

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation CHANGE CREATE TRANSFORM FOUNDATION		A Employer identification number 27-3953552
Number and street (or P.O. box number if mail is not delivered to street address) 2644 KIRKWOOD HWY DEPT 781 NO 300	Room/suite	B Telephone number (see instructions) (914) 481-5914
City or town, state or province, country, and ZIP or foreign postal code NEWARK, DE 19711		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 596,678	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

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)	80,100			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	53	53		
	4 Dividends and interest from securities	9,206	9,206		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	23,042			
	b Gross sales price for all assets on line 6a 108,837				
	7 Capital gain net income (from Part IV, line 2)		23,042		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	112,401	32,301			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages	11,796	0		11,796
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,500	0		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	189	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	10,598	0		0
	21 Travel, conferences, and meetings	5,728	0		0
	22 Printing and publications				
	23 Other expenses (attach schedule)	43,623	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	75,434	0		11,796
	25 Contributions, gifts, grants paid	44,725			44,725
26 Total expenses and disbursements. Add lines 24 and 25	120,159	0		56,521	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-7,758				
b Net investment income (if negative, enter -0-)		32,301			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	56,121	41,247	41,247
	2 Savings and temporary cash investments	54,820	31,084	31,084
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	410,576	441,428	524,347
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	521,517	513,759	596,678	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	521,517	513,759		
30 Total net assets or fund balances (see instructions)	521,517	513,759		
31 Total liabilities and net assets/fund balances (see instructions) .	521,517	513,759		

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	521,517
2 Enter amount from Part I, line 27a	2	-7,758
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	513,759
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	513,759

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 See Additional Data Table					
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 See Additional Data Table					
b					
c					
d					
e					
(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 See Additional Data Table					
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 23,042
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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	42,825	513,471	0.083403
2015	33,285	525,624	0.063325
2014	27,150	538,281	0.050438
2013	20,750	470,506	0.044101
2012	32,302	430,325	0.075064
2 Total of line 1, column (d)			2 0.316331
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 0.063266
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 569,219
5 Multiply line 4 by line 3			5 36,012
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 323
7 Add lines 5 and 6			7 36,335
8 Enter qualifying distributions from Part XII, line 4			8 56,521

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)

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', and 'Total credits and payments'. Total amount owed is 2.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns for each question.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, donor advised funds, and public inspection requirements.

14 The books are in care of TOTOLO & COMPANY LLC Telephone no (203) 359-1584

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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

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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.

Main table with 3 columns: Question, Yes, No. Rows 1a-1c, 2a-2c, 3a-3b, 4a-4b regarding Form 4720 exceptions and requirements.

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶			5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
				No
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?			7b

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

Table with 5 columns: (a) Name and address, (b) Title and average hours per week, (c) Compensation, (d) Contributions to employee benefit plans, (e) Expense account. Includes entries for VIKKI L PRYOR, DANIEL PARKER, and FRANKLIN MONTGOMERY.

Table for compensation of five highest-paid employees (other than those on line 1). Columns: (a) Name and address, (b) Title and average hours per week, (c) Compensation, (d) Contributions to employee benefit plans, (e) Expense account. All entries are NONE.

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

Table for five highest-paid independent contractors for professional services. Columns: (a) Name and address, (b) Type of service, (c) Compensation. All entries are NONE.

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

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activity, Expenses. Includes activities like 'EDUCATIONAL ORIENTATION AND LEADERSHIP SUMMIT' with expense of 19,088.

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

Table with 2 columns: Description of investment, Amount. Includes 'Describe the two largest program-related investments' and 'All other program-related investments'.

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	482,454
b	Average of monthly cash balances.	1b	95,433
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	577,887
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	577,887
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	8,668
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	569,219
6	Minimum investment return. Enter 5% of line 5.	6	28,461

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	28,461
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	323
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	323
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	28,138
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	28,138
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	28,138

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	56,521
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	56,521
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	323
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	56,198

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				28,138
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	11,182			
b From 2013.	9,394			
c From 2014.	820			
d From 2015.	7,734			
e From 2016.	17,309			
f Total of lines 3a through e.	46,439			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>56,521</u>				
a Applied to 2016, but not more than line 2a			0	
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.				28,138
e Remaining amount distributed out of corpus	28,383			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	74,822			
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 instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).		0		
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	11,182			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	63,640			
10 Analysis of line 9				
a Excess from 2013.	9,394			
b Excess from 2014.	820			
c Excess from 2015.	7,734			
d Excess from 2016.	17,309			
e Excess from 2017.	28,383			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization 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))
VIKKI L PRYOR

