENTER 1121 EAST 7TH STREET AUSTIN, TX 78702		501(C)3 EIN 74-26843	TO SUPPORT GENERAL OPERATING EXPENSES	250
ANY BABY CAN FAMILY RESOURCE CENTER 1121 EAST 7TH STREET AUSTIN, TX 78702		501(C)3 EIN 74-26843	TO SUPPORT EARLY CHILDHOOD INTERVENTION AND CANDLELIGHTERS CHILDHOOD CANCER PROGRAMS	1,500
ASSISTANCE LEAGUE OF AUSTIN TEXAS INC 4901 BURNET RD AUSTIN, TX 78756		501(C)3 EIN 23-73072	TO SUPPORT ALA SCHOLARSHIPS FOR STUDENTS AT AUSTIN COMMUNITY COLLEGE	8,000
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASSISTANCE LEAGUE OF AUSTIN TEXAS INC 4901 BURNET RD AUSTIN, TX 78756		501(C)3 EIN 23-73072	TO SUPPORT OPERATION SCHOOL BELL FOR CHILDREN IN AISD, DEL VALLE AND MANOR ISDS	18,000
AUSTIN BAPTIST ASSOCIATION 3811 HARMON AVE AUSTIN, TX 78751		501(C)3 EIN 74-12462	HENLEY BAPTIST CHURCH	500
AUSTIN BAT REFUGE3701 BASFORD RD AUSTIN, TX 78722		501(C)3 EIN 81-13263	TO SUPPORT GENERAL OPERATING EXPENSES	25
Total ► 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN CHILD GUIDANCE CENTER 810 W 45TH STREET AUSTIN, TX 78751		501(C)3 EIN 74-11667	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
AUSTIN CHILD GUIDANCE CENTER 810 W 45TH STREET AUSTIN, TX 78751		501(C)3 EIN 74-11667	TO SUPPORT AFFORDABLE MENTAL HEALTH SERVICES FOR LOW-INCOME CHILDREN AND THEIR FAMILIES	42,000
AUSTIN CHILDREN'S MUSEUM (DBA THINKERY) 1830 SIMOND AVENUE AUSTIN, TX 78723		501(C)3 EIN 74-22887	TO SUPPORT THINKERY & ZACH THEATRE GUIDED TOURS AND THEATRE EXPERIENCE FOR TITLE I SCHOOLS	3,500
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN CLASSICAL GUITAR SOCIETY PO BOX 4072 AUSTIN, TX 78765		501(C)3 EIN 74-25958	TO SUPPORT GENERAL OPERATING EXPENSES	75
AUSTIN DOG RESCUE402 TURLEY DR MANCHACA, TX 78652		501(C)3 EIN 61-15350	TO SUPPORT GENERAL OPERATING EXPENSES	200
AUSTIN DOG RESCUE402 TURLEY DR MANCHACA, TX 78652		501(C)3 EIN 61-15350	TO SUPPORT GENERAL OPERATING EXPENSES	52
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN DOG RESCUE402 TURLEY DR MANCHACA, TX 78652		501(C)3 EIN 61-15350	TO SUPPORT GENERAL OPERATING EXPENSES	20
AUSTIN DOG RESCUE402 TURLEY DR MANCHACA, TX 78652		501(C)3 EIN 61-15350	TO SUPPORT GENERAL OPERATING EXPENSES	51
AUSTIN GROUPS FOR THE ELDERLY 3710 CEDAR STREET BOX 2 AUSTIN, TX 78705		501(C)3 EIN 74-24310	TO SUPPORT ADULT DAY SERVICES FOR SENIORS	25,000
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN HABITAT FOR HUMANITY INC 500 W BEN WHITE BLVD AUSTIN, TX 78704		501(C)3 EIN 74-24310	TO SUPPORT HOME REPAIR PROGRAM TO COMPLETE CRITICAL HOME REPAIRS	5,000
AUSTIN PETS ALIVE 2807 MANCHACA ROAD AUSTIN, TX 78704		501(C)3 EIN 74-28933	TO SUPPORT GENERAL OPERATING EXPENSES	1,000
AVANCE745 MANSELL AVE AUSTIN, TX 78702		501(C)3 EIN 74-17691	TO SUPPORT A PARENT-CHILD EDUCATION PROGRAM FOR LOW INCOME PARENTS OF PRESCHOOL AGE CHILDREN	5,000
Total ► 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BERNIE'S BOOK BANK 917 NORTH SHORE DR LAKE BLUFF, IL 60044		501(C)3 EIN 27-09144	TO SUPPORT THE COLLECTION, PROCESSING AND DISTRIBUTION OF NEW AND USED CHILDREN'S BOOKS TO AT-RISK CHILDREN	25,000
BETH TIKVAH CONGREGATION 300 HILLCREST BLVD HOFFMAN ESTATES, IL 60169		501(C)3 EIN 13-16631	TO SUPPORT GENERAL OPERATING EXPENSES	6,900
BETH TIKVAH CONGREGATION 300 HILLCREST BLVD HOFFMAN ESTATES, IL 60169		501(C)3 EIN 13-16631	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BIG BROTHERS BIG SISTERS OF CENTRAL TEXAS INC 4800 MANOR RD BLDG K AUSTIN, TX 78723		501(C)3 EIN 74-16785	TO SUPPORT ONE-TO-ONE MENTORING PROGRAM FOR AT-RISK YOUTH	5,000
BIG BROTHERS BIG SISTERS OF METROPOLITAN CHICAGO 560 WEST LAKE STREET 5TH FLOOR CHICAGO, IL 60661		501(C)3 EIN 36-26812	TO SUPPORT MENTORING FOR AT-RISK YOUTH	30,000
BOYS AND GIRLS CLUBS OF THE AUSTIN AREA 5407 N IH 35 STE 400 AUSTIN, TX 78723		501(C)3 EIN 74-60873	TO SUPPORT GENERAL OPERATING EXPENSES	12,500
Total			3a	2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BREAKTHROUGH 1050 EAST 11TH STREET SUITE 350 AUSTIN, TX 78702		501(C)3 EIN 74-29913	TO SUPPORT BREAKTHROUGH'S 2018 MIDDLE SCHOOL SUMMER PROGRAM AND POST- SECONDARY SUCCESS PROGRAM	50,000
BURKE FOUNDATION20800 FM 150 W DRIFTWOOD, TX 78619		501(C)3 EIN 74-17656	TO SUPPORT GENERAL OPERATING EXPENSES	100
CANDLELIGHT RANCH FOUNDATION PO BOX 26367 AUSTIN, TX 78755		501(C)3 EIN 74-29390	TO SUPPORT OUTDOOR EDUCATIONAL, RECREATIONAL AND THERAPEUTIC PROGRAMS FOR CHILDREN WITH SPECIAL NEEDS	3,500
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAPITAL IDEA 835 N PLEASANT VALLEY RD AUSTIN, TX 78702		501(C)3 EIN 74-28930	TO SUPPORT EDUCATION TO EMPLOYMENT PROGRAM FOR LOW-INCOME ADULTS	3,500
CAPITAL IDEA 835 N PLEASANT VALLEY RD AUSTIN, TX 78702		501(C)3 EIN 74-28930	TO SUPPORT GENERAL OPERATING EXPENSES	3,500
CAPITAL IDEA 835 N PLEASANT VALLEY RD AUSTIN, TX 78702		501(C)3 EIN 74-28930	TO SUPPORT GENERAL OPERATING EXPENSES	43,000
Total ► 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAPITAL OF TEXAS PUBLIC TELECOMMUNICATIONS COUNCIL 2504-B WHITIS AUSTIN, TX 78712		501(C)3 EIN 75-71260	TO SUPPORT GENERAL OPERATING EXPENSES	60
CARITAS OF AUSTIN 611 NECHES STREET AUSTIN, TX 78701		501(C)3 EIN 74-19096	TO SUPPORT GENERAL OPERATING EXPENSES	12,500
CASA OF DUPAGE COUNTY 505 N COUNTY FARM RD WHEATON, IL 60187		501(C)3 EIN 36-38758	TO SUPPORT ADVOCACY FOR ABUSED AND NEGLECTED CHILDREN WHO ARE IN THE COURT SYSTEM	20,000
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CASA OF TRAVIS COUNTY 7600 CHEVY CHASE DRIVE SUITE 200 AUSTIN, TX 78752		501(C)3 EIN 74-23691	TO SUPPORT CHILD ADVOCACY PROGRAM	35,000
CENTER FOR CHILD PROTECTION 8509 FM 969 BLDG 2 AUSTIN, TX 78724		501(C)3 EIN 74-25625	TO SUPPORT THE FAMILY ADVOCATE PROGRAM	25,000
CENTRAL TEXAS FOOD BANK 6500 METROPOLIS DR AUSTIN, TX 78745		501(C)3 EIN 74-22173	TO SUPPORT HEALTHY OPTIONS PROGRAM FOR THE ELDERLY (HOPE)	42,500
Total ► 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S MEDICAL CENTER FOUNDATION OF CENTRAL TEXAS 4900 MUELLER BLVD AUSTIN, TX 78723		501(C)3 EIN 20-04680	FUND THE NEED	10,000
CHRISTOPHER HOUSE 5235 W BELDEN AVE CHICAGO, IL 60639		501(C)3 EIN 23-73160	TO PROVIDE ARTS-INTEGRATED EDUCATION TO K-8 STUDENTS IN THE BELMONT-CRAGIN NEIGHBORHOOD IN CHICAGO	20,000
COKER UNITED METHODIST CHURCH 231 E N LOOP RD SAN ANTONIO, TX 78216		501(C)3 EIN 74-13675	TO SUPPORT GENERAL OPERATING EXPENSES	220
Total ► 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLLEGE FORWARDPO BOX 142308 AUSTIN, TX 78714		501(C)3 EIN 43-20035	TO SUPPORT AUSTIN COLLEGE ACCESS AND SUCCESS	5,000
COLORECTAL CANCER ALLIANCE 1025 VERMONT AVE NW WASHINGTON, DC 20005		501(C)3 EIN 86-09478	TO SUPPORT GENERAL OPERATING EXPENSES	50
COMMUNITIES IN SCHOOLS - CENTRAL TEXAS 3000 S IH-35 SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-23690	FOOD FOR THOUGHT PADDLES UP	10,000
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITIES IN SCHOOLS - CENTRAL TEXAS 3000 S IH-35 SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-23690	TO SUPPORT GENERAL OPERATING EXPENSES	250
COMMUNITIES IN SCHOOLS - CENTRAL TEXAS 3000 S IH-35 SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-23690	TO SUPPORT GENERAL OPERATING EXPENSES	250
COMMUNITIES IN SCHOOLS - CENTRAL TEXAS 3000 S IH-35 SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-23690	TO SUPPORT CIS INDIVIDUAL STUDENT SUPPORTS AND XY-ZONE PROGRAM	60,000
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITIES IN SCHOOLS - CENTRAL TEXAS 3000 S IH-35 SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-23690	TO SUPPORT HOLIDAY NEEDS FOR CLIENTS	1,500
COMMUNITIES IN SCHOOLS OF CHICAGO 815 W VAN BUREN STE 300 CHICAGO, IL 60607		501(C)3 EIN 36-35913	TO SUPPORT CIS PROGRAMS, LINKING COMMUNITY RESOURCES TO AT-RISK CHILDREN A	30,000
CON MI MADRE (MOTHERS AND DAUGHTERS RAISING EXPECTATIONS) 1925 SAN JACINTO BLVD STOP 3500 AUSTIN, TX 78712		501(C)3 EIN 74-19340	TO SUPPORT EMPOWERING CENTRAL TEXAS LATINAS AND THEIR MOTHERS	7,500
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
COURT APPOINTED SPECIAL ADVOCATES (CASA) OF CENTRAL TEXAS INC 104 MLK DR PO BOX 1267 SAN MARCOS, TX 786671267		501(C)3 EIN 74-24033	TO SUPPORT ADVOCACY FOR ABUSED AND NEGLECTED CHILDREN IN HAYS COUNTY	5,000
