Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 01-01-2019 , and ending 12-31-2019

Name of foundation
Arizona Eastern Star Foundation

A Employer identification number
86-0131598

Number and street (or P O box number if mail is not delivered to street address)
4251 E Thomas Rd

Room/suite

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code
Phoenix, AZ 850187603

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*) ▶$ 2,928,609

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)	83			
	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	13,752	13,752	13,752	
	5a	Gross rents	105,334	105,334	105,334	
	b	Net rental income or (loss) 105,334				
	6a	Net gain or (loss) from sale of assets not on line 10	20,068			
	b	Gross sales price for all assets on line 6a 140,407				
	7	Capital gain net income (from Part IV, line 2)		20,068		
	8	Net short-term capital gain			309	
	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	139,237	139,154	119,395	
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)	11,136	11,136	11,136	
	b	Accounting fees (attach schedule)	4,310	4,310	4,310	
	c	Other professional fees (attach schedule)	1,000	1,000	1,000	
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	5,219	5,219	5,219	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,681	1,198	731	666
	24	**Total operating and administrative expenses.** Add lines 13 through 23	23,346	22,863	22,396	666
	25	Contributions, gifts, grants paid	95,500			95,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	118,846	22,863	22,396	96,166
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	20,391			
	b	**Net investment income** (if negative, enter -0-)		116,291		
	c	**Adjusted net income** (if negative, enter -0-)			96,999	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing	43,482	50,052	50,052
2	Savings and temporary cash investments	14,334	3,464	3,464
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)			
b	Investments—corporate stock (attach schedule)	647,626	753,837	753,837
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 ▶ 245,145 Less accumulated depreciation (attach schedule) ▶	245,145	245,145	2,119,000
15	Other assets (describe ▶)	2,256	2,256	2,256
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	952,843	1,054,754	2,928,609
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 ▶)		2,000	
23	**Total liabilities**(add lines 17 through 22)	0	2,000	
	Foundations that follow FASB ASC 958, check here ▶ ☑ **and complete lines 24, 25, 29 and 30.**			
24	Net assets without donor restrictions	952,843	1,054,754	
25	Net assets with donor restrictions		-2,000	
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ **and complete lines 26 through 30.**			
26	Capital stock, trust principal, or current funds			
27	Paid-in or capital surplus, or land, bldg , and equipment fund			
28	Retained earnings, accumulated income, endowment, or other funds			
29	**Total net assets or fund balances** (see instructions)	952,843	1,052,754	
30	**Total liabilities and net assets/fund balances** (see instructions)	952,843	1,054,754	

Assets: lines 1–16; Liabilities: lines 17–23; Net Assets or Fund Balances: lines 24–30

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	952,843
2	Enter amount from Part I, line 27a	2	20,391
3	Other increases not included in line 2 (itemize) ▶	3	81,520
4	Add lines 1, 2, and 3	4	1,054,754
5	Decreases not included in line 2 (itemize) ▶	5	2,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	1,052,754

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)
1 a	Publicaly Traded Securities	P		2019-10-19
b	Publicaly Traded Securities			2019-02-14
c	Publicaly Traded Securities	P		2019-12-31
d	Publicaly Traded Securities			2018-12-31
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	90,771		84,607	6,164
b	35,048		35,732	-684
c	13,595			13,595
d	993			993
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				6,164
b				-684
c				13,595
d				993
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	20,068
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	309

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))
2018	57,636	2,814,473	0 020478
2017	28,058	871,415	0 032198
2016	27,539	559,876	0 049188
2015	100,939	589,046	0 17136
2014		798,899	0 0

2	**Total** of line 1, column (d)	2	0 273224
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 054645
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	2,854,481
5	Multiply line 4 by line 3	5	155,983
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,163
7	Add lines 5 and 6	7	157,146
8	Enter qualifying distributions from Part XII, line 4	8	96,166

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	2,326
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	2,326
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	2,326
6	Credits/Payments				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	5,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,674
11	Enter the amount of line 10 to be **Credited to 2020 estimated tax** ▶	**Refunded** ▶		11	2,674

