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

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: SCAIFE FAMILY FOUNDATION

A Employer identification number: 25-1427015

Number and street (or P O box number if mail is not delivered to street address): 777 S FLAGLER DRIVE, EAST TOWER,

Room/suite: STE 909

B Telephone number (see instructions): (561) 659-1188

City or town, state or province, country, and ZIP or foreign postal code: WEST PALM BEACH, FL 33401

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: [X] 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)* ▶ $ 98,270,309

J Accounting method: [X] 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)	45,000			
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,046,936	1,046,936		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	102,013			
	b Gross sales price for all assets on line 6a 10,112,867				
	7 Capital gain net income (from Part IV, line 2)				ATCH 21
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	1,516	33,691		
	12 **Total** Add lines 1 through 11	1,195,465	1,445,400		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc ATCH 24	247,014	35,887		211,127
	14 Other employee salaries and wages	66,853			66,853
	15 Pension plans, employee benefits	115,447	13,116		102,331
	16a Legal fees (attach schedule) ATCH 3	774			774
	b Accounting fees (attach schedule) ATCH 4	60,665	30,333		30,332
	c Other professional fees (attach schedule) [5]	409,770	409,770.		
	17 Interest ATCH 6	32.	32.		
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion	43,021			ATCH 20
	20 Occupancy	147,826	16,794		131,032
	21 Travel, conferences, and meetings	4,064			4,064
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	34,801	1,920		32,881
	24 **Total operating and administrative expenses** Add lines 13 through 23	1,130,267	507,852.		579,394
	25 Contributions, gifts, grants paid	2,775,404		ATCH 18 & 22	3,816,504
	26 **Total expenses and disbursements** Add lines 24 and 25	3,905,671	507,852	0	4,395,898
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-2,710,206			
	b **Net investment income** (if negative, enter -0-)		937,548		
	c **Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	20,194	33,922	33,922
2	Savings and temporary cash investments	17,399,883	7,409,606	7,409,606
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 ATCH 8	4,196	132,816	132,816
10a	Investments - U S and state government obligations (attach schedule) [9]	12,013,823	13,505,110	13,505,110
b	Investments - corporate stock (attach schedule) ATCH 10	46,250,390	49,243,974	55,186,256
c	Investments - corporate bonds (attach schedule) ATCH 11	510,468	2,570,601	2,570,601
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 12	2,413,527	1,948,212	19,277,507
14	Land, buildings, and equipment basis ▶ ATCH 20 372,626			
	Less accumulated depreciation (attach schedule) ▶ ATCH 20 218,135	197,512	154,491	154,491
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	78,809,993	74,998,732	98,270,309
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable	1,041,100		
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	1,041,100	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	79,333,132	75,178,683	
25	Temporarily restricted	-1,564,239	-179,951	
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	77,768,893	74,998,732	
31	**Total liabilities and net assets/fund balances** (see instructions)	78,809,993	74,998,732	

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	77,768,893
2	Enter amount from Part I, line 27a	2	-2,710,206
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	75,058,687
5	Decreases not included in line 2 (itemize) ▶ ATCH 13	5	59,955
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	74,998,732

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	SEE PART IV SCHEDULE ATCH 21			
b				
c				
d				
e				

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

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

	(i) 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				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	364,773
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	3,410,644	80,526,490	0 042354
2014	4,258,947	85,278,961	0 049941
2013	4,131,803	80,348,652	0 051423
2012	3,298,236	74,693,978	0 044157
2011	2,614,964	74,248,937	0 035219

2	Total of line 1, column (d)	2	0 223094
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 044619
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	80,377,433
5	Multiply line 4 by line 3	5	3,586,361.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,375
7	Add lines 5 and 6	7	3,595,736
8	Enter qualifying distributions from Part XII, line 4	8	4,395,898

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	9,375
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	9,375.
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	9,375
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 134,079		
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	134,079
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	124,704
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 124,704 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0 (2) On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL, PA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW SCAIFEFAMILY ORG

14 The books are in care of ▶ SCAIFE FAMILY FOUNDATION Telephone no ▶ 561-659-1188

Located at ▶ ATTACHMENT 14 ZIP+4 ▶ 33401

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 2016, 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		

See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ATCH. 24 ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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			
	(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		
	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		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		X

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
ATCH 15		247,014	26,400	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
ATCH 16		68,867	8,112	0