CREATIVE ACTION 701 TILLERY STREET BOX 9 AUSTIN, TX 78702		501(C)3 EIN 74-28569	TO SUPPORT CREATIVE ACTION TEEN PROGRAMS INSPIRING YOUNG ADULTS AS ARTIST-ACTIVISTS	8,500
DANNY DID FOUNDATION 6282 N LEONA AVE CHICAGO, IL 60646		501(C)3 EIN 27-16422	TO SUPPORT GENERAL OPERATING EXPENSES	100
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DAYONE PACT 750 WARRENVILLE ROAD SUITE 300 LISLE, IL 60532		501(C)3 EIN 36-31252	TO PROVIDE SUPPORT, INFORMATION AND RESOURCES FOR PARENTS OF CHILDREN WITH DISABILITIES	5,000
DOWN SYNDROME FAMILY SUPPORT & ADVOCACY GROUP PO BOX 1454 GRANGER, IN 46530		501(C)3 EIN 35-18132	TO SUPPORT GENERAL OPERATING EXPENSES	54
DRIVE A SENIOR NETWORK 2498 EAST PALM VALLEY BLVD ROUND ROCK, TX 78665		501(C)3 EIN 46-52041	TO SUPPORT TRANSPORTATION TO SENIORS	3,500
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DUPAGE HEALTH COALITION DBA ACCESS DUPAGE 511 THORNGILL DR SU E CAROL STREAM, IL 60188		501(C)3 EIN 36-44482	TO SUPPORT THE DISPENSARY OF HOPE PROJECT WHICH PROVIDES FREE PHARMACEUTICAL SERVICES TO LOW-INCOME INDIVIDUALS	15,000
DUPAGE SENIOR CITIZENS COUNCIL 1919 S HIGHLAND AVENUE BLDG A SU 210 LOMBARD, IL 60148		501(C)3 EIN 36-29880	TO SUPPORT A HOME MAINTENANCE AND MINOR REPAIR PROGRAM FOR SENIORS	20,000
EASTER SEALS-CENTRAL TEXAS INC 1611 HEADWAY CIRCLE BLDG 2 AUSTIN, TX 78754		501(C)3 EIN 75-08088	TO SUPPORT ARCHER'S CHALLENGE 2017	5,000
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EASTER SEALS DUPAGE FOX VALLEY 830 S ADDISON AVENUE VILLA PARK, IL 60181		501(C)3 EIN 36-24763	TO SUPPORT THE ORGANIZATION'S MISSION AND PROGRAMS	35,000
EMANCIPETPO BOX 6396 AUSTIN, TX 78762		501(C)3 EIN 74-29136	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
EMANCIPETPO BOX 6396 AUSTIN, TX 78762		501(C)3 EIN 74-29136	TO SUPPORT GENERAL OPERATING EXPENSES	1,500
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EMANCIPETPO BOX 6396 AUSTIN, TX 78762		501(C)3 EIN 74-29136	TO SUPPORT GENERAL OPERATING EXPENSES	500
ERIKSON INSTITUTE451 LASALLE ST CHICAGO, IL 60654		501(C)3 EIN 36-25935	TO PROVIDE PARENTING SUPPORT AND EDUCATION FOR FAMILIES WITH INFANTS WHO CRY EXCESSIVELY	10,000
FAMILY ELDERCARE 1700 RUTHERFORD LANE AUSTIN, TX 78754		501(C)3 EIN 74-22863	TO SUPPORT IN-HOME CARE, CAREGIVER SERVICES & ESCORTED MEDICAL TRANSPORT FOR LOW-INCOME SENIORS	30,000
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FERTILITY FOUNDATION OF TEXAS 6500 N MO PAC SU I-1200 AUSTIN, TX 78731		501(C)3 EIN 45-45501	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
FERTILITY FOUNDATION OF TEXAS 6500 N MO PAC SU I-1200 AUSTIN, TX 78731		501(C)3 EIN 45-45501	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
FLYING KITES INC51 MELCHER ST BOSTIN, MA 02210		501(C)3 EIN 20-59468	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
FOSTER ANGELS OF CENTRAL TEXAS FOUNDATION PO BOX 152575 AUSTIN, TX 78715		501(C)3 EIN 27-10244	TO SUPPORT DIRECT ASSISTANCE FOR CHILDREN IN FOSTER CARE	2,500
FOUNDATION COMMUNITIES 3036 S 1ST STREET SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-25632	TO SUPPORT GENERAL OPERATING EXPENSES	7,100
FOUNDATION COMMUNITIES 3036 S 1ST STREET SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-25632	TO SUPPORT CONSTRUCTION OF WATERLOO TERRACE SERVICE-ENRICHED AFFORDABLE HOUSING FOR SINGLE ADULTS	45,000
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
GENERATION SERVE 8711 BURNET RS B-33 AUSTIN, TX 78757		501(C)3 EIN 27-04522	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
GENERATION SERVE 8711 BURNET RS B-33 AUSTIN, TX 78757		501(C)3 EIN 27-04522	TO SUPPORT SUSTAINING AND EXPANDING VOLUNTEER OPPORTUNITIES FOR AUSTIN- AREA TWEENS AND TEENS	5,000
GIRL SCOUTS OF GREATER CHICAGO AND NORTHWEST INDIANA 7648 NORTH PAULINA STREET CHICAGO, IL 60626		501(C)3 EIN 36-38712	SUPPORT A YEAR-ROUND EDUCATION - ENRICHMENT PROGRAM FOR AT-RISK GIRLS	20,000
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
GIRLS EMPOWERMENT NETWORK 3000 SOUTH IH 35 AUSTIN, TX 78704		501(C)3 EIN 74-28677	TO SUPPORT WEEKLY AFTER SCHOOL PROGRAM FOR GIRLS IN GRADES 3-12	15,000
GIRLSTART 1400 WEST ANDERSON LANE AUSTIN, TX 78757		501(C)3 EIN 31-15954	TO SUPPORT GIRLSTART AFTER SCHOOL STEM EDUCATION FOR HIGH-NEED GIRLS	5,000
GLEN ELLYN CHILDREN'S RESOURCE CENTER 346 TAFT AVENUE SUITE 205 GLEN ELLYN, IL 60137		501(C)3 EIN 20-06280	TO SUPPORT AN AFTER SCHOOL AND SUMMER LITERACY PROGRAM FOR LOW-INCOME CHILDREN	10,000
Total ► 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HAND TO HOLD 13492 RESEARCH BLVE SU 120 AUSTIN, TX 78750		501(C)3 EIN 27-38029	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
HEALTH ALLIANCE FOR AUSTIN MUSICIANS PO BOX 301496 AUSTIN, TX 78703		501(C)3 EIN 74-19340	TO SUPPORT PATIENT NAVIGATION FOR AUSTIN MUSICIANS	13,500
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751		501(C)3 EIN 74-11446	TO SUPPORT CHAMPIONS FOR CHILDREN CHALLENGE	1,000
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751		501(C)3 EIN 74-11446	TO SUPPORT GENERAL OPERATING EXPENSES	1,052
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751		501(C)3 EIN 74-11446	TO SUPPORT HOLIDAY NEEDS FOR CLIENTS	1,000
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751		501(C)3 EIN 74-11446	TO SUPPORT THERAPEUTIC RESIDENTIAL TREATMENT FOR ABUSED AND NEGLECTED CHILDREN	40,000
Total ► 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HILL COUNTRY SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 2981 S STATE HWY 16 FREDERICKSBURG, TX 786249403		501(C)3 EIN 74-28560	TO SUPPORT GENERAL OPERATING EXPENSES	207
HILLEL FOUNDATION 2105 SAN ANTONIO ST AUSTIN, TX 78705		501(C)3 EIN 52-18448	TO SUPPORT CAMPUS ENGAGEMENT/FIRST IMPRESSION INTERNSHIP PROGRAM	5,000
HOSPICE AUSTIN 4107 SPICEWOOD SPRINGS RD STE 100 AUSTIN, TX 78759		501(C)3 EIN 74-22005	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOSPICE AUSTIN 4107 SPICEWOOD SPRINGS RD STE 100 AUSTIN, TX 78759		501(C)3 EIN 74-22005	TO SUPPORT CHARITY CARE	35,000
HUEBNER PTA16311 HUEBNER RD SAN ANTONIO, TX 78248		501(C)3 EIN 74-28276	TO SUPPORT GENERAL OPERATING EXPENSES	100
HUMANE SOCIETY OF AUSTIN & TRAVIS COUNTY INC 124 W ANDERSON LANE AUSTIN, TX 78756		501(C)3 EIN 74-60136	TO SUPPORT GENERAL OPERATING EXPENSES	60
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
I GROW CHICAGO NFP6402 S HONORE CHICAGO, IL 60636		501(C)3 EIN 46-12002	TO SUPPORT GENERAL OPERATING EXPENSES	3,150
I GROW CHICAGO NFP6402 S HONORE CHICAGO, IL 60636		501(C)3 EIN 46-12002	TO SUPPORT GENERAL OPERATING EXPENSES	20,000
I GROW CHICAGO NFP6402 S HONORE CHICAGO, IL 60636		501(C)3 EIN 46-12002	TO SUPPORT "SUMMER OF HOPE," A SIX-WEEK DAY CAMP	20,000
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
I LIVE HERE I GIVE HERE 98 SAN JACINTO BLVD SU 1200 AUSTIN, TX 78701		501(C)3 EIN 90-06476	TO SUPPORT GENERAL OPERATING EXPENSES	2
INFANT WELFARE SOCIETY OF CHICAGO 3600 W FULLERTON AVE CHICAGO, IL 60647		501(C)3 EIN 36-21677	TO SUPPORT CHILD DEVELOPMENT AND SUPPORT SERVICES FOR LOW-INCOME FAMILIES	30,000
INNER-CITY COMPUTER STARS FOUNDATION 415 N DEARBORN 3RD FLOOR CHICAGO, IL 60654		501(C)3 EIN 36-42534	TO SUPPORT A PROGRAM WHICH PREPARES LOW- INCOME, INNER-CITY YOUNG ADULTS FOR CAREERS IN TECHNOLOGY	10,000
Total ► 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERFAITH ACTION OF CENTRAL TEXAS (IACT) 2921 E 17TH ST BLDG D SU 3 AUSTIN, TX 78702		501(C)3 EIN 74-25091	TO SUPPORT HANDS ON HOUSING HOME REPAIR FOR LOW-INCOME SENIORS	3,500
INTERROBANG THEATRE PROJECT INC 5315 N CLARK ST SU 142 CHICAGO, IL 60640		501(C)3 EIN 74-25091	TO SUPPORT GENERAL OPERATING EXPENSES	50
JCC CHICAGO30 S WELLS ST NO 4000 CHICAGO, IL 60606		501(C)3 EIN 36-21677	CAMP CHI	2,500
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
JEREMIAH PROGRAMPO BOX 50590 AUSTIN, TX 78763		501(C)3 EIN 41-18018	TO SUPPORT A TWO- GENERATION APPROACH TO MOVING AUSTIN FAMILIES FROM POVERTY TO PROSPERITY	20,000
JEWISH FAMILY SERVICE 11940 JOLLYVILLE RD SUITE 110 S AUSTIN, TX 78759		501(C)3 EIN 74-14694	TO SUPPORT GERIATRIC CARE MANAGEMENT	12,500
JOURNEYCARE FOUNDATION INC 405 LAKE ZURICH ROAD BARRINGTON, IL 60010		501(C)3 EIN 36-38209	ALL ABOUT KIDS PROGRAM	250
Total ▶ 3a				2,369,333