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)	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AZ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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 2019 or the taxable year beginning in 2019? See the instructions for Part XIV If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.	11		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?	13	Yes	

Website address ▶

14 The books are in care of ▶Marsha Young-Treasurer Telephone no ▶(602) 954-9413

Located at ▶4251 E Thomas Rd Phoenix AZ ZIP+4 ▶850187603

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

			Yes	No
16	At any time during calendar year 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?	16		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

				Yes	No
	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?	☐ 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 2019?.		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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019?.	☐ 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 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019).*		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 2019?		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		No
	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		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?		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
Linda Heberling 4251 E Thomas Rd Phoenix, AZ 850187603	President 2 00	0	0	0
David Hattrick 4251 E Thomas Rd Phoenix, AZ 850187603	Vice President 2 00	0	0	0
Ruth Wilmot 4251 E Thomas Rd Phoenix, AZ 850187603	Secretary 2 00	0	0	0
Marsha Young 4251 E Thomas Rd Phoenix, AZ 850187603	Treasurer 2 00	0	0	0

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

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

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

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 See Statement General Explanation Attachment 127-1	96,166
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 NA	0
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	714,483
b	Average of monthly cash balances.	1b	62,211
c	Fair market value of all other assets (see instructions).	1c	2,121,256
d	**Total** (add lines 1a, b, and c).	1d	2,897,950
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,897,950
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	43,469
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,854,481
6	**Minimum investment return.** Enter 5% of line 5.	6	142,724

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	142,724
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	2,326		
b	Income tax for 2019 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	2,326
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	140,398
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	140,398
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	140,398

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	96,166
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	96,166
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	96,166

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					140,398
2 Undistributed income, if any, as of the end of 2019					
a Enter amount for 2018 only.					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2019					
a From 2014.	109,530				
b From 2015.	71,487				
c From 2016.	3,751				
d From 2017.					
e From 2018.					
f **Total** of lines 3a through e.		184,768			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ $ 96,166					
a Applied to 2018, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2019 distributable amount.					96,166
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2019 *(If an amount appears in column (d), the same amount must be shown in column (a))*		44,232			44,232
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		140,536			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020					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)					
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .		65,298			
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a		75,238			
10 Analysis of line 9					
a Excess from 2015. . . .	71,487				
b Excess from 2016. . . .	3,751				
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)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				95,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			03	13,752	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					105,334
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a Bank Reimbursement					
b Deposit forfeit					
c Reimbursement exp					
d Donations					83
e					
12 Subtotal Add columns (b), (d), and (e). .				13,752	105,417

13 **Total.** Add line 12, columns (b), (d), and (e). 13 119,169

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**	Yes	
(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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
1a(1)	18,000	Grnd Chptr of AZ-OES Grnd Asmgly AZ IORG AZ Jobs Dugtr Pgt Fd Grnd Chptr of	See Statement 127-3 See Statement 127-9 See Statement 127-7 See Statement 127-10

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
AZ-OES	501 c10	See Statement 127-8

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee	Date	Title
******	2020-04-30	******

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
Anthony J Bruno CPA		2020-05-11		P00065853

Firm's name ▶ Anthony J Bruno CPA PLLC — Firm's EIN ▶45-3977343

Firm's address ▶ 9008 N Desperado Ct
Fountain Hills, AZ 85268 — Phone no (480) 474-4553

