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780

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

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning OCT 1, 2017, and ending SEP 30, 2018

Name of foundation: **A.D. HENDERSON FOUNDATION, INC.**

Number and street (or P O box number if mail is not delivered to street address): **PO BOX 14096**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **FORT LAUDERDALE, FL 33302-4096**

A Employer identification number: **23-7047045**

B Telephone number: **954-764-2819**

C If exemption application is pending, check here

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

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

G Check all that apply:
 Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 66,120,133.**

J Accounting method: Cash Accrual
 Other (specify) _____

SCANNED MAR 21 2019

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,285,330.	1,254,831.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		4,491,013.			STATEMENT 2
b Gross sales price for all assets on line 6a		22,106,382.			
7 Capital gain net income (from Part IV, line 2)			4,480,210.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<82,595.>	<87,715.>		STATEMENT 3
12 Total. Add lines 1 through 11		5,693,748.	5,647,326.		
13 Compensation of officers, directors, trustees, etc		112,200.	16,830.		95,370.
14 Other employee salaries and wages		275,044.	13,752.		261,292.
15 Pension plans, employee benefits		73,059.	10,959.		62,100.
16a Legal fees STMT 4		1,140.	0.		1,140.
b Accounting fees STMT 5		26,490.	13,245.		13,245.
c Other professional fees STMT 6		310,636.	310,636.		0.
17 Interest					
18 Taxes STMT 7		131,260.	4,243.		24,357.
19 Depreciation and depletion		194.	0.		
20 Occupancy		74,540.	3,727.		70,813.
21 Travel, conferences, and meetings		91,175.	9,118.		82,058.
22 Printing and publications					
23 Other expenses STMT 8		41,199.	1,931.		37,662.
24 Total operating and administrative expenses. Add lines 13 through 23		1,136,937.	384,441.		648,037.
25 Contributions, gifts, grants paid		2,266,883.			2,266,883.
26 Total expenses and disbursements. Add lines 24 and 25		3,403,820.	384,441.		2,914,920.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		2,289,928.			
b Net investment income (if negative, enter -0-)			5,262,885.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		37,377.	403,380.	403,380.
	2	Savings and temporary cash investments		1,184,480.	3,363,190.	3,363,190.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 9		608,083.	2,131,720.	2,101,307.
	b	Investments - corporate stock STMT 10		23,476,516.	22,124,190.	36,041,399.
	c	Investments - corporate bonds STMT 11		4,010,395.	5,010,555.	4,181,858.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		17,546,055.	16,120,018.	20,003,248.	
14	Land, buildings, and equipment: basis ▶ 55,941.					
	Less: accumulated depreciation STMT 13 ▶ 30,190.		25,945.	25,751.	25,751.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		46,888,851.	49,178,804.	66,120,133.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ PAYROLL TAXES PAYA)		62.	87.	
23	Total liabilities (add lines 17 through 22)		62.	87.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		350,998.	350,998.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		46,537,791.	48,827,719.		
30	Total net assets or fund balances		46,888,789.	49,178,717.		
31	Total liabilities and net assets/fund balances		46,888,851.	49,178,804.		

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	46,888,789.
2	Enter amount from Part I, line 27a	2	2,289,928.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	49,178,717.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	49,178,717.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
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			
22,106,382.		18,020,521.	4,480,210.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(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			4,480,210.

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	4,480,210.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation doesn't 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))
2016	2,733,389.	58,354,679.	.046841
2015	2,874,023.	54,846,038.	.052402
2014	2,784,199.	57,884,888.	.048099
2013	2,672,519.	58,347,635.	.045803
2012	2,378,377.	53,061,138.	.044823

2 Total of line 1, column (d)	2	.237968
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	.047594
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	63,396,038.
5 Multiply line 4 by line 3	5	3,017,271.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	52,629.
7 Add lines 5 and 6	7	3,069,900.
8 Enter qualifying distributions from Part XII, line 4	8	2,914,920.

