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Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

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

Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

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

Name of foundation  
DUFFEY FAMILY FOUNDATION

A Employer identification number  
82-3430753

Number and street (or P.O. box number if mail is not delivered to street address)  
21421 WIDGEON TERRACE

Room/suite

B Telephone number (see instructions)  
(847) 219-5436

City or town, state or province, country, and ZIP or foreign postal code  
FT MYERS BEACH, FL 33931

C If exemption application is pending, check here

G Check all that apply  

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

D 1. Foreign organizations, check here  
2. Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization  

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

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) \$ 3,253,457

J Accounting method  

Cash

Accrual

Other (specify)

(Part I, column (d) must be on cash basis)

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

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check If the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities 91,541 91,541

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10 -45,966

b Gross sales price for all assets on line 6a 3,660,128

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11 45,575 91,541

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) 13,195 13,195

24 Total operating and administrative expenses. Add lines 13 through 23 13,195 0 13,195

25 Contributions, gifts, grants paid 0 0

26 Total expenses and disbursements. Add lines 24 and 25 13,195 0 13,195

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements 32,380

b Net investment income (if negative, enter -0-) 91,541

c Adjusted net income (if negative, enter -0-)

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2018)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing . . . . .					
	2	Savings and temporary cash investments . . . . .		229,262		229,262	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable . . . . .					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use . . . . .					
	9	Prepaid expenses and deferred charges . . . . .					
	10a	Investments—U S and state government obligations (attach schedule)		99,421		99,994	
	b	Investments—corporate stock (attach schedule) . . . . .	3,481,996	1,755,973		1,538,154	
	c	Investments—corporate bonds (attach schedule) . . . . .		1,429,720		1,386,047	
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	3,481,996	3,514,376		3,253,457		
Liabilities	17	Accounts payable and accrued expenses . . . . .					
	18	Grants payable . . . . .					
	19	Deferred revenue . . . . .					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule) . . . . .					
	22	Other liabilities (describe ▶ _____)					
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	24	Unrestricted . . . . .	3,481,996	3,514,376			
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>						
	27	Capital stock, trust principal, or current funds . . . . .					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	3,481,996	3,514,376				
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	3,481,996	3,514,376				

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 3,481,996
2	Enter amount from Part I, line 27a . . . . .	2 32,380
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3 . . . . .	4 3,514,376
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 3,514,376

**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 )
<b>1 a</b> 51 800 SH SIX FLAGS ENT CORP	D	2012-02-13	2018-01-12
<b>b</b> T MOBILE USA NOTE CALL	P	2018-05-22	2018-05-22
<b>c</b> SEE ATTACHMENT 3	P	2010-10-10	2018-10-10
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 3,444,976		3,481,996	-37,020
<b>b</b> 69			69
<b>c</b> 215,083		224,098	-9,015
<b>d</b>			
<b>e</b>			

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	
<b>a</b>			-37,020
<b>b</b>			69
<b>c</b>			-9,015
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	-45,966
<b>3</b> 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		<b>3</b>	

**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			
2016			
2015			
2014			
2013			

<b>2</b> Total of line 1, column (d)	<b>2</b>	
<b>3</b> 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	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	<b>4</b>	
<b>5</b> Multiply line 4 by line 3	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	
<b>7</b> Add lines 5 and 6	<b>7</b>	
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	1,831
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	1,831
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	1,831
<b>6</b>	Credits/Payments		
<b>a</b>	2018 estimated tax payments and 2017 overpayment credited to 2018	<b>6a</b>	
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	71
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>	<b>9</b>	1,902
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2019 estimated tax</b> <b>▶</b> <b>Refunded</b> <b>▶</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</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>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <b>▶</b> \$ _____ <b>(2)</b> On foundation managers <b>▶</b> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>▶</b> \$ _____		
<b>2</b> 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>	<b>2</b>	No
<b>3</b> 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> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	No
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> 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> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>▶</b> FL _____		
<b>b</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> .	<b>8b</b>	Yes
<b>9</b> 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> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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. . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ▶ <u>JOHN DUFFEY</u> Telephone no ▶ <u>(847) 219-5436</u>			

