

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

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

For calendar year 2019 or tax year beginning , and ending

Name of foundation: EDW & LILLIAN H. BISHOP FDN 007087-000 EDWA
A Employer identification number: 51-6017762
C/O WILMINGTON TRUST COMPANY
B Telephone number: (302) 651-1942
1100 NORTH MARKET STREET DE3-C070
WILMINGTON, DE 19890-0001
Check type of organization: [X] Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$ 12,828,398.
J Accounting method: [X] Cash

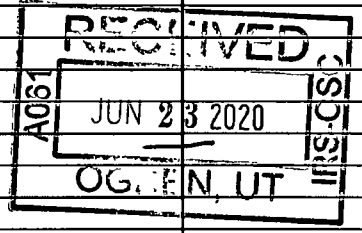
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Part I Analysis of Revenue and Expenses	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check [X] if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	66.	66.		STATEMENT 1
4 Dividends and interest from securities	318,650.	318,650.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	382,512.			
b Gross sales price for all assets on line 6a	991,103.			
7 Capital gain net income (from Part IV, line 2)		382,512.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	701,228.	701,228.		
13 Compensation of officers, directors, trustees, etc	25,808.	0.		25,808.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 3	10,250.	5,125.		5,125.
c Other professional fees STMT 4	17,205.	17,205.		0.
17 Interest				
18 Taxes STMT 5	29,601.	6,666.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	82,864.	28,996.		30,933.
25 Contributions, gifts, grants paid	536,873.			536,873.
26 Total expenses and disbursements. Add lines 24 and 25	619,737.	28,996.		567,806.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	81,491.			
b Net investment income (if negative, enter -0-)		672,232.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		18,590.	9,906.	9,906.
	2	Savings and temporary cash investments		180,266.	182,982.	182,982.
	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				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 6	5,395,606.	5,393,662.	11,329,299.
	c	Investments - corporate bonds	STMT 7	751,724.	846,992.	852,533.
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 8	416,851.	410,965.	453,678.	
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,763,037.	6,844,507.	12,828,398.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds		6,711,053.	6,792,523.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	28	Retained earnings, accumulated income, endowment, or other funds		51,984.	51,984.	
29	Total net assets or fund balances		6,763,037.	6,844,507.		
30	Total liabilities and net assets/fund balances		6,763,037.	6,844,507.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	6,763,037.
2	Enter amount from Part I, line 27a	2	81,491.
3	Other increases not included in line 2 (itemize) ROUNDING	3	1.
4	Add lines 1, 2, and 3	4	6,844,529.
5	Decreases not included in line 2 (itemize) MUTUAL FUND TIMING DIFFERENCE	5	22.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	6,844,507.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SALE OF CAPITAL ASSETS		01/01/19	12/31/19
b	SALE OF CAPITAL ASSETS		01/01/01	12/31/19
c	CAPITAL GAINS DIVIDENDS			
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	309.	307.	2.	
b	989,999.	608,284.	381,715.	
c	795.		795.	
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69
a				
b				
c				
d				
e				
			(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				2.
b				381,715.
c				795.
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	382,512.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

Yes No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	542,874.	11,749,751.	.046203
2017	518,176.	11,109,319.	.046643
2016	527,351.	10,276,131.	.051318
2015	526,765.	10,733,097.	.049079
2014	492,435.	10,658,568.	.046201
2	Total of line 1, column (d)		2 .239444
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 .047889
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5		4 11,908,431.
5	Multiply line 4 by line 3		5 570,283.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 6,722.
7	Add lines 5 and 6		7 577,005.
8	Enter qualifying distributions from Part XII, line 4 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.		8 567,806.

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 <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	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	1	13,445.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3	Add lines 1 and 2	3	13,445.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	13,445.
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	18,520.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	18,520.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,075.
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

N/A

2

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. 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. 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE. 14 The books are in care of WILMINGTON TRUST COMPANY Telephone no. (302) 651-1973 Located at 1100 NORTH MARKET STREET, WILMINGTON, DE ZIP+4 19890. 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A. 16 At any time during calendar year 2019, 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? 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): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) 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 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 2019? 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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years. b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2019?

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

5a During the year, did the foundation pay or incur any amount to:		Yes	No
(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 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 Organizations relying on a current notice regarding disaster assistance, check here	N/A <input type="checkbox"/>	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a 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 Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	X
7a 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 If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<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, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		25,808.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

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	11,598,778.
b	Average of monthly cash balances	1b	491,000.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,089,778.
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	12,089,778.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	181,347.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,908,431.
6	Minimum investment return Enter 5% of line 5	6	595,422.

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	595,422.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	13,445.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,445.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	581,977.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	581,977.
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	581,977.