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 IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a STATE STREET A/C 9371 - HEDGE FUNDS	P		
b MORGAN STANLEY A/C 116434	P		
c MORGAN STANLEY A/C 116434 - LT DISTRBS			
d FIDELITY A/C 735809 - CAP GAIN DISTRIBUTION			
e FIDELITY- CAP GAIN DIST			
f PARTNERSHIP INCOME - CAP GAINS/LOSSES	P		
g FIDELITY A/C 735809	P		
h MORGAN STANLEY A/C 116434-PARTNERSHIP	P		
i MORGAN STANLEY A/C 065821	P		
j			
k			
l			
m			
n			
o			

(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 1,808,393.		1,832,567.	<24,174.>
b 12,835,996.		9,216,935.	3,619,061.
c			19,875.
d			246,196.
e			4,774.
f			123,504.
g 4,289,603.		3,720,672.	568,931.
h 1,012,390.		1,090,347.	<77,957.>
i 2,160,000.		2,160,000.	0.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			<24,174.>
b			3,619,061.
c			19,875.
d			246,196.
e			4,774.
f			123,504.
g			568,931.
h			<77,957.>
i			0.
j			
k			
l			
m			
n			
o			

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	4,480,210.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	105,258.
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	105,258.
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	105,258.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	110,439.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	110,439.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	2.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,179.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 5,179. Refunded <input checked="" type="checkbox"/>	11	0.	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>DE, FL</u>		
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	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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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? Website address ► <u>WWW.HENDERSONFDN.ORG</u>	13	X	
14 The books are in care of ► <u>A. D. HENDERSON FOUNDATION, INC.</u> Telephone no. ► <u>954-764-2819</u> Located at ► <u>515 EAST LAS OLAS BLVD., FORT LAUDERDALE, FL</u> ZIP+4 ► <u>33301</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16		X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b		X
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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) N/A	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2017 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 2017.) N/A	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 2017?	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:		Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		112,200.	18,200.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDWARD GALE - 2629 UPPER FRENCH HILL RD, JOHNSON, VT 05656	PROGRAM DIRECTOR 40.00	111,053.	11,121.	0.
KAREN PFEIFFER - 2771 NE 15TH ST, FORT LAUDERDALE, FL 33301	SECRETARY & OPERATIONS MANAGER 40.00	99,395.	21,664.	0.
MONICA MENAHEM - 10671 NW 12TH DRIVE, PLANTATION, FL 33322	PROGRAM DIRECTOR 40.00	64,597.	13,216.	0.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
WILLIAMS, JONES & ASSOCIATES 717 FIFTH AVE #1700, NEW YORK, NY 10022	INVESTMENT ADVISORY	215,753.
ALESCO ADVISORS LLC 120 OFFICE PARK WAY, PITTSFORD, NY 14534	INVESTMENT ADVISORY	94,882.

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 ▶ 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	60,754,843.
b	Average of monthly cash balances	1b	3,606,617.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	64,361,460.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	64,361,460.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	965,422.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	63,396,038.
6	Minimum investment return. Enter 5% of line 5	6	3,169,802.

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	3,169,802.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	105,258.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	4,751.
c	Add lines 2a and 2b	2c	110,009.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,059,793.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,059,793.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,059,793.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,914,920.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	2,914,920.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,914,920.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				3,059,793.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			2,546,087.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 2,914,920.				
a Applied to 2016, but not more than line 2a			2,546,087.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				368,833.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				2,690,960.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, 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				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 16

- 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 <i>Paid during the year</i>				
CASTLETON UNIVERSITY PO BOX 6049 RUTLAND, VT 05702	NONE	PUBLIC CHARITY	CONTINUATION OF THE EARLY CHILDHOOD SUMMER INSTITUTE	30,000.
CHILDREN'S LITERACY INITIATIVE 2314 MARKET ST., 3RD FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	CLI'S HOME LENDING LIBRARY AND BOOK NOOKS FOR 13 SCHOOLS	43,488.
COMMUNITY FOUNDATION OF BROWARD 910 EAST LAS OLAS BLVD FORT LAUDERDALE, FL 33301	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
HISPANIC UNITY OF FLORIDA, INC. 5840 JOHNSON STREET HOLLYWOOD, FL 33021	NONE	PUBLIC CHARITY	DISASTER RELIEF - PUERTO RICAN EVACUEES FROM HURRICANES IRMA AND MARIA	25,000.
JACK AND JILL CHILDREN'S CENTER, INC. 1315 WEST BROWARD BOULEVARD FORT LAUDERDALE, FL 33312	NONE	PUBLIC CHARITY	TEACHER INCENTIVE MICRO GRANT PROGRAM	10,000.
Total	SEE CONTINUATION SHEET(S)			2,266,883.
b <i>Approved for future payment</i>				
NONE				
Total				0.