Located at ▶ 21421 WIDGEON TERRACE FORT MYERS BEACH FL ZIP+4 ▶ 33931


<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <u>15</u>			
<b>16</b>	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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
	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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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. . . . . <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<b>c</b>	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? . . . . . <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	If "Yes," list the years ▶ 2017, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	<b>2b</b>	<b>Yes</b>	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</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 ). . . . .	<b>3b</b>		<b>No</b>
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to		<b>Yes</b>	<b>No</b>
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.		<b>5b</b>	<b>No</b>
	Organizations relying on a current notice regarding disaster assistance check here. 	<input type="checkbox"/>		
<b>c</b>	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>6b</b>	<b>No</b>
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes" to 6b, file Form 8870			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>7b</b>	<b>No</b>
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>8</b>	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
JOHN M DUFFEY 21421 WIDGEON TERRACE FORT MYERS BEACH, FL 33931	Director 2 00	0		
REBECCA J DUFFEY 21421 WIDGEON TERRACE FORT MYERS, FL 33931	Director 2 00	0		

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

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

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

**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. . . . . ►

**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
<b>1</b>	

**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
<b>1</b>	

**Total.** Add lines 1 through 3 . . . . . ►

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	3,427,512
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	0
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	3,427,512
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	3,427,512
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	51,413
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,376,099
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	168,805

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	168,805
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	1,831
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	1,831
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	166,974
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	166,974
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	166,974

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	13,195
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	13,195
<b>5</b>	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.	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	13,195

**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
<b>1</b> Distributable amount for 2018 from Part XI, line 7				166,974
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			33,966	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .				
<b>b</b> From 2014. . . . .				
<b>c</b> From 2015. . . . .				
<b>d</b> From 2016. . . . .				
<b>e</b> From 2017. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 13,195				
<b>a</b> Applied to 2017, but not more than line 2a			13,195	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			20,771	
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				166,974
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .				
<b>b</b> Excess from 2015. . . . .				
<b>c</b> Excess from 2016. . . . .				
<b>d</b> Excess from 2017. . . . .				
<b>e</b> Excess from 2018. . . . .				

**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)

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

**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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
<b>Total . . . . .</b>			<b>▶ 3a</b>	
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	

## Enter gross amounts unless otherwise indicated

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

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed to the taxpayer's income.

Form **990-PF** (2018)

## Part XVII

	Yes	No
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<b>1a(1)</b>	<b>No</b>
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1a(2)	No
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<b>1b(1)</b>	<b>No</b>
--------------	-----------

<b>1b(2)</b>	<b>No</b>
--------------	-----------

<b>1b(3)</b>		<b>No</b>
--------------	--	-----------

<b>1b(4)</b>		<b>No</b>
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<b>1b(5)</b>	<b>No</b>
--------------	-----------

<b>1b(6)</b>		<b>No</b>
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1c		No
----	--	----

value  
ue


[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

<b>Sign Here</b> 	*****	2019-11-15	*****	<div style="border: 1px solid black; padding: 5px;">             May the IRS discuss this return with the preparer shown below              (see instr.)? <input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b> </div>
	Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	John G Sotos			
	Firm's name ► JOHN G SOTOS AND ASSOCIATES LLC			
	Firm's EIN ► 33-1151080			
	Firm's address ► 1019 W WISE RD STE 100 SCHAUMBURG, IL 601933754			Phone no (847) 524-4720

**TY 2018 Other Expenses Schedule****Name:** DUFFEY FAMILY FOUNDATION**EIN:** 82-3430753**Software ID:** 18007218**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKER FEES	13,195			13,195

**Holdings**

ATTACHMENT 1  
CORPORATE STOCK  
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**Stocks**