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
ATCH 17		283,193

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 NOT APPLICABLE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	81,569,493
b	Average of monthly cash balances	1b	31,962
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	81,601,455
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	81,601,455
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,224,022
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	80,377,433
6	**Minimum investment return.** Enter 5% of line 5	6	4,018,872

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	4,018,872
2a	Tax on investment income for 2016 from Part VI, line 5	2a 9,375		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	9,375
3	Distributable amount before adjustments Subtract line 2c from line 1		3	4,009,497
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	4,009,497
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	4,009,497

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	4,395,898
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	4,395,898
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	9,375
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,386,523

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				4,009,497
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014 4,995				
e From 2015				
f Total of lines 3a through e	4,995			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 4,395,898				
a Applied to 2015, 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 2016 distributable amount				4,009,497
e Remaining amount distributed out of corpus	386,401			
5 Excess distributions carryover applied to 2016 (*If an amount appears in column (d), the same amount must be shown in column (a)*)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	391,396			
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 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				
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 2011 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	391,396			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014 4,995				
d Excess from 2015				
e Excess from 2016 386,401				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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))

N/A

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

N/A

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

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

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

N/A

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

ATTACHMENT 22

c Any submission deadlines

ATTACHMENT 22

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

ATTACHMENT 22

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 18				
Total . . . . . ▶ **3a**				3,816,504
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,046,936	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	102,013	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 19				1,516	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,150,465	
13 Total. Add line 12, columns (b), (d), and (e)					13 1,150,465

(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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ DAVID ZYWIEC | 11-2-17 | ▶ PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ANDREA KYZYMA		11/2/17		P01273279

Firm's name ▶ GRANT THORNTON LLP | Firm's EIN ▶ 36-6055558

Firm's address ▶ 2001 MARKET STREET, SUITE 700 PHILADELPHIA, PA 19103 | Phone no 215-561-4200

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE PART IV SCHEDULE AND ATTACHEMENT 21					VAR	VAR
10112867		10010854					102,013	
		CAPITAL GAINS- HCP VII				P	VAR	VAR
		PROPERTY TYPE SECURITIES						
224,295							224,295	
		CAPITAL GAINS- HCP VII				P	VAR	VAR
		PROPERTY TYPE SECURITIES						
38,465.							38,465	
TOTAL GAIN(LOSS)							364,773	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND INCOME	883,601	883,601.
INTEREST INCOME	163,335	163,335.
TOTAL	1,046,936	1,046,936

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	1,516.	1,516
DISTRIBUTIONS FROM PARTNERSHIPS		32,175
TOTALS	1,516	33,691

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	774.			774
TOTALS	774.			774.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT, COMPLIANCE AND TAX SERV	60,665.	30,333		30,332.
TOTALS	60,665.	30,333		30,332.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FISCAL AGENTS FEES	328,224	328,224		
MANAGED ACCOUNT FEES	81,546.	81,546.		
TOTALS	409,770.	409,770		

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INTEREST EXPENSE	32.	32		
TOTALS	32	32		

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INSURANCE	9,017.	1,024.		7,993
OFFICE EXPENSE	12,252			12,252.
TELEPHONE	3,540.	402		3,138
UTILITIES	747.	85.		662
POSTAGE	384.			384
LEASED EQUIPMENT	3,601	409		3,192
COMPUTER MAINTENANCE	525			525
DUES & SUBSCRIPTIONS	4,735.			4,735
TOTALS	34,801.	1,920.		32,881.

ATTACHMENT 8

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PREPAID INSURANCE	4,022	4,022
PREPAID FEDERAL EXCISE TAX	128,794.	128,794.
TOTALS	132,816.	132,816.

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

ATTACHMENT 9

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOVERNMENT BONDS	13,505,110	13,505,110
US OBLIGATIONS TOTAL	13,505,110	13,505,110

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COMMON STOCK SEE ATTACH 25	49,243,974.	55,186,256
TOTALS	49,243,974.	55,186,256.

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS SEE STATEMENT 25	2,570,601	2,570,601
TOTALS	2,570,601	2,570,601.

ATTACHMENT 12

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS SEE ATTACH 25	235,767	16,025,316
OTHER EQUITY ASSETS SEE ATTACH 25	1,712,445.	3,252,191
TOTALS	1,948,212	19,277,507

ATTACHMENT 13

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PRIOR YEAR AUDIT ADJUSTMENT		59,955.
	TOTAL	59,955.