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	567,806.
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	567,806.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	567,806.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				581,977.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			536,873.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 567,806.				
a Applied to 2018, but not more than line 2a			536,873.	
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 2019 distributable amount				30,933.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (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	0.			
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				551,044.
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 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year		Prior 3 years		(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

**WILMINGTON TRUST COMPANY, ATTN: CARLO LOMBARDI, 302-651-1942
1100 NORTH MARKET STREET DE3-C070, WILMINGTON, DE 19890**

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

LETTER TO TRUSTEE INDICATING AMOUNT REQUESTED AND CHARITABLE PURPOSE

c Any submission deadlines:

APRIL 30TH EACH CALENDAR YEAR

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

GRANTS ARE MADE AS SELECTED BY TRUSTEES

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 Paid during the year				
ALZHEIMER'S DISEASE & RELATED DISORDERS 14010 ROOSEVELT BLVD. #709 CLEARWATER, FL 33762	NONE	PC	GENERAL PURPOSES	5,000.
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET NW ATLANTA, GA 30303	NONE	PC	GENERAL PURPOSES	20,000.
AMERICAN RED CROSS-SW FL CHAPTER 2001 CANTU COURT SARASOTA, FL 34232	NONE	PC	GENERAL PURPOSES	10,000.
ANIMAL NETWORK, INC. 4008 - 39TH STREET WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	10,000.
ANNA MARIA ISLAND ART LEAGUE 5312 HOLMES BOULEVARD HOLMES BEACH, FL 34217	NONE	PC	GENERAL PURPOSES	2,000.
Total	SEE CONTINUATION SHEET(S)			536,873.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ANNA MARIA ISLAND HISTORICAL SOCIETY POST OFFICE BOX 4315 ANNA MARIA, FL 34216	NONE	PC	GENERAL PURPOSES	2,500.
ANNA MARIA ISLAND TURTLE WATCH 2213 AVENUE B BRADENTON BEACH, FL 34217	NONE	PC	GENERAL PURPOSES	2,000.
ART CENTER OF MANATEE 209 - 9TH STREET WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	7,000.
ARTHRITIS FOUNDATION FLORIDA CHAPTER 14499 N. DALE MABRY HWY, #139 TAMPA, FL 33618-2071	NONE	PC	GENERAL PURPOSES	2,000.
BOY SCOUTS OF AMERICA-MANATEE CO 1801 BOY SCOUT DRIVE FORT MYERS, FL 33907	NONE	PC	GENERAL PURPOSES	2,000.
BOY'S & GIRLS CLUB OF MANATEE COUNTY POST OFFICE BOX 280 BRADENTON, FL 34206	NONE	PC	GENERAL PURPOSES	6,100.
BRADENTON CHRISTIAN SCHOOL 3304 - 43RD STREET WEST BRADENTON, FL 34209	NONE	PC	GENERAL PURPOSES	5,000.
BRADENTON ROTARY FOUNDATION, INC. POST OFFICE BOX 1117 BRADENTON, FL 34206	NONE	PC	GENERAL PURPOSES	5,000.
CENTERSTONE OF FLORIDA, INC. 391- 6TH AVENUE WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	4,000.
COMMUNITY COALITION ON HOMELESSNESS 701 - 17TH AVENUE WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	40,000.
Total from continuation sheets				489,873.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY COALITION ON HOMELESSNESS 701 - 17TH AVENUE WEST BRADENTON, FL 34205	NONE	PC	CAPITAL FUND	25,000.
COMMUNITY HAVEN FOR ADULTS & CHILDREN 4405 DESOTO ROAD SARASOTA, FL 34235	NONE	PC	GENERAL PURPOSES	7,500.
CONQUISTADOR HISTORICAL FOUNDATION 6404 MANATEE AVE W STE G BRADENTON, FL 34209	NONE	PC	GENERAL PURPOSES	5,000.
EASTER SEALS SOUTHWEST FLORIDA 350 BRADEN AVENUE SARASOTA, FL 34243	NONE	PC	GENERAL PURPOSES	8,000.
FGCU WINGS OF HOPE PROJECT 6530 N BLUE ANGEL PKWY PENSACOLA, FL 32526	NONE	PC	GENERAL PURPOSES	4,000.
FLORIDA SHERIFFS YOUTH RANCH 751 RYE WILDERNESS TRAIL PARRISH, FL 34219	NONE	PC	GENERAL PURPOSES	1,000.
FLORIDA SOUTHERN COLLEGE 111 LAKE HOLLINGSWORTH DRIVE LAKELAND, FL 33801-5698	NONE	PC	GENERAL PURPOSES	1,000.
FLORIDA STATE UNIVERSITY - COLLEGE OF NURSING 282 CHAMPIONS WAY A2201 UCA TALLAHASSEE, FL 32306	NONE	PC	GENERAL PURPOSES	5,000.
FLORIDA WILDLIFE FEDERATION-SW FL 2590 GOLDEN GATE PARKWAY, #105 NAPLES, FL 34105	NONE	PC	GENERAL PURPOSES	5,000.
FOUNDATION FOR DREAMS, INC. 16110 DREAM OAKS PLACE BRADENTON, FL 34212	NONE	PC	GENERAL PURPOSES	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF THE CENTRAL LIBRARY 1301 BARCARROTA BLOUVD WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	1,000.
FRIENDS OF THE ISLAND LIBRARY 5701 MARINA DR HOLMES BEACH, FL 34217	NONE	PC	GENERAL PURPOSES	1,000.
GIDEONS INTERNATIONAL POST OFFICE BOX 140800 NASHVILLE, TN 37214-0800	NONE	PC	GENERAL PURPOSES	2,000.
HONOR SANCTUARY, INC 4951 LORRAINE ROAD BRADENTON, FL 34211-9269	NONE	PC	GENERAL PURPOSES	5,000.