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est Annual Income (EAI)	Est Yield (EY)
<b>Common Stock</b>							
EATON CORP PLC COM(ETN)	350 000	\$68.6600	\$24,031.00	\$27,451.46	-\$3,420.46	\$924.00	3.850%
MEDTRONIC PLC USD0.0001(MDT)	250 000	90.9600	22,740.00	20,786.17	1,953.83	490.00	2.150
AT&T INC COM USD1(T)	1,595 000	28.5400	45,521.30	56,909.43	-11,388.13	3,253.80	7.150
AIR TRANS SVCS GROUP INC COM(ATSG)	1,300.000	22.8100	29,653.00	29,152.49	500.51	-	-
ALLETE INC COM NEW(ALE)	300 000	76.2200	22,866.00	21,442.06	1,423.94	672.00	2.940
ALLSTATE CORP(ALL)	475 000	82.6300	39,249.25	46,770.73	-7,521.48	874.00	2.230
ALPHABET INC CAP STK CL C(GOOG)	15 000	1,035.6100	15,534.15	15,601.03	-66.88	-	-
APPLE INC(AAPL)	275 000	157.7400	43,378.50	48,205.82	-4,827.32	803.00	1.850
AVNET INC(AVT)	900.000	36.1000	32,490.00	37,725.57	-5,235.57	720.00	2.220
BECTON DICKINSON CO(BDX)	120.000	225.3200	27,038.40	26,242.02	796.38	369.60	1.370



## Holdings

*CORPORATE STOCKS*

### Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
<b>Common Stock (continued)</b>							
CBS CORP NEW CL B(CBS)	500 000	43 7200	21,860 00	28,033.20	-6,173 20	360 00	1 650
CNA FINL CORP(CNA)	650 000	44.1500	28,697 50	32,685.29	-3,987.79	910 00	3 170
CAESARS ENTMT CORP COM(CZR)	4,100 000	6 7900	27,839 00	41,414 97	-13,575 97	-	-
CHEMICAL FINANCIAL CORPORATION (CHFC)	450 000	36 6100	16,474 50	23,725.60	-7,251 10	612 00	3,710
CHEVRON CORP NEW COM(CVX)	300 000	108 7900	32,637 00	37,533 61	-4,896.61	1,344 00	4,120
CITIGROUP INC COM NEW(C)	700 000	52.0800	36,442 00	51,526.14	-15,084 14	1,260 00	3 460
COMERICA INC(CMA)	400 000	68 6900	27,476 00	36,272 12	-8,796 12	960 00	3 490
CYPRESS SEMICONDUCTR CORP(CY)	2,600 000	12 7200	33,072 00	41,312 30	-8,240.30	1,144 00	3 460
DIAMONDBACK ENERGY INC COM USD0.01 (FANG)	257 000	92 7000	23,823 90	23,841 92	-18 02	128 50	0 540
DISNEY WALT CO(DIS)	300 000	109.6500	32,895 00	32,147 63	747 37	528 00	1 610
DISCOVER FINL SVCS(DFS)	450 000	58 9800	26,541 00	33,924 92	-7,383 92	720 00	2 710
EVERSOURCE ENERGY COM(ES)	400 000	65 0400	26,016 00	24,791 85	1,224 15	808 00	3 110
EXXON MOBIL CORP(XOM)	500 000	68 1900	34,095 00	39,929.81	-5,834 81	1,640 00	4 810
GOODYEAR TIRE & RUBBER CO(GT)	1,000 000	20 4100	20,410 00	32,261 33	-11,851 33	640 00	3 140
HCA HEALTHCARE INC COM(HCA)	150 000	124 4500	18,667 50	13,202 04	5,465 46	210 00	1 120
HP INC COM(HPQ)	1,300 000	20 4600	26,598 00	28,610 05	-2,012 05	833 04	3 130
HARRIS CORP DEL(HRS)	150 000	134 6500	20,197 50	22,954 64	-2,757.14	411 00	2 030
JPMORGAN CHASE & CO(JPM)	400 000	97 6200	39,048 00	44,354 60	-5,306 60	1,280 00	3 280
LAM RESEARCH CORP(LRCX)	210 000	136 1700	28,595 70	40,000 28	-11,404 58	924 00	3 230
MASCO CORP(MAS)	1,100 000	29 2400	32,164 00	33,259 11	-1,095 11	528 00	1 640
MONDELEZ INTL INC COM(MDLZ)	1,200 000	40 0300	48,036 00	50,541 91	-2,505 91	1,248 00	2 600
MORGAN STANLEY(MS)	700 000	39 6500	27,755 00	37,209 71	-9,454.71	840 00	3 030
OCCIDENTAL PETROLEUM CORP(OXY)	400 000	61 3800	24,552 00	29,215 03	-4,663 03	1,248 00	5 080
OLD LINE BANCSHARES INC COM USD10 (OLBK)	500 000	26 3200	13,160 00	16,905 15	-3,745.15	200 00	1 520
PNC FINL SVCS GROUP(PNC)	300 000	116 9100	35,073 00	40,992 24	-5,919 24	1,140 00	3 250
PNM RESOURCES INC(PNM)	800 000	41 0900	32,872 00	29,974 74	2,897 26	928 00	2 820
PEPSICO INC(PEP)	400 000	110 4800	44,192 00	44,077 23	114 77	1,484 00	3 360
PHILLIPS 66 COM(PSX)	350 000	86 1500	30,152 50	34,023 02	-3,870 52	1,120 00	3,710
RPM INTL INC FORMERLY RPM INC OHIO TO 10/11/2002 (RPM)	300 000	58.7800	17,634 00	15,066 75	2,567 25	420 00	2 380