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

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) 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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				44,725
b <i>Approved for future payment</i>				
Total ▶ 3b				0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
98 441 SHS FIDELITY ADV STRATEGI INCOME, FSRIX		2016-03-15	2017-02-02
8 316 SHS FIDELITY BLUE CHIP GROWTH, FBGRX		2016-12-31	2017-08-09
8 082 SHS FIDELITY INCOME, FEQIX		2016-12-31	2017-08-09
6 95 SHS FIDELITY GROWTH COMPANY, FDGRX		2016-12-31	2017-02-02
100 584 SHS FIDELITY LARGE CAP STOCK, FLC SX		2017-03-08	2017-05-22
570 801 SHS FIDELITY MEGA CAP STOCK FUND, FGRTX		2016-03-15	2017-03-08
32 355 SHS FIDELITY MEGA CAP STOCK FUND, FGRTX		2016-12-31	2017-04-20
41 131 SHS FIDELITY STOCK SELECTOR ALL CAP FD, FDSSX		2016-03-15	2017-03-08
350 679 SHS STRATEGIC ADVSIERS INTL II FUND, FUSIX		2016-03-15	2017-02-02
41 051 SHS FID LARGE CAP VALUE ENHANCED INDEX, FLVEX		2016-03-15	2017-04-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,200		1,141	59
699		535	164
483		410	73
1,000		872	128
3,100		3,076	24
10,400		8,696	1,704
581		493	88
1,600		1,332	268
3,100		3,001	99
500		430	70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			59
			164
			73
			128
			24
			1,704
			88
			268
			99
			70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
21 339 SHS FIDELITY ADV STOCK SELECTOR MID CAP, FMCCX		2015-12-31	2017-07-20
65 041 SHS FIDELITY ADV STRATEGIC INCOME, FSRIX		2016-03-15	2017-04-20
18 470 SHS FIDELITY BLUE CHIP GROWTH, FBGRX		2015-12-31	2017-04-20
188 658 SHS FIDELITY BLUE CHIP GROWTH, FBGRX		2015-12-31	2017-08-09
49 950 SHS FIDELITY CAPITAL & INCOME, FAGIX		2016-03-15	2017-04-20
567 729 SHS FIDELITY CONSERVATIVE INCOME BOND, FCNVX		2016-03-15	2017-08-09
2 774 SHS FIDELITY CONTRAFUND, FCNTX		2015-12-31	2017-04-20
46 985 SHS FIDELITY EMERGING MARKETS, FEMKX		2015-12-31	2017-04-06
10 313 SHS FIDELITY EQUITY INCOME, FEQIX		2015-12-31	2017-04-20
192 145 SHS FIDELITY EQUITY INCOME, FEQIX		2015-12-31	2017-08-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
800		654	146
800		755	45
1,400		1,189	211
15,853		12,145	3,708
500		453	47
5,700		5,691	9
300		263	37
1,200		998	202
600		523	77
11,471		9,744	1,727

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			146
			45
			211
			3,708
			47
			9
			37
			202
			77
			1,727

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
4 651 SHS FIDELITY GROWTH COMPANY, FDGRX		2016-03-15	2017-04-20
7 692 SHS FIDELITY LOW PRICED STOCK, FLPSX		2015-12-31	2017-04-20
513 812 SHS FIDELITY MEGA CAP STOCK FUND, FGRTX		2016-03-15	2017-04-06
504 441 SHS FIDELITY MEGA CAP STOCK FUND, FGRTX		2015-12-31	2017-04-20
92 330 SHS FIDELITY SAI EMERGING MARKETS INDEX, FERGX		2015-12-31	2017-08-09
110 638 SHS FIDELITY SAI US QUALITY INDEX FUND, FUQIX		2015-12-31	2017-04-20
98 784 SHS FIDELITY SAI US QUALITY INDEX FUND, FUQIX		2016-03-15	2017-12-12
243 337 SHS FIDELITY SHORT TERM BOND, FSHBX		2016-03-15	2017-08-09
40 775 SHS FIDELITY STOCK SELECTOR ALL CAP, FDSSX		2016-03-15	2017-04-06
12 700 SHS FIDELITY STOCK SELECTOR ALL CAP, FDSSX		2016-03-15	2017-04-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
700		583	117
400		365	35
9,300		7,828	1,472
9,065		7,685	1,380
1,300		1,006	294
1,300		1,148	152
1,300		1,054	246
2,100		2,089	11
1,600		1,320	280
500		411	89

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			117
			35
			1,472
			1,380
			294
			152
			246
			11
			280
			89

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
36 739 SHS FIDELITY STOCK SELECTOR ALL CAP, FDSSX		2016-03-15	2017-10-25
30 120 SHS FIDELITY STOCK SELECTOR SMALL CAP, FDSCX		2015-12-31	2017-04-20
7 465 SHS FIDELITY VALUE DISCOVERY, FVDFX		2015-12-31	2017-04-20
293 522 SHS STRATEGIC ADVISERS INTL II FUND, FUSIX		2016-03-15	2017-05-22
274 779 SHS STRATEGIC ADVISERS INTL II FUND, FUSIX		2016-03-15	2017-08-09
265 403 SHS STRATEGIC ADVISERS INTL II FUND, FUSIX		2016-03-15	2017-10-25
34 014 SHS FIDELITY EMERGING MARKETS, FEMKX		2016-03-15	2017-08-09
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,600		1,190	410
800		663	137
200		172	28
2,900		2,520	380
2,800		2,359	441
2,800		2,278	522
1,000		723	277
7,885			7,885