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

ATTACHMENT 15

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JENNIE K SCAIFE 777 S FLAGLER DRIVE, EAST TOWER, STE 909 WEST PALM BEACH, FL 33401	CHAIRMAN/TRUSTEE 1 00	10,000	0	0
JOSH I ARMSTRONG 777 S FLAGLER DRIVE, EAST TOWER, STE 909 WEST PALM BEACH, FL 33401	VP/TRUSTEE 1 00	10,603	0	0
ELVASIO VACCARO 777 S FLAGLER DRIVE, EAST TOWER, STE 909 WEST PALM BEACH, FL 33401	VP/TRUSTEE 1 00	11,411	0	0
DAVID ZYWIEC 777 S FLAGLER DRIVE, EAST TOWER, STE 909 WEST PALM BEACH, FL 33401	PRESIDENT 40 00	215,000	26,400	0
	GRAND TOTALS	247,014	26,400	0

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

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JEANNETTE BERIAU 777 S FLAGLER DRIVE EAST TOWER, SUITE 909 WEST PALM BEACH, FL 33401	EMPLOYEE 40 00	68,867	8,112	0
	TOTAL COMPENSATION	68,867	8,112	0.

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

ATTACHMENT 17

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
HENRY H ARMSTRONG ASSOCIATES, INC ONE GATEWAY CENTER, SUITE 1825 PITTSBURGH, PA 15222	INVESTMENT	283,193
TOTAL COMPENSATION		283,193