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Grand Chapter of AZ OES 4251 E Thomas Rd Phoenix, AZ 850187603		NC	See Stmt 127-3	18,000
UMOM New Day Centers Inc 333 E Van Buren St Phoenix, AZ 85008		PC	See Stmt 127-5	5,000
Ryan House110 W Muhammad Ali Way Phoenix, AZ 85013		PC	See Stmt 127-5	5,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Fisher House FoundationS 6th Ave Tucson, AZ 85723		PC	See Stmt 127-5	5,000
Childrens Cancer Network 6150 W Chandler Blvd Suite 1 Chandler, AZ 85226		PC	See Stmt 127-5	5,000
Time Out IncPO Box 306 Payson, AZ 85547		PC	See Stmt 127-5	5,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Arizona Masonic Foundation 345 W Monroe St Phoenix, AZ 85003		PC	See Stmt 127-5	5,000
Handi-Dogs Supporting Foundation 755 Montego Dr Tucson, AZ 85710		PC	See Stmt 127-5	3,000
Shriners Hospital for Children 1275 E Fairfax Rd Salt Lake City, UT 84103		PC	See Stmt 127-5	3,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
University of Arizona Foundation 111 N Cherry Ave Tucson, AZ 85721		PC	See Stmt 127-5	5,000
Mohave County Bridge to Recovery PO Box 22560 Bullhead City, AZ 86439		PC	See Stmt 127-5	2,000
Valley View Community Bank 12321 NW Grand Ave El Mirage, AZ 85335		PC	See Stmt 127-5	2,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Yuma Community Food Bank 240 E 24th St Suite A Yuma, AZ 85365		PC	See Stmt 127-5	2,000
Lake Havasu Meals on Wheels 450 Acoma Blvd SO Lake Havasu City, AZ 86406		PC	See Stmt 127-5	2,000
PineStrawberry Food BankPO Box 1534 Pine, AZ 85544		PC	See Stmt 127-5	2,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Mohave Valley Clothe-A-Child 2916 Ladera Dr Bullhead City, AZ 86429		PC	See Stmt 127-5	2,000
Bullhead City Meals on Wheels 2275 Trane Bullhead City, AZ 86442		PC	See Stmt 127-5	2,000
Perry Belmont House-Foundation 1618 New Hampshire Ave NW Washington, DC 20009		PC	See Stmt 127-5	2,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Christine Hudson Gldn Scholarship 5437 W Milada Dr Laveen, AZ 85339	None	I	See Stmt 127-6	1,500
Grand Assembly of AZ IORG 726 N Center St Mesa, AZ 85201		NC	See Stmt 127-9	1,000
Arizona DeMolay State Association 6616 W Side Canyon Trl Phoenix, AZ 85083		PC	See Stmt 127-5	1,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Arizona Jobs Daughter Pageant Fund 726 N Center St Mesa, AZ 85201		NC	See Stmt 127-7	1,000
Grand Chapter of Kentucky 400 N Fourth St Danville, KY 40422		NC	See Stmt 127-10	1,000
Square and Compass Childrens Clini 2600 N Wyatt Dr Tucson, AZ 85712		PC	See Stmt 127-5	5,000
Total . . . . ▶ **3a**				95,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Sister Jose Womens Center 1800 S Kolb Rd Tucson, AZ 85710		PC	See Stmt 127-5	5,000
Tucson Scottish Rite Cthdrl Fundtn PO Box 391 Tucson, AZ 85702		PC	See Stmt 127-5	5,000
Total . . . . ▶ **3a**				95,500

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TY 2019 Accounting Fees Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	4,310	4,310	4,310	0

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

TY 2019 Expenditure Responsibility Statement

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
See Stmt 127-2			0		0				

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TY 2019 General Explanation Attachment

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

General Explanation Attachment

Identifier	Return Reference	Explanation	
1		Form 990PF-General Explanation Attachment 1	Form 990-PF, Part IX-ASummary of Direct Charitable ActivitiesProvide aid and assistance for the needy members of the Order of the Eastern Star through financial assistance and scholarships Support the communities in w hich menbers of the Order of the Eastern Star live through grants to organizations serving those communities and members

General Explanation Attachment

Identifier	Return Reference	Explanation	
2		Form 990PF-General Explanation Attachment 2	Form 990-PF, Part VII-B, Line 5cSee Part XV for the names and addresses of grantees, amount of grant and purpose of grant Each Grantee has expended the funds received All funds w ere used for the charitable purpose for w hich they w ere given The organization monitors use of funds through common connections w ith grantees