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a <i>Paid during the year</i>				
JOURNEYCARE FOUNDATION INC 405 LAKE ZURICH ROAD BARRINGTON, IL 60010		501(C)3 EIN 36-38209	TO SUPPORT HOSPICE AND PALLIATIVE CARE FOR MEDICALLY-FRAGILE CHILDREN	20,000
JUNIOR LEAGUE OF AUSTIN 5416 PARKCREST DR SU 100 AUSTIN, TX 78731		501(C)3 EIN 74-11689	TO SUPPORT WEEKEND NOURISHMENT PROGRAM FOR CHILDREN K-5TH GRADE	3,500
JUVENILE PROTECTIVE ASSOCIATION 1707 NORTH HALSTED CHICAGO, IL 60614		501(C)3 EIN 36-21677	TO SUPPORT MENTAL HEALTH COUNSELING FOR LOW-INCOME YOUTH	25,000
Total ► 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KATELLE FOUNDATION 311 BOWIE ST 3503 AUSTIN, TX 78703		501(C)3 EIN 81-21449	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
KATELLE FOUNDATION 311 BOWIE ST 3503 AUSTIN, TX 78703		501(C)3 EIN 81-21449	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
KESHET617 LANDWEHR ROAD NORTHBROOK, IL 60062		501(C)3 EIN 36-34413	TO SUPPORT A SUMMER CAMP PROGRAM FOR CHILDREN WITH SPECIAL NEEDS	50,000
Total ► 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP CHICAGO SCHOOLS 2007 S HALSTED CHICAGO, IL 60608		501(C)3 EIN 30-01359	TO SUPPORT KIPP THROUGH COLLEGE, A PROGRAM SUPPORTING STUDENTS AS THEY TRANSITION INTO HIGH SCHOOL AND COLLEGE	25,000
KULA FOR KARMAPO BOX 820 FRANKLIN LAKES, NJ 07417		501(C)3 EIN 11-38193	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
KUT300 W DEAN KEATON AUSTIN, TX 78712		501(C)3 EIN 74-60002	TO SUPPORT GENERAL OPERATING EXPENSES	60
Total ► 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
L ARCHE PORTLAND435 SE 82 AVE PORTLAND, OR 97216		501(C)3 EIN 93-08857	TO SUPPORT GENERAL OPERATING EXPENSES	52
LAUNCH U CHICAGO PROFESSIONALS FOR YOUTH FOUNDATION INC 435 SE 82 AVE CHICAGO, IL 60654		501(C)3 EIN 20-33755	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
LAWRENCE HALL YOUTH SERVICES 65 E WACKER PL STE 1300 CHICAGO, IL 60601		501(C)3 EIN 36-21677	TO SUPPORT RESIDENTIAL TREATMENT FOR YOUTH WHO HAVE BEEN ABUSED OR NEGLECTED	25,000
Total ► 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LIFEWORXS3700 SOUTH 1ST STREET AUSTIN, TX 78704		501(C)3 EIN 74-21371	TO SUPPORT GENERAL OPERATING EXPENSES	250
LIFEWORXS3700 SOUTH 1ST STREET AUSTIN, TX 78704		501(C)3 EIN 74-21371	TO SUPPORT GENERAL OPERATING EXPENSES	250
LIFEWORXS3700 SOUTH 1ST STREET AUSTIN, TX 78704		501(C)3 EIN 74-21371	TO SUPPORT EDUCATION AND WORKFORCE SERVICES	50,000
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
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a <i>Paid during the year</i>				
LIFEWORKS3700 SOUTH 1ST STREET AUSTIN, TX 78704		501(C)3 EIN 74-21371	TO SUPPORT HOLIDAY NEEDS FOR CLIENTS	1,500
MARATHON KIDS INC 4544 S LAMAR BLVE BLDG 300 SU 350 AUSTIN, TX 78745		501(C)3 EIN 06-17221	TO SUPPORT MARATHON KIDS PHYSICAL ACTIVITY PROGRAM IN AISD	3,500
MARKLUND1S450 WYATT DRIVE GENEVA, IL 60134		501(C)3 EIN 36-26525	RUN, WALK, & ROLL 5K	500
Total ▶ 3a				2,369,333