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JACK AND JILL CHILDREN'S CENTER, INC. 1315 WEST BROWARD BOULEVARD FORT LAUDERDALE, FL 33309	NONE	PUBLIC CHARITY	GUIDANCE COUNSELOR FOR PRESCHOOL AND ELEMENTARY SCHOOL	65,000.
MARLBORO COLLEGE P.O. BOX A MARLBORO, VT 05344	NONE	PUBLIC CHARITY	CONTINUATION OF STRENGTHENING VERMONT'S NON-PROFIT SECTOR	90,000.
MOBIUS, INC. 19 MARBLE STREET, STE 4 BURLINGTON, VT 05401	NONE	PUBLIC CHARITY	CONTINUATION OF VT MENTORING GRANTS & OPERATIONAL SUPPORT	200,000.
SHELBURNE FARMS 1611 HARBOR ROAD SHELBURNE, VT 05482	NONE	PUBLIC CHARITY	CONTINUATION OF PHASE II FARM TO EARLY CARE AND EDUCATION	25,000.
THE PERMANENT FUND 3 COURT ST MIDDLEBURY, VT 05753	NONE	SO I	CONTINUATION OF VERMONT BIRTH TO FIVE (VB5)	850,000.
VSA VERMONT, INC. 21 CARMICHAEL STREET, STE 206 ESSEX JUNCTION, VT 05452	NONE	PUBLIC CHARITY	CONTINUATION OF START WITH THE ARTS	60,000.
YOUNG AT ART OF BROWARD, INC. 751 SW 121 AVE DAVIE, FL 33325	NONE	PUBLIC CHARITY	CALL (CREATIVE ARTS, LITERACY, AND LANGUAGE ARTS) FOR EARLY LEARNERS	35,000.
COMMUNITY FOUNDATION OF THE FLORIDA KEYS 300 SOUTHWARD STREET, SUITE 201 KEY WEST, FL 33040	NONE	PUBLIC CHARITY	FLORIDA KEYS EMERGENCY RELIEF FUND - HURRICANE IRMA	25,000.
DREAM PROGRAM INC P.O. BOX 361 WINOOSKI, VT 05404	NONE	PUBLIC CHARITY	HR SOFTWARE TO MANAGE AMERICORPS VOLUNTEERS	2,500.
FAMILY CENTRAL INC 1415 WEST CYPRESS CREED ROAD, SUITE 103 FORT LAUDERDALE, FL 33309	NONE	PUBLIC CHARITY	HOME INSTRUCTION FOR PARENTS OF PRESCHOOL YOUNGSTERS (HIPPIY)	90,000.
Total from continuation sheets				2,148,395.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FLORIDA ATLANTIC UNIVERSITY FOUNDATION 777 GLADES ROAD BOCA RATON, FL 33431	NONE	PUBLIC CHARITY	LET'S BUILD THIS TOGETHER - ADHUS/FAU HIGH CAPITAL CAMPAIGN	200,000.
FLYNN CENTER FOR THE PERFORMING ARTS LTD 153 MAIN STREET BURLINGTON, VT 05401	NONE	PUBLIC CHARITY	PARTICIPATORY EVALUATION OF ORAL STORYTELLING	9,000.
GREATER BURLINGTON YMCA 266 COLLEGE STREET BURLINGTON, VT 05401	NONE	PUBLIC CHARITY	CAPACITY BUILDING: COMMUNITY CAMPAIGN PORTION OF CAPITAL CAMPAIGN	25,000.
HCZ PRACTITIONERS INSTITUTE 35 EAST 125 STREET, 6TH FLOOR NEW YORK, NY 10035	NONE	PUBLIC CHARITY	3 HOUR SITE VISIT AT HCZ - FULL BOARD	3,000.