*ATTACHMENT 1*  
*PAGE 2/3*



**Holdings**

*CORPORATE STOCKS*

Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
<b>Common Stock (continued)</b>							
RAYMOND JAMES FINANCIAL INC COM(RJF)	450,000	74.4100	33,484.50	39,418.49	-5,933.99	612.00	1.830
RAYTHEON CO COM NEW(RTN)	150,000	153.3500	23,002.50	29,414.00	-6,411.50	520.50	2.260
RELIANCE STEEL AND ALUMINUM CO(RS)	325,000	71.1700	23,130.25	28,363.76	-5,233.51	650.00	2.810
SOUTHWEST AIRLINES CO(LUV)	600,000	46.4800	27,888.00	33,614.12	-5,726.12	384.00	1.380
STONERIDGE INC(SRI)	800,000	24.6500	19,720.00	20,615.16	-895.16	-	-
THOR INDS INC(THO)	400,000	52.0000	20,800.00	46,358.53	-25,558.53	624.00	3.000
UNITED CONTINENTAL HOLDINGS INC COM USD0 01 (UAL)	550,000	83.7300	46,051.50	39,707.95	6,343.55	-	-
WASTE MANAGEMENT INC(WM)	300,000	88.9900	26,697.00	25,347.99	1,349.01	558.00	2.090
WESTERN DIGITAL CORP DEL(WDC)	500,000	36.9700	18,485.00	39,119.10	-20,634.10	1,000.00	5.410
Total Common Stock (42% of account holdings)			\$1,368,736.45	\$1,592,033.07	-\$223,296.62	\$36,323.44	
<b>Preferred Stock</b>							
CITIGROUP INC DEP 6.87500% PFD (CPRK)	2,000,000	\$26.2200	\$52,440.00	\$54,450.00	-\$2,010.00	\$3,437.50	6.560%
WELLS FARGO CO NEW PERP PFD CNV A 7.50000% (WFCPRL)	50,000	1,261.9000	63,095.00	63,188.91	-93.91	3,750.00	5.940
Total Preferred Stock (4% of account holdings)			\$115,535.00	\$117,638.91	-\$2,103.91	\$7,187.50	