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
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MARKLUND1S450 WYATT DRIVE GENEVA, IL 60134		501(C)3 EIN 36-26525	TO PROVIDE SPECIALIZED, COMPREHENSIVE CARE FOR CHILDREN WITH SEVERE DISABILITIES	20,000
MARWEN FOUNDATION 833 N ORLEANS STREET CHICAGO, IL 60610		501(C)3 EIN 36-35236	TO SUPPORT COLLEGE PREPARATORY ACTIVITIES FOR YOUTH PARTICIPATING IN ARTS PROGRAMMING	20,000
MEALS ON WHEELS AND MORE 3277 E 5TH ST AUSTIN, TX 78702		501(C)3 EIN 23-72025	TO PROVIDE NUTRITIOUS MEALS TO HOMEBOUND ELDERLY	40,000
Total ▶ 3a				2,369,333

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MOBILE LOAVES & FISHES INC 903 C CAPITAL OF TX HWY AUSTIN, TX 78746		501(C)3 EIN 74-29560	TO SUPPORT THE COMMUNITY FIRST! VILLAGE PHASE II-IV FOR THE HOMELESS	50,000
NAMASTE CHARTER SCHOOL INC 3737 S PAULINA ST CHICAGO, IL 60609		501(C)3 EIN 20-02857	TO SUPPORT THE SCHOOL'S HOLISTIC EDUCATION PROGRAM THAT INTEGRATES HEALTH AND WELLNESS	50,000
NAMI OF DUPAGE COUNTY ILLINOIS 115 N COUNTY FARM ROAD WHEATON, IL 60187		501(C)3 EIN 36-34120	TO SUPPORT AN INTERVENTION PROGRAM THAT IDENTIFIES AND ADDRESSES CHILDREN AT RISK	10,000
Total ▶ 3a				2,369,333

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NAPERVILLE ELDERLY HOMES INC 310 WEST MARTIN AVENUE NAPERVILLE, IL 60540		501(C)3 EIN 36-27091	TO PROVIDE SUPPORTIVE SERVICES FOR OLDER ADULTS LIVING IN AFFORDABLE HOUSING	15,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 3201 W COMMERCIAL BLVD STE 127 FT LAUDERDALE, FL 33309		501(C)3 EIN013-56619	MS WALK	100
NEW MOMS INC2845 W MCLEAN AVE CHICAGO, IL 60647		501(C)3 EIN 36-32658	TO SUPPORT PARENTING SKILLS DEVELOPMENT AND HOUSING FOR HOMELESS	30,000
Total ▶ 3a				2,369,333