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			410
			137
			28
			380
			441
			522
			277
			7,885

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EDUCATION FUND OF THE WOMEN'S FORUM OF NEW YORK 59 EAST 54TH STREET STE 81 NEW YORK, NY 10022		CHARITABLE FOUNDATIO	FUNDING FOR SCHOLARSHIPS	1,550
BRONX COMMUNITY COLLEGE FOUNDATION 2155 UNIVERSTIY AVE NEW YORK, NY 10453		COMMUNITY COLLEGE FO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	2,500
MINORITY BAR ASSOCIATION OF WESTERN NEW YORK FOUNDATION 2096 MATTHEWS AVE BRONX, NY 10462		CHARITABLE FOUNDATIO	FUNDING EFFORTS TO INCREASE DIVERSITY IN THE LEGAL PROFESSION	675
Total 3a			▶	44,725

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MONTCLAIR STATE UNIVERSITY FOUNDATION 1 NORMAL AVE MONTCLAIR, NJ 07043		UNIVERSITY FOUNDATIO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	5,000
UNIVERSITY OF IOWA FOUNDATION 107 CALVIN HALL IOWA CITY, IA 52242		UNIVERSITY FOUNDATIO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	2,500
UNIVERSITY OF ST THOMAS AT MINNEAPOLIS 1000 LA SALLE AVE MINNEAPOLIS, MN 55403		UNIVERSITY FOUNDATIO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	5,000
Total ▶ 3a				44,725

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHERN ILLINOIS UNIVERSITY FOUNDATION (EDWARDSVILLE) CAMPUS BOX 1077 EDWARDSVILLE, IL 62026		UNIVERSITY FOUNDATIO	FUNDING THE PROMISE PRIZE SCHOLARSHIP AWARD FOR LEARNING, LEADERSHIP AND SERVICE TO THE COMMUNITY	5,000
READ ALLIANCE 80 MAIDEN LANE 11TH FLOOR NEW YORK, NY 10038		CHARITABLE ORGANIZAT	FUNDING FOR READING PROGRAMS FOR PRE-SCHOOL AND KINDERGARTEN CHILDREN IN UNDERSERVED AREAS	500
GRINNELL COLLEGE FOUNDATION 1115 EIGHTH AVE GRINNELL, IA 50112		UNIVERSITY FOUNDATIO	FUNDING FOR SCHOLARSHIPS	5,000
Total ▶ 3a				44,725

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A BETTER CHANCE 235 WEST 35TH STREET NEW YORK, NY 10001		CHARITABLE ORGANIZAT	FUNDING FOR COLLEGE PREP PROGRAM	5,000
AFRICAN AMERICAN MEN OF WESTCHESTER 333 MAMARONECK AVENUE PMB 293 WHITE PLAINS, NY 10605		CHARITABLE FOUNDATIO	FUNDING SCHOLARSHIP PROGRAM	500
SBI-STUDENTS OF COLOR- UNIVERSITY AT BUFFALO SCHOOL OF LAW 412 OBRIEN HALL BUFFALO, NY 14260		UNIVERSITY FOUNDATIO	FUNDING SCHOLARSHIP PROGRAM	500
Total ▶ 3a				44,725

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
BRIGHT BEGINNINGS 128 M ST NW 150 WASHINGTON DC, DC 20001			CHARITABLE FOUNDATIO FUNDING PRE-SCHOOL LITERARY	1,000
UNIVERSITY OF ILLINOIS AT CHICAGO 1200 W HARRISON STREET CHICAGO, IL 60607			UNIVERSITY FOUNDATIO FUNDING SCHOLARSHIP PROGRAM	10,000
Total ▶ 3a				44,725

TY 2017 Accounting Fees Schedule**Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,500	0		0

TY 2017 Investments - Other Schedule**Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIDELITY INVESTMENTS	AT COST	441,428	524,347

TY 2017 Other Expenses Schedule**Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	3,179	0		0
OFFICE EXPENSES	536	0		0
WEBSITE HOSTING	418	0		0
INSURANCE	4,935	0		0
PROMOTIONAL EXPENSES	657	0		0
ANNUAL PROGRAM EVENT EXPENSES	32,604	0		0
OFFICE SUPPLIES	1,294	0		0

**TY 2017 Substantial Contributors
Schedule****Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552**Name****Address**

VIKKI L PRYOR

3 INTERNATIONAL DRIVE STE 140
RYE BROOK, NY 10573

TY 2017 Taxes Schedule**Name:** CHANGE CREATE TRANSFORM FOUNDATION**EIN:** 27-3953552

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID ON DIVIDENDS	164	0		0
DELAWARE TAX	25	0		0