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

ATTACHMENT 18

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ABILITY CENTER OF GREATER TOLEDO 5605 MONROE ST SYLVANIA, OH 43560	NONE PC	PROGRAM SUPPORT	40,000
AMERICA'S VETDOGS- VETERAN'S K-9 CORPS, INC 317 E MAIN STREET SMITHTOWN, NY 11787	NONE PC	PROGRAM SUPPORT	10,000
ANIMAL ADOPTION CENTER PO BOX 8532 JACKSON, WY 83002	NONE PC	OPERATING SUPPORT	15,000
ANIMAL RECOVERY MISSION INC PO BOX 403344 MIAMI, FL 33140	NONE PC	OPERATING SUPPORT	100,000
ANIMAL RESCUE LEAGUE OF WESTERN PENNSYLVANIA 6621 HAMILTON AVENUE PITTSBURGH, PA 15206	NONE PC	OPERATING SUPPORT	125,000
BIG BROTHERS BIG SISTERS OF GREATER PITTSBURGH 5989 CENTRE AVE PITTSBURGH, PA 15206	NONE PC	OPERATING SUPPORT	30,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIG DOG RANCH RESCUE 14444 OKEECHOBEE BLVD LOXAHATCHEE, FL 33470	NONE PC	PROGRAM SUPPORT	10,000
BOYS & GIRLS CLUBS OF PALM BEACH COUNTY 800 NORTHPOINT PARKWAY SUITE 204 WEST PALM BEACH, FL 33407	NONE PC	PROGRAM SUPPORT	90,000
BUSCH WILDLIFE SANCTUARY 2500 JUPITER PARK DRIVE WEST PALM BEACH, FL 33407	NONE PC	OPERATING SUPPORT	10,000
CANINE ASSISTED THERAPY INC 1040 NE 45TH STREET OAKLAND PARK, FL 33334	NONE PC	PROGRAM SUPPORT	15,000
CANINE COMPANIONS FOR INDEPENDENCE PO BOX 680388 ORLANDO, FL 32868	NONE PC	PROGRAM SUPPORT	80,000
CANINE PARTNERS FOR LIFE 334 FAGGS MANOR RD COCHRANVILLE, PA 19330	NONE PC	PROGRAM SUPPORT	40,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CARING CHILDREN CLOTHING CHILDREN INC 7985 SW JACK JAMES DRIVE STUART, FL 34997	NONE PC	PROGRAM SUPPORT	7,000
CARNEGIE LIBRARY OF PITTSBURGH 5 ALLEGHENY SQUARE PITTSBURGH, PA 15212	NONE PC	PROGRAM SUPPORT	10,000
CASA OF ALLEGHENY COUNTY 564 FORBES AVE , SUITE 902 PITTSBURGH, PA 15219	NONE PC	PROGRAM SUPPORT	40,000
CATHOLIC HOSPICE, INC 6200 BROOKTREE RD # 220 WEXFORD, PA 15090	NONE PC	PROGRAM SUPPORT	2,500
CENTER FOR IMMIGRATION STUDIES 1629 K STREET NW SUITE 600 WASHINGTON, DC 20006	NONE PC	OPERATING SUPPORT	110,000
CENTRO DE VIDA, INC 4545 FOREST HILL BLVD WEST PALM BEACH, FL 33415	NONE PC	OPERATING SUPPORT	9,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S HOME OF PITTSBURGH 5618 KENTUCKY AVE PITTSBURGH, PA 15232	NONE PC	OPERATING SUPPORT	10,000
CHILDREN'S HOME SOCIETY OF FLORIDA 3333 FOREST HILL BLVD WEST PALM BEACH, FL 33406	NONE PC	PROGRAM SUPPORT	20,000
CIRCLE TAIL INC 8834 CAREY LANE PLEASANT PLAIN, OH 45162	NONE PC	OPERATING SUPPORT	40,000
DOGS FOR DIABETICS INC 1647 WILLOW PASS ROAD, 157 CONCORD, CA 94520	NONE PC	OPERATING SUPPORT	40,000
EQUINE RESCUE & ADOPTION FOUNDATION, INC P O BOX 1199 PALM CITY, FL 34991	NONE PC	CAPITAL SUPPORT	10,000
EVERGLADES GOLDEN RETRIEVER RESCUE, INC. 1530 W BOYNTON BEACH BLVD BOYNTON BEACH, FL 33436	NONE PC	OPERATING SUPPORT	20,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FAIR SHAKE FOR YOUTH, INC 210 WEST 101ST ST SUITE 7D #4335 NEW YORK, NY 10025	NONE PC	OPERATING SUPPORT	10,000
FAMILIES FIRST OF PALM BEACH COUNTY INC 3333 FOREST HILL BLVD 2ND FLOOR WEST PALM BEACH, FL 33406	NONE PC	PROGRAM SUPPORT	15,000
GENESIS ASSISTANCE DOGS, INC P O BOX 3101 WEST PALM BEACH, FL 33402	NONE PC	OPERATING SUPPORT	7,000
GLADE RUN FOUNDATION PO BOX 70 ZELIENOPLE, PA 16063	NONE PC	PROGRAM SUPPORT	15,000
GOLDEN RETRIEVER FOUNDATION, INC 6095 CLOVERGREEN PLACE ST LOUIS, MO 63129	NONE PC	PROGRAM SUPPORT	30,000
GRATITUDE HOUSE 1700 N DIXIE HWY WEST PALM BEACH, FL 33407	NONE PC	PROGRAM SUPPORT	7,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HAZELDEN FOUNDATION PO BOX 11 CENTER CITY, MN 55012	NONE PC	CANINE ASSISTANCE PROGRAM	120,000
HAZELDEN FOUNDATION PO BOX 11 CENTER CITY, MN 55012	NONE PC	CHILDREN'S PROGRAM TRAINING ACADEMY	150,000
HAZELDEN FOUNDATION PO BOX 11 CENTER CITY, MN 55012	NONE PC	MEDICAL STUDENT PROGRAM-PIR	80,000
HAZELDEN FOUNDATION PO BOX 11 CENTER CITY, MN 55012	NONE PC	MEDICAL STUDENT PROGRAM-SIMS	200,000
HEART AND SOUL ANIMAL SANCTUARY 369 MONTEZUMA AVE SANTA FE, NM 87501	NONE PC	OPERATING SUPPORT	10,000
HISTORICAL SOCIETY PALM BEACH COUNTY 300 N DIXIE HWY WEST PALM BEACH, FL 33401	NONE PC	PROGRAM SUPPORT	50,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HORSE HAVEN OF TENNESSEE INC 2417 REAGAN RD KNOXVILLE, TN 37931	NONE PC	OPERATING SUPPORT	11,600
H O R S E OF CT INC 43 WILBUR ROAD WASHINGTON, CT 06777	NONE PC	OPERATING SUPPORT	20,000
HOSPICE OF PALM BEACH COUNTY FOUNDATION 5300 EAST AVENUE WEST PALM BEACH, FL 33407	NONE PC	PROGRAM SUPPORT	7,500
INST FOR RESEARCH EDU AND TRAINING IN ADDICTIONS 425 SIXTH AVENUE SUITE 1710 PITTSBURGH, PA 15219	NONE PC	MEDICAL STUDENT PROGRAM	64,000
IRETA 611 WILLIAM PENN PL PITTSBURGH, PA 15219	NONE PC	MEDICAL STUDENT PROGRAM	64,000
JACK THE BIKE MAN INC PO BOX 17565 WEST PALM BEACH, FL 33416	NONE PC	PROGRAM SUPPORT	65,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
K-9 FOR WARRIORS, INC 114 CAMP K9 ROAD PONTE VEDRA, FL 32081	NONE PC	OPERATING SUPPORT	75,000
LAUREN'S KIDS, INC 18851 NE 29TH AVENUE AVENTURA, FL 33180	NONE PC	PROGRAM SUPPORT	10,000
LIGHTHOUSE GUILD INTERNATIONAL 250 W 64TH ST SUITE 1010 NEW YORK, NY 10023	NONE PC	PROGRAM SUPPORT	35,000
LONGHOPES DONKEY SHELTER 50 S DUTCH VALLEY RD BENNETT, CO 80102	NONE PC	OPERATING SUPPORT	3,000
MAKE-A-WISH FDN OF GREATER PA AND SW VIRGINIA INC 707 GRANT STREET 37TH FLOOR PITTSBURGH, PA 15219	NONE PC	PROGRAM SUPPORT	78,000
NATIONAL ALLIANCE ON MENTAL ILLNESS - PALM BEACH 1520 10TH AVENUE N LAKE WORTH, FL 33460	NONE PC	OPERATING SUPPORT	15,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL DISASTER SEARCH DOG FOUNDATION 501 E OJAI AVE OJAI, CA 93023	NONE PC	CAPITAL SUPPORT	250,000
NATIONAL RURAL ALCOHOL AND DRUG ABUSE NETWORK INC PO BOX 4 TONY, WI 54563	NONE PC	MEDICAL STUDENT PROGRAM	100,000
NEW HORIZONS SERVICE DOGS, INC 1590 LAUREL PARK CT ORANGE CITY, FL 32763	NONE PC	PROGRAM SUPPORT	25,000
NUMBERS USA 1601 N KENT STREET SUITE 1100 ARLINGTON, VA 22209	NONE PC	OPERATING SUPPORT	75,000
OPERATION WARM 6 DICKINSON DRIVE SUITE 314 CHADDS FORD, PA 19317	NONE PC	PROGRAM SUPPORT	17,000
PALM BEACH ISLAND CATS, INC P O BOX 173 PALM BEACH, FL 33480	NONE PC	OPERATING SUPPORT	3,500