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Name and address (home or business)				
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NORMAL MOMENTS INC 1318 BAYLOR CT NAPERVILLE, IL 60565		501(C)3 EIN 20-86051	TO SUPPORT GENERAL OPERATING EXPENSES	100
OPEN DOOR PRESCHOOL 3804 CHERRYWOOD RD AUSTIN, TX 78722		501(C)3 EIN 74-18343	TO SUPPORT A SUMMER ENRICHMENT PROGRAM FOR ELEMENTARY SCHOOL CHILDREN	5,000
OUTREACH COMMUNITY MINISTRIES INC 122 W LIBERTY DR WHEATON, IL 60187		501(C)3 EIN 23-72650	TO SUPPORT OUTREACH AND PROGRAMMING FOR OLDER ADULTS	25,000
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
PARK SCHOOL PTA828 MAIN ST EVANSTON, IL 60202		501(C)3 EIN 90-11400	ACCESSIBLE PLAYGROUND	53
PARTNERSHIPS FOR CHILDREN PO BOX 204444 AUSTIN, TX 78720		501(C)3 EIN 43-20047	TO SUPPORT RAINBOW ROOM WHICH PROVIDES BASIC NECESSITIES FOR CHILDREN IN FOSTER CARE	2,500
PAWS SHELTER OF CENTRAL TEXAS PO BOX 695 DRIPPING SPRINGS, TX 78620		501(C)3 EIN 74-24215	TO SUPPORT GENERAL OPERATING EXPENSES	100
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
PEOPLE'S RESOURCE CENTER 201 S NAPERVILLE ROAD WHEATON, IL 60187		501(C)3 EIN 36-31576	TO SUPPORT THE FOOD PANTRY PROGRAM	25,000
PORCHLIGHT MUSIC THEATRE CHICAGO 4200 W DIVERSEY PKW CHICAGO, IL 60639		501(C)3 EIN 36-40215	TO SUPPORT THE YOUTH TICKET SUBSIDY PROGRAM	5,000
PRISMS INC 21800 TOWN CENTER PLAZA STERLING, VA 20164		501(C)3 EIN 54-16520	TO SUPPORT GENERAL OPERATING EXPENSES	100
Total ► 3a				2,369,333

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Name and address (home or business)				
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PROJECT CHARLEY 3801 N CAPITAL OF TX HWY AUSTIN, TX 78746		501(C)3 EIN 82-45531	TO SUPPORT GENERAL OPERATING EXPENSES	1,000
PROJECT CHARLEY 3801 N CAPITAL OF TX HWY AUSTIN, TX 78746		501(C)3 EIN 82-45531	TO SUPPORT GENERAL OPERATING EXPENSES	1,000
RED WHITE AND BLUES 512 3112A WINDSOR RD 516 AUSTIN, TX 78703		501(C)3 EIN 74-19340	TO SUPPORT VETERANS	3,750
Total ▶ 3a				2,369,333

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Name and address (home or business)				
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ROBERT CROWN CENTER FOR HEALTH EDUCATION 21 SALT CREEK LANE HINSDALE, IL 60521		501(C)3 EIN 36-26087	TO PROVIDE A SUBSTANCE ABUSE PREVENTION PROGRAM FOR MIDDLE- AND HIGH-SCHOOL STUDENTS	45,000
RONALD MCDONALD HOUSE CHARITIES - CHICAGOLAND AND NORTHWEST INDIANA CHAPTER 3101 W 22ND AVE SU 905 OAK BROOK, IL 60523		501(C)3 EIN 36-29346	RONALD MCDONALD HOUSE NEAR CENTRAL DUPAGE HOSPITAL	2,500
RONALD MCDONALD HOUSE CHARITIES - CHICAGOLAND AND NORTHWEST INDIANA CHAPTER 3101 W 22ND AVE SU 905 OAK BROOK, IL 60523		501(C)3 EIN 36-29346	TO SUPPORT GENERAL OPERATING EXPENSES	100
Total ► 3a				2,369,333

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RONALD MCDONALD HOUSE CHARITIES OF CENTRAL TEXAS 1315 BARBARA JORDAN BLVD AUSTIN, TX 78723		501(C)3 EIN 74-22776	TO SUPPORT TEMPORARY LODGING AND SUPPORT SERVICES TO FAMILIES WITH CRITICALLY ILL OR INJURED CHILDREN	7,500
ROSELLE AMERICAN LEGION CHARITABLE FOUNDATION 344 E MAPLE AVE ROSELLE, IL 60172		501(C)3 EIN 36-45948	VETERANS' CONCERT	1,000
SAFE FAMILIES FOR CHILDREN 4300 W IRVING PARK RD CHICAGO, IL 60641		501(C)3 EIN 36-14128	TO SUPPORT A PROGRAM WHICH HELPS TO PREVENT CHILD ABUSE AND NEGLECT	30,000
Total ▶ 3a				2,369,333

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a <i>Paid during the year</i>				
SAINT LOUISE HOUSEPO BOX 150637 AUSTIN, TX 78715		501(C)3 EIN 74-29681	TO SUPPORT GENERAL OPERATING EXPENSES	500
SAINT LOUISE HOUSEPO BOX 150637 AUSTIN, TX 78715		501(C)3 EIN 74-29681	TO SUPPORT HOLIDAY NEEDS FOR CLIENTS	1,500
SAINT LOUISE HOUSEPO BOX 150637 AUSTIN, TX 78715		501(C)3 EIN 74-29681	TO SUPPORT SUPPORTIVE HOUSING FOR WOMEN AND CHILDREN	20,000
Total ▶ 3a				2,369,333

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SAMARITAN CENTER 8956 RESEARCH BLVD BLDG 2 AUSTIN, TX 78758		501(C)3 EIN 74-18328	TO SUPPORT MENTAL HEALTH AND WELLNESS SERVICES FOR LOW-INCOME CHILDREN	5,000
SERVICE DOGS4925 BELL SPRINGS RD DRIPPING SPRINGS, TX 78620		501(C)3 EIN 76-02605	TO SUPPORT GENERAL OPERATING EXPENSES	103
SHARING CONNECTIONS FURNITURE BANK 5111 CHASE AVE DOWNERS GROVE, IL 60515		501(C)3 EIN 36-43631	TO PROVIDE FURNITURE AND OTHER BASIC NEEDS FOR LOW- INCOME FAMILIES	25,000
Total ► 3a				2,369,333

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a <i>Paid during the year</i>				
ST JUDE CHILDRENS RESEARCH HOSPITAL INC 262 DANNY THOMAS PLACE MEMPHIS, TN 38105		501(C)3 EIN 62-06460	TO SUPPORT GENERAL OPERATING EXPENSES	250
ST MICHAEL'S CATHOLIC ACADEMY 3000 BARTON CK BLVD AUSTIN, TX 78735		501(C)3 EIN 74-22661	TO SUPPORT GENERAL OPERATING EXPENSES	750
ST MICHAEL'S CATHOLIC ACADEMY 3000 BARTON CK BLVD AUSTIN, TX 78735		501(C)3 EIN 74-22661	TO SUPPORT GENERAL OPERATING EXPENSES	5,652
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
ST MICHAEL'S CATHOLIC ACADEMY 3000 BARTON CK BLVD AUSTIN, TX 78735		501(C)3 EIN 74-22661	TO SUPPOT THE HALO PROJECT	21,000
ST MICHAEL'S CATHOLIC ACADEMY 3000 BARTON CK BLVD AUSTIN, TX 78735		501(C)3 EIN 74-22661	TO SUPPORT GENERAL OPERATING EXPENSES	750
ST MICHAEL'S CATHOLIC ACADEMY 3000 BARTON CK BLVD AUSTIN, TX 78735		501(C)3 EIN 74-22661	TO SUPPORT GENERAL OPERATING EXPENSES	4,348
Total ▶ 3a				2,369,333