*STORE CAP (STOR) 800 28.31 22.648 19.866*  
*WEIL TOWER INC (WEIL) 450 69.41 31.235 26.435*  
*1,538,154 1,755,973*

*ATTACHMENT 1*

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## Holdings

CORPORATE BONDS

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value Accrued Interest (AI)	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
<b>Corporate Bonds (continued)</b>								
BANK AMER CORP	04/21/20	50,000 000	98 9310	49,465 50 218 75	49,762 00 <sup>B</sup>	-296 50	1,125 00	2 250
FIXED COUPON MOODYS A3 S&P A- SEMIANNUALLY CUSIP 06051GFN4								
MARATHON OIL CORP NOTE CALL	06/01/20	50,000 000	98.5220	49,261 00 112 50	49,798.50 <sup>B</sup>	-537 50	1,350 00	2 700
MAKE WHOLE								
FIXED COUPON MOODYS Baa1 S&P BBB- SEMIANNUALLY NEXT CALL DATE 05/01/2020 CONT CALL 05/01/2020 MAKE WHOLE CALL CUSIP: 565849AN6								
MORGAN STANLEY MTN	06/16/20	50,000.000	99 3500	49,675 00 58.33	49,632.50 <sup>B</sup>	42 50	1,400 00	2 800
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY CUSIP 61761JB32								
AMERICAN EXPRESS CO NOTE	10/30/20	50,000 000	98 1950	49,097 50 186 39	49,497 00 <sup>B</sup>	-399 50	1,100 00	2 200
FIXED COUPON MOODYS A3 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 09/29/2020 CONT CALL 09/29/2020 CUSIP 025816BP3								
CAPITAL ONE FINL CORP NOTE	10/30/20	50,000 000	97 9020	48,951 00 203 33	49,551.00 <sup>B</sup>	-600.00	1,200 00	2 400
FIXED COUPON MOODYS Baa1 S&P BBB SEMIANNUALLY NEXT CALL DATE 09/30/2020 CONT CALL 09/30/2020 CUSIP: 14040HBR5								
ENERGY TRANSFER PRTRNS L P	06/01/21	50,000 000	101 7390	50,869.50 193.75	51,205 62 <sup>B</sup>	-336 12	2,325 00	4 650
NOTE								
FIXED COUPON MOODYS Baa3 S&P BBB- SEMIANNUALLY NEXT CALL DATE 03/01/2021 CONT CALL 03/01/2021 MAKE WHOLE CALL CUSIP 29273RAN9								
MONSANTO CO NEW NOTE CALL	07/15/21	50,000.000	97 5400	48,770 00 634 03	48,922.00 <sup>B</sup>	-152 00	1,375 00	2 750
MAKE WHOLE								
FIXED COUPON MOODYS Baa1 S&P BBB SEMIANNUALLY MAKE WHOLE CALL CUSIP 61166WAT8								
HEWLETT PACKARD CO NOTE	09/15/21	50,000.000	102 0050	51,002 50 644 10	51,872 11 <sup>B</sup>	-869 61	2,187 50	4 375
CALL MAKE WHOLE								
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY MAKE WHOLE CALL CUSIP 428236BQ5								
SUNTRUST BKS INC NOTE	01/27/22	50,000 000	97 5290	48,764 50 577 50	49,597.50 <sup>B</sup>	-833 00	1,350 00	2 700
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 12/27/2021 CONT CALL 12/27/2021 CUSIP 867914BM4								
ACTAVIS FUNDING SCS NOTE	03/15/22	50,000 000	98 4043	49,202.13 507 92	49,168 50 <sup>B</sup>	33 63	1,725 00	3 450
CALL MAKE WHOLE								
FIXED COUPON MOODYS Baa3 S&P BBB SEMIANNUALLY NEXT CALL DATE 01/15/2022 CONT CALL 01/15/2022 MAKE WHOLE CALL CUSIP: 00507UAR2								
DEVON ENERGY CORP NEW NOTE	05/15/22	50,000 000	97 4450	48,722 50 207 64	49,922 00 <sup>B</sup>	-1,199 50	1,625 00	3 250
FIXED COUPON MOODYS Baa1 S&P BBB SEMIANNUALLY NEXT CALL DATE 02/15/2022 CONT CALL 02/15/2022 MAKE WHOLE CALL CUSIP: 25179MAP8								