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PAWS 4 LIBERTY, INC 8939 PALOMINO DRIVE LAKE WORTH, FL 33467	NONE PC	OPERATING SUPPORT	80,000
PETS FOR THE ELDERLY FOUNDATION 530 E HUNT HWY, STE 103 SAN TAN VALLEY, AZ 85143	NONE PC	PROGRAM SUPPORT	10,000
PHILANTHROPY ROUNDTABLE 1730 M STREET NW SUITE 601 PMB 472 WASHINGTON, DC 20036	NONE PC	OPERATING SUPPORT	20,000
PHILANTHROPY ROUNDTABLE 1731 M STREET NW SUITE 601 WASHINGTON, DC 20036	NONE PC	ALLIANCE FOR CHARITABLE REFORM SUPPORT	20,000
PHOENIX HOUSE FOUNDATION 164 W 74TH ST NEW YORK, NY 10023	NONE PC	PROGRAM SUPPORT	75,000
PROENGLISH 1601 N KENT STREET SUITE 1600 ARLINGTON, VA 22209	NONE PC	PROGRAM SUPPORT	40,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PUPPIES BEHIND BARS 263 W 38TH STREET, 4TH FLOOR NEW YORK, NY 10018	NONE PC	OPERATING SUPPORT	300,000
QUANTUM HOUSE 901 45TH STREET WEST PALM BEACH, FL 33407	NONE PC	PROGRAM SUPPORT	7,000
SALTWORKS THEATRE COMPANY 569 N NEVILLE STREET PITTSBURGH, PA 15213	NONE PC	PROGRAM SUPPORT	20,000
SHELTER FOR ABUSED WOMEN & CHILDREN INC PO BOX 10102 NAPLES, FL 34101	NONE PC	OPERATING SUPPORT	27,000
SOUTHEASTERN GUIDE DOGS, INC 4210 77TH ST E PALMETTO, FL 34221	NONE PC	PROGRAM SUPPORT	25,000
ST LUKE'S ROOSEVELT HOSPITAL 411 WEST 114 STREET #2C NEW YORK, NY 10025	NONE PC	OPERATING SUPPORT	300,000