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TAMAQUA COMMUNITY ART CENTER 125 PINE ST TAMAQUA, PA 18252		501(C)3 EIN 23-28203	HOPE & COFFEE OUTREACH	2,500
TEEN PARENT CONNECTION 739 ROOSEVELT ROAD 8-100 GLEN ELLYN, IL 60137		501(C)3 EIN 36-33870	TO SUPPORT PARENT EDUCATION AND SUPPORT SERVICES FOR ADOLESCENT PARENTS AND PEER EDUCATION	20,000
TEXAS BOOK FESTIVAL 610 BRAZOS SU 200 AUSTIN, TX 78701		501(C)3 EIN 74-27764	TO SUPPORT BOOK FOR ALL PROGRAM, WHICH AIMS TO STRENGTHEN LITERACY	2,500
Total ► 3a				2,369,333

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THE ARC OF THE CAPITAL AREA 2818 SAN GABRIEL AUSTIN, TX 78705		501(C)3 EIN 74-12944	TO SUPPORT FINE-ARTS BASED CONTINUING EDUCATION FOR ADULTS	5,000
THE AUSTIN YOUNG MEN'S BUSINESS LEAGUE SUNSHINE CAMPS 2225 ANDREW ZILKER ROAD AUSTIN, TX 78746		501(C)3 EIN 74-60231	TO SUPPORT GENERAL OPERATING EXPENSES	52
THE AUSTIN YOUNG MEN'S BUSINESS LEAGUE SUNSHINE CAMPS 2225 ANDREW ZILKER ROAD AUSTIN, TX 78746		501(C)3 EIN 74-60231	TO SUPPORT CAMPER AMBASSADOR AND COUNSELOR-IN-TRAINING PROGRAMS	12,500
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a <i>Paid during the year</i>				
THE COMMUNITY HOUSE 415 W EIGHTH STREET HINSDALE, IL 60521		501(C)3 EIN 36-21677	TO SUPPORT AFTER-SCHOOL AND SUMMER PROGRAMS FOR THE WILLOWBROOK CORNER NEIGHBORHOOD	45,000
THE CONTEMPORARY AUSTIN 3809 W 35TH ST AUSTIN, TX 78703		501(C)3 EIN 74-12338	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
THE CONTEMPORARY AUSTIN 3809 W 35TH ST AUSTIN, TX 78703		501(C)3 EIN 74-12338	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total ► 3a				2,369,333

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THE FRIENDS OF NATHAN FOUNDATION 1061 WARWICK CIR N HOFFMAN ESTATES, IL 60169		501(C)3 EIN 45-05572	TO SUPPORT GENERAL OPERATING EXPENSES	105
THE LEUKEMIA & LYMPHOMA SOCIETY 651 W WASHINGTON BLVD SU 400 CHICAGO, IL 60661		501(C)3 EIN 13-56449	TO SUPPORT GENERAL OPERATING EXPENSES	1,000
THE LONG CENTER 701 W RIVERSIDE DR AUSTIN, TX 78704		501(C)3 EIN 74-28676	TO SUPPORT GREATER AUSTIN HIGH SCHOOL MUSICAL THEATRE AWARDS	15,000
Total ► 3a				2,369,333

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THE REFUGE FOR DMST (DOMESTIC MINOR SEX TRAFFICKING) 500 E ST JOHNS AVE SU 2680 AUSTIN, TX 78759		501(C)3 EIN 46-40985	TO SUPPORT RESTORATION AND HEALING FROM THE TRAUMAS OF CHILD SEX TRAFFICKING	2,500
THE SADIE MCCANN FUND VIA CHARITYSMITH C/O CHARITYSMITH 13100 FILLY LANE TRUCKEE, CA 96161		501(C)3 EIN 87-06364	TO SUPPORT GENERAL OPERATING EXPENSES	518
THE SADIE MCCANN FUND VIA CHARITYSMITH C/O CHARITYSMITH 13100 FILLY LANE TRUCKEE, CA 96161		501(C)3 EIN 87-06364	TO SUPPORT GENERAL OPERATING EXPENSES	259
Total ▶ 3a				2,369,333

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a <i>Paid during the year</i>				
THE SADIE MCCANN FUND VIA CHARITYSMITH C/O CHARITYSMITH 13100 FILLY LANE TRUCKEE, CA 96161		501(C)3 EIN 87-06364	TO SUPPORT GENERAL OPERATING EXPENSES	550
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT GENERAL OPERATING EXPENSES	250
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT GENERAL OPERATING EXPENSES	3,375
Total			3a	2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT GENERAL OPERATING EXPENSES	250
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT GENERAL OPERATING EXPENSES	3,375
THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT HOLIDAY NEEDS FOR CLIENTS AT SAFEPLACE	1,500
Total ▶ 3a				2,369,333

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THE SAFE ALLIANCE (SAFE STOP ABUSE FOR EVERYONE) PO BOX 19454 AUSTIN, TX 78741		501(C)3 EIN 74-23209	TO SUPPORT FAMILY SHELTER AT SAFEPLACE	43,250
THE SETTLEMENT HOME 1600 PAYTON GIN ROAD AUSTIN, TX 78758		501(C)3 EIN 74-12001	TO SUPPORT GENERAL OPERATING EXPENSES	500
THE SETTLEMENT HOME 1600 PAYTON GIN ROAD AUSTIN, TX 78758		501(C)3 EIN 74-12001	TO SUPPORT GENERAL OPERATING EXPENSES	500
Total ► 3a				2,369,333

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THE SETTLEMENT HOME 1600 PAYTON GIN ROAD AUSTIN, TX 78758		501(C)3 EIN 74-12001	TO SUPPORT EDUCATIONAL DIRECTOR AT THE ON-SITE CHARTER SCHOOL	35,000
THE SETTLEMENT HOME 1600 PAYTON GIN ROAD AUSTIN, TX 78758		501(C)3 EIN 74-12001	TO SUPPORT HOLIDAY NEEDS FOR CLIENTS	1,000
UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767		501(C)3 EIN 74-15874	TO SUPPORT LITERACY FIRST EARLY LITERACY INTERVENTION PROGRAM	10,000
Total ▶ 3a				2,369,333

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THE WARRIOR NATIONAL FOUNDATION 14707 FITZHUGH RD E-200 AUSTIN, TX 78736		501(C)3 EIN 81-24767	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
THE WARRIOR NATIONAL FOUNDATION 14707 FITZHUGH RD E-200 AUSTIN, TX 78736		501(C)3 EIN 81-24767	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
UMOJA STUDENT DEVELOPMENT CORP 910 W VAN BUREN ST S 710 CHICAGO, IL 60607		501(C)3 EIN 36-42636	TO SUPPORT A SCHOOL-WIDE PREVENTION, INTERVENTION, AND RESTORATION PROGRAM TO REDUCE TEEN VIOLENCE	15,000
Total ► 3a				2,369,333

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UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767		501(C)3 EIN 74-15874	THE MORT TOPFER CHAIR IN HONOR OF DR JEAN NICOLAS VAUTHEY	110,000
VOLUNTEER HEALTHCARE CLINIC 4215 MEDICAL PARKWAY AUSTIN, TX 78756		501(C)3 EIN 74-60824	TO SUPPORT NON-EMERGENCY, WALK-IN, FREE, MEDICAL CLINIC SERVICES TO CHILDREN	3,500
WESTERN DUPAGE SPECIAL RECREATION ASSOCIATION FOUNDATION 116 N SCHMALE ROAD CAROL STREAM, IN 60188		501(C)3 EIN 36-39329	TO SUPPORT RECREATIONAL PROGRAMMING FOR INDIVIDUALS WITH SPECIAL NEEDS	12,500
Total ▶ 3a				2,369,333

