

EXTENDED TO NOVEMBER 15, 2018

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
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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

, and ending

Name of foundation
GIA-MAIONE PRIMA FOUNDATION INC
C/O ANTHONY J SYLVESTER

Number and street (or P O box number if mail is not delivered to street address)
210 PARK AVENUE 2ND FLOOR

City or town, state or province, country, and ZIP or foreign postal code
FLORHAM PARK, NJ 07932

A Employer identification number
45-2504060

B Telephone number
973-302-9700

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
☐ Final return
☐ Address change
☐ Initial return of a former public charity
☐ Amended return
☐ 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)
\$ 6,846,941. (Part I, column (d) must be on cash basis.)

J Accounting method:
☒ Cash
☐ Accrual
☐ Other (specify)

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)
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)					
Revenue	1 Contributions, gifts, grants, etc., received	6,343,847.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	117.	117.		STATEMENT 1
	4 Dividends and interest from securities	7,508.	7,508.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	32,845.			
	b Gross sales price for all assets on line 6a	1,549,772.			
	7 Capital gain net income (from Part IV, line 2)		32,845.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	719,652.	719,647.		STATEMENT 3
	12 Total. Add lines 1 through 11	7,103,969.	760,117.		
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	75,659.	5,400.		70,259.
	b Accounting fees STMT 5	3,500.	0.		3,500.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	50.	0.		0.
Total	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3,596.	0.		3,596.
	22 Printing and publications				
	23 Other expenses STMT 7	9,308.	2,307.		7,001.
	24 Total operating and administrative expenses. Add lines 13 through 23	92,113.	7,707.		84,356.
	25 Contributions, gifts, grants paid	155,383.			155,383.
	26 Total expenses and disbursements. Add lines 24 and 25	247,496.	7,707.		239,739.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	6,856,473.			
	b Net investment income (if negative, enter -0-)		752,410.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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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	7,101.		
	2 Savings and temporary cash investments		537,827.	537,827.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	0.	1,017,304.	1,125,762.
	c Investments - corporate bonds STMT 10	0.	83,272.	83,103.
	11 Investments - land, buildings and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11	0.	2,099,621.	2,100,249.	
14 Land, buildings, and equipment; basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ <u>MUSICAL INTELLECTUA</u>)	0.	3,000,000.	3,000,000.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,101.	6,738,024.	6,846,941.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ _____)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted	7,101.	6,738,024.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	7,101.	6,738,024.		
31 Total liabilities and net assets/fund balances	7,101.	6,738,024.		

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	7,101.
2 Enter amount from Part I, line 27a	2	6,856,473.
3 Other increases not included in line 2 (itemize) ▶ _____	3	0.
4 Add lines 1, 2, and 3	4	6,863,574.
5 Decreases not included in line 2 (itemize) ▶ <u>SEE STATEMENT 8</u>	5	125,550.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,738,024.

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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	1,549,772.	1,516,927.	32,845.

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			32,845.

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	32,845.
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	230,049.	43,726.	5.261149
2015	181,258.	73,091.	2.479895
2014	27,438.	99,452.	.275892
2013	0.	108,581.	.000000
2012	4,926.	65,800.	.074863

2 Total of line 1, column (d)	2	8.091799
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	1.618360
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,835,898.
5 Multiply line 4 by line 3	5	6,207,864.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,524.
7 Add lines 5 and 6	7	6,215,388.
8 Enter qualifying distributions from Part XII, line 4	8	239,739.

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.

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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 15,048.
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 15,048.
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 15,048.
6 Credits/Payments.		
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a 37.	
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 37.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8 0.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9 15,011.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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?		
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. <input type="checkbox"/> NJ		
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

N/A

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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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of ANTHONY J SYLVESTER Telephone no. 973-302-9700 Located at 210 PARK AVENUE 2ND FLOOR, FLORHAM PARK, NJ ZIP+4 07932		
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		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		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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" 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		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?		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? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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	
Organizations relying on a current notice regarding disaster assistance, check here		<input checked="" 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?		N/A	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).		<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
If "Yes" to 6b, file Form 8870			X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		N/A	

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
ANTHONY SYLVESTER	PRESIDENT, TREASURER, TRUS			
210 PARK AVENUE 2ND FLOOR				
FLORHAM PARK, NJ 07932	10.00	0.	0.	0.
RICHARD KNIGHT (UNTIL APRIL 2017)	TRUSTEE			
210 PARK AVENUE 2ND FLOOR				
FLORHAM PARK, NJ 07932	10.00	0.	0.	0.
LINDA CONSOLAZIO	SECRETARY, TRUSTEE			
210 PARK AVENUE 2ND FLOOR				
FLORHAM PARK, NJ 07932	10.00	0.	0.	0.
KATHRYN KNIGHT (FROM APRIL 2017)	TRUSTEE			
210 PARK AVENUE 2ND FLOOR				
FLORHAM PARK, NJ 07932	10.00	0.	0.	0.