HELPING ABUSED NEGLECTED DEPENDENT YOUTH HANDY, INC 501 NE 8 STREET FORT LAUDERDALE, FL 33304	NONE	PUBLIC CHARITY	LIFE PROGRAM	25,000.
HENDERSON BEHAVIORAL HEALTH, INC. 4740 NORTH STATE ROAD 7, SUITE 201 FORT LAUDERDALE, FL 33319	NONE	PUBLIC CHARITY	HEALTHY START	25,000.
KING STREET CENTER, INC. 87 KING STREET BURLINGTON, VT 05402	NONE	PUBLIC CHARITY	TRAXSOLUTIONS DATABASE FOR KING STREET CENTER	18,335.
LAMOILLE FAMILY CENTER, INC. 480 CADYS FALSS ROAD MORRISVILLE, VT 05661	NONE	PUBLIC CHARITY	CONTINUATION OF PROJECT DULCE	25,000.
LEAHY CENTER FOR LAKE CHAMPLAIN ONE COLLEGE STREET BURLINGTON, VT 05401	NONE	PUBLIC CHARITY	CONTINUATION OF EARLY SCIENCE LEARNING INITIATIVE	27,000.
NOVA SOUTHEASTERN UNIVERSITY, INC. 6500 NOVA DRIVE DAVIE, FL 33317	NONE	PUBLIC CHARITY	INNOVATIVE INSTRUCTIONAL INSTITUTE (I3) PROJECT	106,000.
Total from continuation sheets				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PICCOLO PICASSO 2710 NORTHEAST 58 STREET FORT LAUDERDALE, FL 33308	NONE	PUBLIC CHARITY	ART ATTACK	27,000.
RUSSELL LIFE SKILLS & READING FDN. 5400 S. UNIVERSITY DR., STE. 202 DAVIE, FL 33328	NONE	PUBLIC CHARITY	RUSSELL EDUCATION FOUNDATION'S AFTERSCHOOL AND SUMMER PROGRAM	15,000.
SOUTH FLORIDA SCIENCE CENTER & AQUARIUM, INC. 4801 DREHER TRAIL NORTH WEST PALM BEACH, FL 33405	NONE	PUBLIC CHARITY	PINT SIZE SCIENCE: GROWING UP WITH STEAM	50,000.
SUSAN B. ANTHONY CENTER, INC. 1633 POINCIANA DRIVE PEMBROKE PINES, FL 33025	NONE	PUBLIC CHARITY	CONTINUATION OF HELPING CHILDREN SUCCEED	55,000.
THE MENTOR CONNECTOR P.O. BOX 1617 RUTLAND, VT 05701	NONE	PUBLIC CHARITY	PUBLICITY AND MARKETING SYSTEM	15,000.
VERMONT CENTER FOR THE BOOK 136 MAIN STREET CHESTER, VT 05143	NONE	PUBLIC CHARITY	STEM IN THE EARLY YEARS	20,560.
VERMONT COMMUNITY FOUNDATION P.O. BOX 30 MIDDLEBURY, VT 05753	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
BUILDING BRIGHT FUTURES 600 BLAIR PARK BLVD., SUITE 160 WILLISTON, VT 05495	NONE	PUBLIC CHARITY	BUILDING BRIGHT FUTURES COLLECTIVE IMPACT ORGANIZATION	50,000.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include various income categories like program service revenue, membership dues, interest, dividends, rental income, and other revenue.