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WONDERS & WORRIES INC 9101 BURNET ROAD STE 107 AUSTIN, TX 78758		501(C)3 EIN 74-30129	TO SUPPORT MENTAL HEALTH AND COPING SUPPORT SERVICES FOR UNDERSERVED FAMILIES WITH A SERIOUSLY ILL PARENT	3,500
YMCA OF AUSTIN 3208 RED RIVER ST STE 200 AUSTIN, TX 78705		501(C)3 EIN 74-11934	TO SUPPORT THE DEVELOPMENT AND CONSTRUCTION OF CAMP CYPRESS	37,500
YOUNG WOMEN'S CHRISTIAN ASSOCIATION OF METROPOLITAN CHICAGO 1 N LASALLE ST SU 1150 CHICAGO, IL 60602		501(C)3 EIN 36-21797	TO SUPPORT GENERAL OPERATING EXPENSES	50
Total ▶ 3a				2,369,333

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Name and address (home or business)				
a <i>Paid during the year</i>				
YOUNG WOMEN'S CHRISTIAN ASSOCIATION OF METROPOLITAN CHICAGO 1 N LASALLE ST SU 1150 CHICAGO, IL 60602		501(C)3 EIN 36-21797	TO SUPPORT A PARENT MENTORING AND EDUCATION PROGRAM FOR LOW-INCOME ADULTS TO HELP PREVENT CHILD ABUSE AND NEGLECT	20,000
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT GENERAL OPERATING EXPENSES	5,000
ZACHARY SCOTT THEATRE CENTER 1510 TOOMEY ROAD AUSTIN, TX 78704		501(C)3 EIN 74-13694	TO SUPPORT NEW PRODUCTION FACILITY	25,000
AFRICA YOGA PROJECT INCPO BOX 69 WOODSTOCK, NY 12498		501(C)3 EIN 26-28535	TO SUPPORT GENERAL OPERATING EXPENSES	2,500
Total ▶ 3a				2,369,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SADIE MCCANN FUND VIA CHARITYSMITH C/O CHARITYSMITH 13100 FILLY LANE TRUCKEE, CA 96161		501(C)3 EIN 87-06364	TO SUPPORT GENERAL OPERATING EXPENSES	500
FOUNDATION COMMUNITIES 3036 S 1ST STREET SUITE 200 AUSTIN, TX 78704		501(C)3 EIN 74-25632	TO SUPPORT GENERAL OPERATING EXPENSES	50
Total ▶ 3a				2,369,333

TY 2018 Accounting Fees Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,900	1,425		475

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Depreciation Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER SOFTWARE	2004-06-30	8,068	8,068	SL	3 000000000000	0	0		
COMPUTER EQUIPMENT	2004-06-30	1,210	1,210	SL	5 000000000000	0	0		
FURNITURE	2007-06-30	20,138	20,138	SL	7 000000000000	0	0		
LEASEHOLD IMPROVEMENTS	2007-06-30	48,067	13,450	SL	39 000000000000	1,232	0		
COMPUTER EQUIPMENT	2008-06-30	3,725	3,725	SL	5 000000000000	0	0		
COMPUTER EQUIPMENT	2010-04-15	6,968	6,968	SL	5 000000000000	0	0		
COMPUTER EQUIPMENT	2015-08-05	3,249	1,571	SL	5 000000000000	650	0		

TY 2018 Investments Corporate Stock Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LUMINOUS BROKERAGE	11,548,082	11,980,286
JP MORGAN BROKERAGE	135,430	1,671,008
SCHWAB BROKERAGE	50,000	50,000

**TY 2018 Land, Etc.
Schedule****Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER SOFTWARE	8,068	8,068	0	
COMPUTER EQUIPMENT	1,210	1,210	0	
FURNITURE	20,138	20,138	0	
LEASEHOLD IMPROVEMENTS	48,067	14,682	33,385	
COMPUTER EQUIPMENT	3,725	3,725	0	
COMPUTER EQUIPMENT	6,968	6,968	0	
COMPUTER EQUIPMENT	3,249	2,221	1,028	

TY 2018 Legal Fees Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	11,462	11,462		0

TY 2018 Other Assets Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
2017 SUMMMIT PARK LP	114,665	114,689	114,689
AG OPPORTUNITY WHOLE LOAN SELECT LP	424,122	244,026	195,342
AIC SPV LLC	21,695	0	0
AJ CAPITAL REAL ESTATE FUND II	706,151	895,223	870,424
ALTAIR - COMMERCIAL REAL ESTATE LENDING FUND II (PRIME) LLC	638,845	854,069	833,234
ALTAIR - COMMERCIAL REAL ESTATE LENDING LLC	1,073,315	0	0
ALTAIR - DIRECT LENDING OPPOR FUND, LP	1,037,762	754,488	748,724
ALTAIR - DSO, LLC	1,182,628	74,132	531,986
ALTAIR - EUROPEAN NPL FUND, LTD	430,829	0	0
ALTAIR - FCO II, LLC	97,979	76,822	68,873
ALTAIR - FCO III, LLC	260,450	185,643	169,256
ALTAIR - GOF III, LLC	293,018	277,048	64,761
ALTAIR - GOLUB CAP VII, LLC	794,336	0	0
ALTAIR - GOLUB CAP VIII, LLC	416,614	0	0
ALTAIR - MULTI-FAMILY FUND IV (GRAYSTAR) LLC	578,754	483,760	681,571
ALTAIR - NET LEASE INCOME FUND, LLC	238,088	185,453	268,807
ALTAIR - REAL ESTATE OPPOR FUND, LLC	101,531	39,651	28,516
ALTAIR - SPECIAL SITS FUND II-A, LLC	1,091,730	1,024,125	719,042
ALTAIR EUROPEAN REAL ESTATE OPPPORTUNITY FUND	347,121	355,942	364,194
ALTAIR OH XIII LLC	33,750	31,882	45,050
ALTAIR SPECIAL OPPOR FUND II, LLC	117,760	110,899	98,011
ALTAIR SPECIAL OPPOR FUND III (C5) LLC	631,929	605,697	361,932
ALTAIR SPECIAL OPPORS FUND, LLC	88,791	81,492	58,482
AUSTIN 03-17 JV LLC	398,281	353,058	353,058
AWA FUND 2 LLC	480,255	0	0
AWA FUND 3 LLC	0	386,202	571,851
BRIDGE MULTIFAMILY & COMMERCIAL OFFICT INT'L-A FUND III LP	762,318	774,458	1,045,576
BRIDGE SENIOR HOUSING CO-INVESTMENT FUND II	315,123	580,739	612,314
FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	364,088	545,365	541,677
FORTRESS REAL ESTATE OPPOR FUND (B) LP	94,048	45,499	46,112