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST NICHOLAS RUSSIAN ORTHODOX CHURCH 507 CATHERINE STREET DUQUESNE, PA 15110	NONE PC	OPERATING SUPPORT	10,000
UNIVERSITY OF FLORIDA, COLLEGE OF VETERINARY MEDIC 2015 SW 16TH AVE GAINESVILLE, FL 32608	NONE PC	PROGRAM SUPPORT	50,000
UNIVERSITY OF CALIFORNIA - SAN DIEGO 5060 SHOREHAM PLAZA SUITE 200 SAN DIEGO, CA 92122	NONE PC	MEDICAL STUDENT PROGRAM	120,000
URBAN YOUTH IMPACT 2823 NORTH AUSTRALIAN AVENUE WEST PALM BEACH, FL 33407	NONE PC	PROGRAM SUPPORT	10,000
VINCEREMOS THERAPEUTIC RIDING CENTER INC 13300 SIXTH COURT NORTH LOXAHATCHEE, FL 33470	NONE PC	PROGRAM SUPPORT	90,000
WEST PALM BEACH LIBRARY FOUNDATION 411 CLEMATIS ST WEST PALM BEACH, FL 33401	NONE PC	PROGRAM SUPPORT	16,404

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

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WILD LIFE FOUNDATION 1191 HUNTINGTON DR # 108 DUARTE, CA 91010	NONE PC	OPERATING SUPPORT	40,000
WOMEN'S CENTER & SHELTER OF GREATER PITTSBURGH PO BOX 9024 PITTSBURGH, PA 15224	NONE PC	OPERATING SUPPORT	60,000
		TOTAL CONTRIBUTIONS PAID	3,816,504

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

ATTACHMENT 19

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
MISCELLANEOUS INCOME			14	1,516	
TOTALS				1,516	

FEDERAL FOOTNOTES

ATTACHMENT 20
PART I, LINE 19- DEPRECIATION
PART II, LINE 14- LAND, BUILDINGS, AND EQUIPMENT
PART II, LINE 14- ACCUMULATED DEPRECIATION

DESCRIPTION	AMOUNT
LEASEHOLD IMPROVEMENTS	212,550
FURNITURE AND EQUIPMENT	160,076
SUBTOTAL FIXED ASSETS	372,626
LESS· ACCUMULATED DEPRECIATION	(218,135)
NET FIXED ASSETS	154,491

DEPRECIATION AND AMORTIZATION EXPENSE FOR 12/31/16 WAS $43,021

FEDERAL FOOTNOTES

ATTACHMENT 21
SUMMARY OF CAPITAL GAINS/LOSSES YEAR END 12/31/2016

	FAIR MARKET VALUE		
	ACCOUNT 9790636	PASSTHROUGH GAINS/(LOSS)	TOTAL:
TOTAL PROCEEDS	10,112,867	-	10,112,867
LESS:TAX BASIS	10,010,854	-	10,010,854
NET REALIZED GAIN/(LOSS)	102,013	-	102,013
TOTAL GAIN/(LOSS):	102,013		

**PLEASE SEE ATTACHED BROKERAGE STATEMENTS FOR ADDITIONAL DETAILS.

FEDERAL FOOTNOTES

ATTACHMENT 25
SUMMARY OF INVESTMENTS

	ACCOUNT 7000112	ACCOUNT 8089802	ACCOUNT 9790636	TOTAL
CORPORATE STOCK	6,274,245	-	48,912,011	55,186,256
CASH EQUIVALENTS	400,467	349,254	6,659,885	7,409,606
MUTUL FUNDS FIXED INCOME	-	-	16,025,316	16,025,316
MUTUAL FUNDS EQUITIES	-	-	-	-
ALTERNATIVE INVESTMENTS	-	3,252,191	-	3,252,191
TOTAL OF INVESTMENTS	6,674,712	3,601,445	71,597,212	81,873,369

TOTAL FAIR MARKET VALUE OF INVESTMENTS 81,873,369
**PLEASE SEE ATTACHED BROKERAGE STATEMENTS FOR ADDITIONAL DETAIL

ATTACHMENT 14

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

777 S FLAGLER DR EAST TOWER STE 909 WEST PALM BEACH, FL