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

Table with 2 columns: Line No. and a text area for explaining 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.

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

<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: center;">Yes</td> <td style="text-align: center;">No</td> </tr> <tr> <td style="text-align: center;">1a(1)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1a(2)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1b(1)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1b(2)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1b(3)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1b(4)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1b(5)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1b(6)</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td style="text-align: center;">1c</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> </table>		Yes	No	1a(1)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1a(2)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1b(1)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1b(2)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1b(3)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1b(4)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1b(5)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1b(6)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	1c	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	Yes	No																													
1a(1)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1a(2)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1b(1)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1b(2)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1b(3)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1b(4)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1b(5)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1b(6)	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													
1c	<input type="checkbox"/>	<input checked="" type="checkbox"/>																													

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

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.

Sign Here		1/24/19	PRESIDENT
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below? See instr.
<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Paid Preparer Use Only	Print/type preparer's name SUSAN MANN	Preparer's signature 	Date 1/23/19	Check <input type="checkbox"/> if self-employed	PTIN P00641484
	Firm's name ▶ EISNERAMPER LLP			Firm's EIN ▶ 13-1639826	
	Firm's address ▶ 900 SOUTH PINE ISLAND ROAD, #110 FT. LAUDERDALE, FL 33324			Phone no. (954) 475-3199	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT DIVIDEND INCOME	1,035,040.	0.	1,035,040.	1,035,040.	
INVESTMENT INTEREST INCOME	93,643.	0.	93,643.	93,643.	
PARTNERSHIP INCOME - INT & DIV-UBI	30,499.	0.	30,499.	0.	
PARTNERSHIP INCOME - INTEREST & DIVIDENDS	126,148.	0.	126,148.	126,148.	
TO PART I, LINE 4	1,285,330.	0.	1,285,330.	1,254,831.	

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 2

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
STATE STREET A/C 9371 - HEDGE FUNDS	1,808,393.	1,832,567.	0.	PURCHASED	0.	<24,174.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MORGAN STANLEY A/C 116434	12,835,996.	9,216,935.	0.	PURCHASED	0.	3,619,061.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIPS - ROYALTY INCOME	177.	177.	
PARTNERSHIPS - OTHER INCOME	<96,222.>	<96,222.>	
PARTNERSHIP INCOME - NONTAXABLE	4,397.	0.	
PARTNERSHIPS - OTHER INCOME-UBI	723.	0.	
OTHER PORTOFOLIO INCOME	8,330.	8,330.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<82,595.>	<87,715.>	

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,140.	0.		1,140.
TO FM 990-PF, PG 1, LN 16A	1,140.	0.		1,140.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	26,490.	13,245.		13,245.
TO FORM 990-PF, PG 1, LN 16B	26,490.	13,245.		13,245.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	310,636.	310,636.		0.
TO FORM 990-PF, PG 1, LN 16C	310,636.	310,636.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	316.	0.		316.
PAYROLL TAXES	28,284.	4,243.		24,041.
FEDERAL TAXES	102,660.	0.		0.
TO FORM 990-PF, PG 1, LN 18	131,260.	4,243.		24,357.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	7,039.	352.		6,687.
EDUCATION	969.	0.		969.
INSURANCE	18,464.	923.		17,541.
OFFICE EXPENSE	5,291.	265.		5,026.
SUPPLIES	1,248.	62.		1,186.
TELEPHONE	4,381.	219.		4,162.
PARTNERSHIP - NONDEDUCTIBLE EXPENSE	606.	0.		0.
POSTAGE	2,201.	110.		2,091.
OTHER EXPENSE	1,000.	0.		0.
TO FORM 990-PF, PG 1, LN 23	41,199.	1,931.		37,662.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - GOVERNMENT OBLIGATIONS (SEE ATTACHMENTS A-D)	X		2,131,720.	2,101,307.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,131,720.	2,101,307.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,131,720.	2,101,307.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK (SEE ATTACHMENTS A-D)	22,124,190.	36,041,399.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,124,190.	36,041,399.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE BONDS (SEE ATTACHMENTS A-D)	5,010,555.	4,181,858.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,010,555.	4,181,858.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - OTHER (SEE ATTACHMENTS A-D)	COST	15,297,178.	19,180,408.
ADDTL BASIS IN HEDGE FUNDS	COST	822,840.	822,840.
TOTAL TO FORM 990-PF, PART II, LINE 13		16,120,018.	20,003,248.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FILE CABINETS	2,158.	1,849.	309.
MAHOGANY FILE UNIT	3,950.	3,950.	0.
DESK CHAIRS	2,328.	2,328.	0.
BIZHUB 350 COPY MACHINE	7,500.	7,500.	0.
SOFTWARE-OUTLOOK	129.	129.	0.
SOFTWARE-PC ANYWHERE, ANTIVIRUS	508.	465.	43.
HP COLOR PRINTER	1,001.	1,001.	0.
KEYBOARD & MOUSE	218.	218.	0.
3 MONITORS & VIDEO CARDS	1,092.	1,092.	0.
SOFTWARE-MS OFFICE	249.	249.	0.
SOFTWARE-QUICKBOOKS 2007	170.	170.	0.
OIL PAINTING	27,000.	0.	27,000.
HP LASERJET PRINTER	228.	228.	0.
OLYMPUS DIGITAL VOICE RECORDER	137.	137.	0.
SHREDDER	691.	691.	0.
CHAIR (ANITA)	1,232.	1,232.	0.
LAPTOP CASE, STAND, KEYBOARD	230.	230.	0.
SOFTWARE-INTUIT PAYROLL	199.	199.	0.
SOFTWARE-PRINT2RDP 4.6	150.	150.	0.
COMPUTER SERVER	2,915.	2,915.	0.
MICROSOFT OFFICE 2010 - 4 LICENSES	680.	680.	0.
KED PRINTER & BACK-UP FOR SERVER	419.	419.	0.
LAPTOP (FOR KAREN)	1,034.	1,034.	0.
COMPUTER (FOR MONICA)	460.	460.	0.
HP PAVILION COMPUTER AND BATTERY BACKUPS (MAM & KMP))	1,300.	1,078.	222.
TOTAL TO FM 990-PF, PART II, LN 14	55,978.	28,404.	27,574.