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FORTRESS REAL ESTATE OPPOR FUND II (B) LP	602,835	425,133	505,823
GARRISON OPPORTUNITY FUND LLC	53,165	37,767	3,027
GOLUB CAPITAL PARTNERS INT'L 10	607,726	685,737	894,654
GOLUB CAPITAL PARTNERS INT'L 11	0	171,383	178,617
GOLUB CAPITAL PARTNERS INT'L 9 LP	718,105	652,469	728,335
GRADUATE HOTELS REAL ESTATE FUND III	0	255,970	255,970
HEATHERWILDE 45 2017 LP	50,000	224,238	224,238
JP MORGAN OTHER INVESTMENTS	-370,102	-747,210	-747,210
LANDMARK CONSERVANCY LLC	65,348	23,148	23,148
LANDMARK SOUTHPARK APARTMENTS, LP	1,554	0	0
NET LEASE PRIVATE REIT IX	1,000,000	1,000,000	28,323
NET LEASE PRIVATE REIT X	736,000	757,273	757,273
NET LEASE PRIVATE REIT XI	0	14,000	14,000
OH BULVERDE LP	500,000	500,000	500,000
OH ELMONT LP	382,566	334,966	334,966
OH FOREMOST LP	0	350,000	350,000
OH LENOX SPRINGS INVESTMENTS, LP	100,000	100,000	100,000
OH MIDDLEBROOK LP	0	300,000	300,000
OH WE4ST 5TH INVESTMENTS LLC	299,997	300,003	300,003
OVATION ALTERNATIVE INCOME FUND, LP	1,263,156	1,279,057	1,263,749
Q-BLK CO INV FUND II	253,581	238,593	278,866
SENIOR HOUSING ROC MAIN FUND	601,237	572,867	623,192
SPC OPPORTUNITIES PARALLEL FEEDER FUND LP	0	321,083	321,083
STONEHILL STRATEGIC HOTEL CREDIT OPPOR FUND	153,382	331,578	335,933

TY 2018 Other Decreases Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Description	Amount
FEDERAL INCOME TAXES	266,089

TY 2018 Other Expenses Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	1,977	0		1,977
OFFICE SUPPLIES	972	0		972
COMPUTER SERVICES	6,905	0		6,905
INSURANCE	8,351	0		8,351
BANK FEES	176	0		176
POSTAGE AND DELIVERY	38	0		38
SUBSCRIPTIONS	963	0		963
MEMBERSHIP DUES	40	0		40
EQUIPMENT EXPENSES	16,246	0		16,246
AJ CAPITAL REAL ESTATE FUND II LP	1,368	1,368		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS - ALTAIR - COMMERCIAL REAL ESTATE LENDING FUND II, LLC	12,304	12,304		0
PORTFOLIO DEDUCTIONS - ALTAIR - COMMERCIAL REAL ESTATE LENDING FUND, LLC	1,165	1,165		0
PORTFOLIO DEDUCTIONS - ALTAIR - DIRECT LENDING FUND, LLC	9,836	9,836		0
PORTFOLIO DEDUCTIONS - ALTAIR - DSO, LLC	13,017	13,017		0
PORTFOLIO DEDUCTIONS - ALTAIR - FCO II, LLC	3,783	3,783		0
PORTFOLIO DEDUCTIONS - ALTAIR - FCO III, LLC	6,828	6,828		0
PORTFOLIO DEDUCTIONS - ALTAIR - GOF III, LLC	1,859	1,859		0
PORTFOLIO DEDUCTIONS - ALTAIR - GOLUB CAP VII, LLC	1,171	1,171		0
PORTFOLIO DEDUCTIONS - ALTAIR - GOLUB CAP VIII, LLC	2,928	2,928		0
PORTFOLIO DEDUCTIONS - ALTAIR - MULTI-FAMILY OPPOR FUND IV (GREYSTAR), LLC	9,102	9,102		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS - ALTAIR - NET LEASE INCOME FUND, LLC	4,810	4,810		0
PORTFOLIO DEDUCTIONS - ALTAIR - OH XIII, LLC	6,390	6,390		0
PORTFOLIO DEDUCTIONS - ALTAIR - REAL ESTATE OPPOR FUND, LLC	2,518	2,518		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND II, LLC	2,961	2,961		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND, LLC	2,464	2,464		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL OPPOR FUND III (C5), LLC	5,338	5,338		0
PORTFOLIO DEDUCTIONS - ALTAIR - SPECIAL SITS FUND II-A, LLC	21,996	21,996		0
PORTFOLIO DEDUCTIONS - FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	6,410	6,410		0
PORTFOLIO DEDUCTIONS - FORTRESS REAL ESTATE OPPOR FUND (B) LP	2,537	2,537		0
PORTFOLIO DEDUCTIONS - FORTRESS REAL ESTATE OPPOR FUND II B	14,220	14,220		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS - GARRISON OPPORTUNITY FUND LLC	1,192	1,192		0
PORTFOLIO DEDUCTIONS -- GRADUATE HOTELS FUND III	1,241	1,241		0
PORTFOLIO DEDUCTIONS - OVATION ALTERNATIVE INCOME FUND LP	54,613	54,613		0
PORTFOLIO DEDUCTIONS - Q-BLK CO-INVESTMENT FUND II, LP	6,279	6,279		0
PORTFOLIO DEDUCTIONS - STONEHILL STRATAGIC HOTEL SR OPPOR FUND	19,565	8,840		0
CHARITABLE CONTRIBUTION - AJ CAPITAL REAL ESTATE FUND II	15	15		0
CHARITABLE CONTRIBUTION - Q-BLK CO-INVESTMENT FUND II LP	9	9		0
ROYALTY DEDUCTIONS - ALTAIR - SPECIAL SITUATIONS FUND II-A	0	33		0

TY 2018 Other Income Schedule

Name: TOPFER FAMILY FOUNDATION

EIN: 74-2961304

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
2017 SUMMIT PARK	24	24	24
AJ CAPITAL REAL ESTATE FUND II LP	-351	0	-351
ALTAIR DIRECT LENDING FUND LLC	14,178	14,178	14,178
ALTAIR - FCO II, LLC	57	57	57
ALTAIR - FCO III, LLC	8,735	8,732	8,735
ALTAIR - REAL ESTATE OPPOR FUND, LLC	-1,850	-50	-1,850
ALTAIR - SPECIAL OPPOR FUND II, LLC	3,586	3,586	3,586
ALTAIR - SPECIAL SITS FUND II-A, LLC	12,180	12,177	12,180
AUSTIN 03-17 JV	-45,181	-4,570	-45,181
AWA FUND 2	-76,495	-74,710	-76,495
AWA FUND 3	-7,654	-7,654	-7,654
FORTRESS CREDIT OPPORTUNITIES FUND IV (B) LP	13,943	13,634	13,943
FORTRESS REAL ESTATE OPPOR FUND (B) LP	-627	-627	-627
FORTRESS REAL ESTATE OPPOR FUND II (B) LP	64,081	57,477	64,081
GARRISON OPPORTUNITY FUND LLC	-218	-119	-218
LANDMARK CONSERVANCY APARTMENTS LP	-15,971	-15,971	-15,971
LANDMARK SOUTHPARK APARTMENTS, LP	903	903	903
OH ELMONT	-45,514	-45,514	-45,514
OH LENOX SPRINGS	-10,073	-10,073	-10,073
OH WEST 5TH INVESTMENTS	6	6	6

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OVATION ALTERNATIVE INCOME FUNC	34,482	23,630	34,482
Q-BLK CO-INVESTMENT FUND II, LP	5,687	6,375	5,687
STONEHILL STRATEGIC HOTEL CREDIT OPPOR	-171	-171	-171
NET RENTAL INCOME	200,821	200,821	200,821
NET RENTAL INCOME	-200,821	-200,821	-200,821

TY 2018 Other Increases Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Description	Amount
BOOK-TAX DIFFERENCES	250,056
BOOK-TAX DIFFERENCES	116,917

TY 2018 Other Professional Fees Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	120,837	120,837		0

TY 2018 Taxes Schedule**Name:** TOPFER FAMILY FOUNDATION**EIN:** 74-2961304

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,572	2,572		0