HUMANE SOCIETY OF MANATEE CO INC 2515 14TH STREET WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	5,000.
INSTRIDE THERAPY INC 1629 RANCH ROAD NOKOMIS, FL 34275	NONE	PC	GENERAL OPERATIONS	2,500.
ISLAND PLAYERS, INC. P. O. BOX 2059 ANNA MARIA, FL 34216	NONE	PC	GENERAL PURPOSES	2,000.
JUNIOR LEAGUE OF MANATEE COUNTY POST OFFICE BOX 14117 BRADENTON, FL 34208	NONE	PC	GENERAL PURPOSES	2,000.
JUST FOR GIRLS/MANATEE CO GIRLS CLUB 3609 59TH STREET WEST BRADENTON, FL 34209	NONE	PC	GENERAL PURPOSES	25,000.
LIBRARY FOUNDATION, INC. 1301 BARCARROTA BLVD. BRADENTON, FL 34205-7599	NONE	PC	GENERAL PURPOSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LITERACY COUNCIL OF MANATEE, INC. 3501 CORTEZ ROAD W STE 6 BRADENTON, FL 34210	NONE	PC	GENERAL PURPOSES	1,000.
MANATEE CHILDREN'S SERVICES, INC. 1227 - 9TH AVENUE WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	5,000.
MANATEE CO AGRICULTURAL MUSEUM, INC. POST OFFICE BOX 1284 PALMETTO, FL 34220	NONE	PC	GENERAL PURPOSES	1,500.
MANATEE COUNTY AUDUBON SOCIETY POST OFFICE BOX 14550 BRADENTON, FL 34280-4550	NONE	PC	GENERAL PURPOSES	1,000.
MANATEE COUNTY FAMILY YMCA 5100 LAKEWOOD RANCH BLVD BRADENTON, FL 34211	NONE	PC	GENERAL PURPOSES	15,000.
MANATEE COUNTY HISTORICAL COMMISSION 1404 MANATEE AVENUE EAST BRADENTON, FL 34208	NONE	PC	GENERAL PURPOSES	5,000.
MANATEE RIVER PRAM FLEET 8107 DESOTA MEMORIAL HWY BRADENTON, FL 34209-9790	NONE	PC	GENERAL PURPOSES	27,500.
MEALS ON WHEELS PLUS OF MANATEE, INC. 1816 9TH STREET WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	15,000.
MOTE MARINE LABORATORY, INC. 1600 KEN THOMPSON PKWY SARASOTA, FL 34236	NONE	PC	GENERAL PURPOSES	15,000.
NAVAL ACADEMY ATHLETIC ASSOCIATION 566 BROWNSON ROAD ANNAPOLIS, MD 21402	NONE	PC	GENERAL PURPOSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PACE CENTER FOR GIRLS OF MANATEE CO. 3508 - 26TH STREET WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	2,500.
PALMA SOLA BOTANICAL PARK FOUNDATION POST OFFICE BOX 14214 BRADENTON, FL 34280-4214	NONE	PC	GENERAL PURPOSES	2,500.
PROJECT LIGHT OF MANATEE 1104 - 14TH STREET WEST BRADENTON, FL 34205	NONE	PC	GENERAL OPERATIONS	2,000.
REFLECTIONS OF MANATEE, INC. 1302 - 4TH AVENUE EAST BRADENTON, FL 34208	NONE	PC	GENERAL PURPOSES	10,000.
S.P.C.A. OF ANNE ARUNDEL COUNTY 1815 BAY RIDGE AVENUE ANNAPOLIS, MD 21403	NONE	PC	GENERAL PURPOSES	10,000.
S.P.C.A. OF MANATEE COUNTY 5718 21ST AVENUE W BRADENTON, FL 34201	NONE	PC	GENERAL PURPOSES	273.
SAINT STEPHEN'S EPISCOPAL 315 41ST ST W BRADENTON, FL 34209	NONE	PC	GENERAL PURPOSES	1,000.
SALVATION ARMY OF MANATEE 1204 - 14TH STREET WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	8,000.
SAVE OUR SEABIRDS, INC. 1708 KEN THOMPSON PARKWAY SARASOTA, FL 34236-1000	NONE	PC	GENERAL PURPOSES	5,000.
SERVICE CLUB OF MANATEE COUNTY POST OFFICE BOX 15435 BRADENTON, FL 34280-5435	NONE	PC	GENERAL PURPOSES	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHEASTERN GUIDE DOGS, INC. 4210 - 77TH STREET EAST PALMETTO, FL 34221	NONE	PC	GENERAL PURPOSES	50,000.
STATE COLLEGE OF FLORIDA FOUNDATION INC 5840 26TH STREET WEST BRADENTON, FL 34207	NONE	PC	GENERAL PURPOSES	50,000.
SUNCOAST YOUTH FOR CHRIST P. O. BOX 123 BRADENTON, FL 34206	NONE	PC	GENERAL PURPOSES	2,000.
THE MANATEE PLAYERS, INC. 502 THIRD AVENUE WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	15,000.
UNITED WAY SUNCOAST 4215 CONCEPT COURT BRADENTON, FL 34211	NONE	PC	GENERAL PURPOSES	25,000.
VAN WEZEL FOUNDATION, INC. 777 NORTH TAMiami TR, 3RD FLR SARASOTA, FL 34236	NONE	PC	GENERAL PURPOSES	1,000.
WILDLIFE INC. 2207 AVENUE B BRADENTON BEACH, FL 34217	NONE	PC	GENERAL PURPOSES	5,000.
WOMEN'S RESOURCE CENTER OF MANATEE 1926 MANATEE AVENUE WEST BRADENTON, FL 34205	NONE	PC	GENERAL PURPOSES	5,000.
YOUNG LIFE OF MANATEE COUNTY POST OFFICE BOX 14876 BRADENTON, FL 34280-4876	NONE	PC	GENERAL PURPOSES	10,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
M&T CHECKING ACCOUNT	66.	66.	
TOTAL TO PART I, LINE 3	66.	66.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN					
DIVIDENDS	795.	795.	0.	0.	
DIVIDENDS	289,774.	0.	289,774.	289,774.	
INTEREST	28,876.	0.	28,876.	28,876.	
TO PART I, LINE 4	319,445.	795.	318,650.	318,650.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,750.	4,375.		4,375.
TAX PREP FEE	1,500.	750.		750.
TO FORM 990-PF, PG 1, LN 16B	10,250.	5,125.		5,125.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	17,205.	17,205.		0.
TO FORM 990-PF, PG 1, LN 16C	17,205.	17,205.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED TAX PAYMENTS	18,520.	0.		0.
FOREIGN TAXES	6,666.	6,666.		0.
PRIOR YEAR EXCISE TAX	4,415.	0.		0.
TOTAL TO FORM 990-PF, PG 1, LN 18	29,601.	6,666.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	5,393,662.	11,329,299.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,393,662.	11,329,299.