FORM 990-PF OTHER LIABILITIES STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	62.	87.
TOTAL TO FORM 990-PF, PART II, LINE 22	62.	87.

FORM 990-PF

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

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALLEN DOUGLAS HENDERSON PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	PRES-TRUSTEE 3.00	12,700.	3,083.	0.
BARBARA HENDERSON PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	EMERITUS TRUSTEE 2.00	0.	0.	0.
JAMES LYON PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	EMERITUS TRUSTEE 1.00	0.	0.	0.
LUCIA HENDERSON PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	1ST VP-TRUSTEE, EXEC COMM 5.00	21,500.	11,565.	0.
KAREN M PFEIFFER PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	SEC & OP MGR/SEE PART VIII 40.00	0.	0.	0.
JAMES HASSON JR PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	TRUSTEE 2.00	7,000.	0.	0.
ROBERT S. HINRICHS PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	TRUSTEE, EXEC. COMM 2.00	13,700.	0.	0.
ANNE W. RIDER PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	2RD VP-TRUSTEE, EXEC COMM 5.00	20,700.	3,552.	0.
MAUREEN C. TOMPKINS PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	TREASURER-TRUSTEE 2.00	14,200.	0.	0.
ALEXANDRA HOLLY FOULADI PO BOX 14096 FORT LAUDERDALE, FL 33302-4096	TRUSTEE 2.00	10,200.	0.	0.

A.D. HENDERSON FOUNDATION, INC.

23-7047045

HELENE ROTHERMUND

TRUSTEE

PO BOX 14096

2.00

12,200.

0.

0.

FORT LAUDERDALE, FL 33302-4096

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

112,200.

18,200.

0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KAREN PFEIFFER
P.O. BOX 14096
FORT LAUDERDALE, FL 33302

TELEPHONE NUMBER

954-764-2819

FORM AND CONTENT OF APPLICATIONS

WRITTEN REQUEST INCLUDING NAME, ADDRESS, AMOUNT, AND DURATION FOR FUNDS REQUESTED; DESCRIPTION OF THE PROJECT OR PROGRAM; TYPE OF CHARITABLE ORGANIZATION; COPY OF IRS APPROVAL OF TAX-EXEMPT STATUS

ANY SUBMISSION DEADLINES

QUARTERLY

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE A.D. HENDERSON FOUNDATION SUPPORTS EARLY LEARNING FOR CHILDREN AGES BIRTH TO EIGHT IN THE STATE OF VERMONT AND BROWARD COUNTY, FLORIDA. IN VERMONT, WE ALSO SEEK TO BUILD THE CAPACITY OF NONPROFIT ORGANIZATIONS, PRIMARILY FOCUSING ON EARLY EDUCATION AND ADULT TO CHILD MENTORING.