General Electric 50,000 76.50 38,250 50,000



CORPORATE BONDS

ATTACHMENT 2

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**Holdings**

*CORPORATE BONDS*

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value Accrued Interest (AI)	Total Cost Basis	Unrealized Gain/Loss	Est Annual Income (EAI)	Coupon Rate
<b>Corporate Bonds (continued)</b>								
UNITED CONTL HLDGS INC NOTE	10/01/22	50,000 000	96 5000	48,250 00 531 25	48,925 00 <sup>B</sup>	-675 00	2,125 00	4 250
FIXED COUPON MOODYS Baa3 S&P BB SEMIANNUALLY MAKE WHOLE CALL CUSIP: 910047AJ8								
CONAGRA BRANDS INC NOTE	01/25/23	25,000 000	97 0430	24,260 75 346.67	24,086.75 <sup>B</sup>	174 00	800 00	3 200
CALL MAKE WHOLE								
FIXED COUPON MOODYS Baa3 S&P BBB SEMIANNUALLY NEXT CALL DATE 10/25/2022 CONT CALL 10/25/2022 MAKE WHOLE CALL CUSIP: 205887BR2								
AT&T INC NOTE CALL MAKE	02/17/23	50,000.000	99.3800	49,690 00 670 00	50,705 47 <sup>B</sup>	-1,015 47	1,800 00	3 600
WHOLE								
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY NEXT CALL DATE 12/17/2022 CONT CALL 12/17/2022 MAKE WHOLE CALL CUSIP: 00206RCS9								
CAMPBELL SOUP CO NOTE CALL	03/15/23	50,000 000	97 5540	48,777 00 537 36	49,909 50 <sup>B</sup>	-1,132 50	1,825 00	3 650
MAKE WHOLE								
FIXED COUPON MOODYS Baa2 S&P BBB- SEMIANNUALLY NEXT CALL DATE 02/15/2023 CONT CALL 02/15/2023 MAKE WHOLE CALL CUSIP: 134429BE8								
ALLSTATE CORP MTN	03/29/23	50,000.000	97 9540	48,977 00 8.38	50,228 43 <sup>B</sup>	-1,251.43	1,512 27	3.433
FLOATING COUPON MOODYS A3 S&P A- QUARTERLY CUSIP: 020002BF7								
UNITED PARCEL SERVICE INC	04/01/23	50,000 000	99 4040	49,702 00 359.70	50,025 43 <sup>B</sup>	-323 43	1,426 95	2 846
NOTE								
FLOATING COUPON MOODYS A1 S&P A+ QUARTERLY CUSIP: 911312BJ4								
GENERAL MTRS FINL CO INC	05/09/23	50,000.000	95 1430	47,571.50 267 22	50,466 54 <sup>B</sup>	-2,897 04	1,850 00	3 700
NOTE								
FIXED COUPON MOODYS Baa3 S&P BBB SEMIANNUALLY NEXT CALL DATE 03/09/2023 CONT CALL 03/09/2023 MAKE WHOLE CALL CUSIP: 37045XBK1								
L3 TECHNOLOGIES INC NOTE	06/15/23	50,000.000	100 1550	50,077.50 85.56	49,916 00 <sup>B</sup>	161 50	1,925 00	3 850
CALL MAKE WHOLE								
FIXED COUPON MOODYS Baa3 S&P BBB- SEMIANNUALLY NEXT CALL DATE 05/15/2023 CONT CALL 05/15/2023 MAKE WHOLE CALL CUSIP: 502413BF3								
HCP INC NOTE CALL MAKE	11/15/23	50,000 000	100 1530	50,076 50 271.53	51,987 52 <sup>B</sup>	-1,911 02	2,125 00	4 250
WHOLE								
FIXED COUPON MOODYS Baa2 S&P BBB+ SEMIANNUALLY NEXT CALL DATE 08/15/2023 CONT CALL 08/15/2023 MAKE WHOLE CALL CUSIP: 40414LAJ8								
WILLIAMS COS INC DEL NOTE	06/24/24	50,000 000	100 9710	50,485 50 44.24	50,000.00 <sup>B</sup>	485 50	2,275 00	4 550
CALL MAKE WHOLE								
FIXED COUPON MOODYS Baa3 S&P BBB SEMIANNUALLY NEXT CALL DATE 03/24/2024 CONT CALL 03/24/2024 MAKE WHOLE CALL CUSIP: 969457BW9								
DOW CHEM CO NOTE CALL MAKE	10/01/24	50,000 000	96 4930	48,246 50 437.50	50,835.18 <sup>B</sup>	-2,588 68	1,750 00	3 500
WHOLE								
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY NEXT CALL DATE 07/01/2024 CONT CALL 07/01/2024 MAKE WHOLE CALL CUSIP: 260543CJ0								