FORM 990-PF

CORPORATE BONDS

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	846,992.	852,533.
TOTAL TO FORM 990-PF, PART II, LINE 10C	846,992.	852,533.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	410,965.	453,678.
TOTAL TO FORM 990-PF, PART II, LINE 13		410,965.	453,678.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BEVERLY J PARKER C/O ROBERT BLALOCK 802 11 STREET WEST BRADENTON, FL 34209	CO-TRUSTEE 1.00	0.	0.	0.
BURDETTE R PARENT 1301 6TH AVENUE W, SUITE 600 BRADENTON, FL 34205	CO-TRUSTEE 1.00	0.	0.	0.
ROBERT G BLALOCK 802 11TH STREET W BRADENTON, FL 34209	CO-TRUSTEE 1.00	0.	0.	0.
MARY E PARKER P O BOX 210 BRADENTON, FL 34206	CO-TRUSTEE 1.00	0.	0.	0.
RICHARD W PRATT 1301 6TH AVENUE W, SUITE 600 BRADENTON, FL 34205	CO-TRUSTEE 1.00	0.	0.	0.
WILMINGTON TRUST COMPANY 1100 NORTH MARKET STREET WILMINGTON, DE 19890-0001	CO-TRUSTEE 2.00	25,808.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		25,808.	0.	0.

990-PF

AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS
PART XVII, LINE 2, COLUMN (C)

STATEMENT 10

NAME OF AFFILIATED OR RELATED ORGANIZATION

EDWARD & LILLIAN BISHOP 004327-000

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON TRUSTEES AND CHECKING ACCOUNTS