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation
266	COMPUTER SERVER	08/01/10	200DB	5.00	MC	17	2,915.			1,458.	1,457.	1,457.
267	MICROSOFT OFFICE 2010 - 4 LICENSES	06/01/11	SL	3.00	HY	17	680.			680.		
268	KED PRINTER & BACK-UP FOR SERVER	12/03/10	200DB	5.00	HY	17	419.				419.	419.
269	LAPTOP (FOR KAREN)	12/30/10	200DB	7.00	HY	17	1,034.				1,034.	988.
270	COMPUTER (FOR MONICA)	06/01/11	200DB	7.00	HY	17	460.			460.		
271	HP PAVILION COMPUTER AND BATTERY BACKUPS (MAM & KMP))	09/02/16	200DB	5.00	MC	17	1,300.			650.	650.	280.
	EQUIPMENT (1500):											
	* 990-PF PG 1 TOTAL - EQUIPMENT (1500):						0.				0.	
	COMPUTER & INSTALLATION (1502):											
78	SOFTWARE-OUTLOOK	12/07/05	SL	3.00		16	129.				129.	129.
79	SOFTWARE-PC ANYWHERE, ANTIVIRUS	01/04/06	SL	3.00		16	508.				508.	469.
81	HP COLOR PRINTER	11/03/06	200DB	5.00	HY	17	1,001.				1,001.	1,001.
85	KEYBOARD & MOUSE	07/30/07	200DB	5.00	HY	17	218.				218.	218.
86	3 MONITORS & VIDEO CARDS	08/28/07	200DB	5.00	HY	17	1,092.				1,092.	1,092.
88	SOFTWARE-MS OFFICE	03/02/07	SL	3.00		16	249.				249.	249.
89	SOFTWARE-QUICKBOOKS 2007	04/12/07	SL	3.00		16	170.				170.	170.
258	HP LASERJET PRINTER	07/30/08	200DB	5.00	HY	17	228.			114.	114.	114.
259	OLYMPUS DIGITAL VOICE RECORDER	09/16/08	200DB	5.00	HY	17	137.			69.	68.	68.

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Cc

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation
263	SOFTWARE-INTUIT PAYROLL	05/01/08	SL	3.00		HY17	199.			100.	99.	99.
264	SOFTWARE-PRINT2RDP 4.6	07/30/08	SL	3.00		HY17	150.			75.	75.	75.
	* 990-PF PG 1 TOTAL - COMPUTER & INSTALLATION (150)						4,081.			358.	3,723.	3,680.
	FURN & EQUIP (1505):											
15	FILE CABINETS	06/08/93	200DB	7.00		HY17	2,158.				2,158.	1,849.
17	MAHOGANY FILE UNIT	05/08/95	200DB	7.00		HY17	3,950.				3,950.	3,950.
29	DESK CHAIRS	02/27/06	200DB	7.00		HY17	2,328.				2,328.	2,328.
30	BIZHUB 350 COPY MACHINE	02/28/07	200DB	7.00		HY17	7,500.				7,500.	7,500.
260	SHREDDER	05/01/08	200DB	7.00		HY17	691.			346.	345.	345.
261	CHAIR (ANITA)	09/04/08	200DB	7.00		HY17	1,232.			616.	616.	616.
262	LAPTOP CASE, STAND, KEYBOARD	09/23/08	200DB	7.00		HY17	230.			115.	115.	115.
	* 990-PF PG 1 TOTAL - FURN & EQUIP (1505):						18,089.			1,077.	17,012.	16,700.
	LEASEHOLD IMPROVEMENTS:											
	* 990-PF PG 1 TOTAL - LEASEHOLD IMPROVEMENTS:						0.				0.	
	OIL PAINTING (1515):											
94	OIL PAINTING	12/31/01		.000		HY16	27,000.				27,000.	
	* 990-PF PG 1 TOTAL - OIL PAINTING (1515):						27,000.				27,000.	
	* GRAND TOTAL 990-PF PG 1 DEPR						55,978.			4,683.	51,295.	23,520.

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Cc