General Explanation Attachment

Identifier	Return Reference	Explanation	
3		Form 990PF- General Explanation Attachment 3	Form 990-PF, Part XV, Line 3aRecipient Paid During the YearProvide aid and assistance for the general needy members of the Order of the Eastern Star through financial assistance and scholarships Services are available to members of the Order of the Eastern Star The organization exercised expenditure responsibility over the recipient by obtaining regular reports regarding the uses of the funds and monitoring the activities supported w ith the funds

General Explanation Attachment

Identifier	Return Reference	Explanation	
4		Form 990PF- General Explanation Attachment 4	Form 990PF, Part II, Line 14(c) - Fair Market ValueIn accordance with Treas Reg 53 4942(a)-2 (c)(4)(iv)(b), the organization determined the fair market value of its interest in real property, including improvements thereon, for the reporting period and each of the succeeding 4 taxable years The determination was made by means of a certified, independent appraisal made in writing by a qualified person who is neither a disqualified person with respect to, nor an employee of, the organization The fair market value of $2,119,000 is based upon this determination

General Explanation Attachment

Identifier	Return Reference	Explanation	
5		Form 990PF-General Explanation Attachment 5	Form 990-PF, Part XV, Line 3aRecipient Paid During the YearProvide funding to support the general operations of the recipient, including assistance to the indigent population, support of research and education, and support of the childrens programs

General Explanation Attachment

Identifier	Return Reference	Explanation	
6		Form 990PF-General Explanation Attachment 6	Form 990PF, Part XV, Line 3aRecipient Paid During the YearSupport the Goldenkauf Memorial Scholarship Provided by Grand Chapter of Arizona

General Explanation Attachment

Identifier	Return Reference	Explanation	
7		Form 990PF-General Explanation Attachment 7	Form 990-PF, Part XV, Line 3aRecipient Paid During the YearSupport the Arizona Jobs Pageant Fund that provides financial aid to students through Grand Chapter of Arizona

General Explanation Attachment

Identifier	Return Reference	Explanation	
8		Form 990PF-General Explanation Attachment 8	Form 990-PF, Part XVII, Line 2bDescription of RelationshipsThe organizations board of directors is appointed by the members of the Grand Chapter of Arizona, Order of the Eastern Star and tw o members of the organiztions board of directors also serve in the leadership of the Grand Chapter of Arizona, Order of the Eastern Star

General Explanation Attachment

Identifier	Return Reference	Explanation	
9		Form 990PF-General Explanation Attachment 9	Form 990-PF, Part XV, Line 3aRecipient Paid During the YearSupport youth programs conducted by Grand Assembly of Arizona

General Explanation Attachment

Identifier	Return Reference	Explanation	
10		Form 990PF-General Explanation Attachment 10	Form 990-PF, Part XV, Line 3aRecipient Paid During the YearProvide assistance for maintenance and repairs of historical site for home of Robert Morris, founder of Order of the Eastern Star, operated by Grand Chapter of Kentucky

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TY 2019 Investments Corporate Stock Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Mutual Funds	753,837	753,837

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TY 2019 Land, Etc. Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land - see statement 1274	245,145	0	245,145	0

TY 2019 Legal Fees Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	11,136	11,136	11,136	0

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TY 2019 Other Assets Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Land-FLA	2,256	2,256	2,256

TY 2019 Other Decreases Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Description	Amount
Temporary restricted funds	2,000

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TY 2019 Other Expenses Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Insurance	980	980	490	490
Prorata share of Lease Revenue	0	0	0	0
Postage	201	101	50	50
Licenses and Fees	266	0	133	67
Office Supplies	234	117	58	59

TY 2019 Other Increases Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Description	Amount
Unrealized appreciation on Invstmts	81,520

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TY 2019 Other Liabilities Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Description	Beginning of Year - Book Value	End of Year - Book Value
Reserve for grant directed by	0	2,000
new president	0	0

TY 2019 Other Professional Fees Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Appraisal	1,000	1,000	1,000	0

TY 2019 Taxes Schedule

Name: Arizona Eastern Star Foundation

EIN: 86-0131598

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Excise Tax Payments	5,219	5,219	5,219	0
Property Taxes	0	0	0	0