*PNC FINL SVCS  
GROUP INC B.O*

*50.000 101.625 50,812.50 54,312.50*



*CORPORATE BONDS*

*ATTACHMENT 2*

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**Holdings**

*CORPORATE BONDS*

Bonds (continued)

Description	Maturity	Quantity	Price Per Unit	Total Market Value Accrued Interest (AI)	Total Cost Basis	Unrealized Gain/Loss	Est Annual Income (EAI)	Coupon Rate
<b>Corporate Bonds (continued)</b>								
T MOBILE USA INC NOTE CALL MAKE WHOLE	02/01/26	50,000 000	91.7500	45,875.00 937.50	49,625.00 <sup>B</sup>	-3,750.00	2,250.00	4.500
FIXED COUPON MOODYS Ba2 S&P BB+ SEMIANNUALLY NEXT CALL DATE 02/01/2021 CONT CALL 02/01/2021 MAKE WHOLE CALL CUSIP 87264AAU9				unavailable 937.50	unknown	unknown	2,250.00	4.500
T MOBILE USA INC NOTE	02/01/26	50,000 000						
FIXED COUPON SEMIANNUALLY CUSIP 87299ATT1								
TEVA PHARMACEUTICAL FIN NETH NOTE	10/01/26	50,000 000	76.3220	38,161.00 393.75	40,437.50 <sup>B</sup>	-2,276.50	1,575.00	3.150
FIXED COUPON MOODYS Ba2 S&P BB SEMIANNUALLY MAKE WHOLE CALL CUSIP 88167AAE1								
BECTON DICKINSON & CO NOTE CALL MAKE WHOLE	06/06/27	50,000 000	94.5840	47,292.00 128.47	47,880.00 <sup>B</sup>	-588.00	1,850.00	3.700
FIXED COUPON MOODYS Ba1 S&P BBB SEMIANNUALLY NEXT CALL DATE 03/06/2027 CONT CALL 03/06/2027 MAKE WHOLE CALL CUSIP 075887BV8								
Total Corporate Bonds (39% of account holdings)				\$1,280,285.88	\$1,318,271.55	-\$37,985.67	\$49,982.84	

<i>Accrued Interest</i>	<i>11.018</i>	<i>11.018</i>
<i>Invesco EXCHANGE TRADED FD TR. 11SR</i>	<i>94.743</i>	<i>100.430,92</i>
	<hr/>	<hr/>
	<i>1386.047</i>	<i>1429.720</i>

*CORPORATE BONDS*

*ATTACHMENT 2*

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