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

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

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

0

Part 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	572,820.
b	Average of monthly cash balances	1b	321,493.
c	Fair market value of all other assets	1c	3,000,000.
d	Total (add lines 1a, b, and c)	1d	3,894,313.
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	3,894,313.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,415.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,835,898.
6	Minimum investment return Enter 5% of line 5	6	191,795.

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	191,795.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	15,048.
b	Income tax for 2017. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,048.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	176,747.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	176,747.
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	176,747.

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	239,739.
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	239,739.
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	239,739.

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				176,747.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	1,636.			
b From 2013				
c From 2014	22,473.			
d From 2015	177,613.			
e From 2016	227,889.			
f Total of lines 3a through e	429,611.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$	239,739.			
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				176,747.
e Remaining amount distributed out of corpus	62,992.			
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	492,603.			
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				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	1,636.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	490,967.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014	22,473.			
c Excess from 2015	177,613.			
d Excess from 2016	227,889.			
e Excess from 2017	62,992.			

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
COUNT BASIE THEATER, INC. 99 MONMOUTH ST. RED BANK , NJ 07701	N/A	PC	GENERAL SUPPORT	10,000.
JAZZ HOUSE KIDS 347 BLOOMFIELD AVE, LOWER LEVEL MONTCLAIR , NJ 07042	N/A	PC	GENERAL SUPPORT	18,000.
JAZZ ON THE BAYOU P.O. BOX 5519 SLIDELL, LA 70469	N/A	PC	GENERAL SUPPORT	5,000.
MORRISTOWN PARTNERS INC. 14 MAPLE AVENUE, STE. 201 MORRISTOWN , NJ 07960	N/A	PC	GENERAL SUPPORT	10,000.
NEW ORLEANS ACADEMY OF FINE ARTS 5256 MAGAZINE STREET NEW ORLEANS, LA 70115	N/A	PC	GENERAL SUPPORT	1,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				155,383.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	117.		
4 Dividends and interest from securities			14	7,508.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			01	12.		
8 Gain or (loss) from sales of assets other than inventory			18	32,845.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a ROYALTIES			15	719,635.		
b IRS REFUND			01	5.		
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		760,122.		0.
13 Total. Add line 12, columns (b), (d), and (e)						

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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	SALE OF PUBLICLY TRADED SECURITIES-SHORT TERM	D	VARIOUS	VARIOUS
b	SALE OF PUBLICLY TRADED SECURITIES-LONGTERM	D	VARIOUS	VARIOUS
c	SALE OF PUBLICLY TRADED SECURITIES-SHORT TERM	P	VARIOUS	VARIOUS
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
i				
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 454.		289.	165.
b 1,306,489.		1,282,872.	23,617.
c 242,816.		233,766.	9,050.
d 13.			13.
e			
f			
g			
h			
i			
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			165.
b			23,617.
c			9,050.
d			13.
e			
f			
g			
h			
i			
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	32,845.
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 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
NEW ORLEANS JAZZ & HERITAGE FOUNDATION INC 1205 N. RAMPART ST NEW ORLEANS, LA 70115	N/A	PC	GENERAL SUPPORT	7,500.
SAINT VINCENT ACADEMY 228 W. MARKET STREET NEWARK, NJ 07103	N/A	PC	GENERAL SUPPORT	1,500.
THE GRAMMY FOUNDATION 3030 OLYMPIC BLVD. SANTA MONICA, CA 90404	N/A	PC	GENERAL SUPPORT	10,000.
THE LOUISIANA PHILHARMONIC ORCHESTRA 1010 COMMON STREET, SUITE 2120 NEW ORLEANS, LA 70112	N/A	PC	GENERAL SUPPORT	2,750.
TOMS RIVER SOUTH ALUMNI ASSOCIATION 707 UNION AVENUE BRIELLE, NJ 08730	N/A	PC	GENERAL SUPPORT	1,000.
TROMBONE SHORTY FOUNDATION 650 POYDRAS STREET, SUITE 2245 NEW ORLEANS, LA 70130	N/A	PC	GENERAL SUPPORT	12,500.
TULANE UNIVERSITY 6823 ST. CHARLES AVENUE NEW ORLEANS, LA 70118	N/A	PC	GENERAL SUPPORT	25,368.
THE ASCAP FOUNDATION 1900 BROADWAY NEW YORK, NY 10023	N/A	PC	GENERAL SUPPORT	10,000.
NEW JERSEY PERFORMING ART CENTER ONE CENTRE STREET NEWARK, NJ 07102	N/A	PC	GENERAL SUPPORT	7,500.
WARREN EASTON FOUNDATION 3019 CANAL STREET NEW ORLEANS, LA 70119	N/A	PC	GENERAL SUPPORT	15,165.
Total from continuation sheets				111,383.

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Name of the organization

GIA MAIONE PRIMA FOUNDATION INC
C/O ANTHONY J SYLVESTER

Employer identification number

45-2504060

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

GIA MAIONE PRIMA FOUNDATION INC
C/O ANTHONY J SYLVESTER

Employer identification number

45-2504060

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GIA PRIMA 9/23/2013 TRUST C/O ANTHONY J. SYLVESTER, TRUSTEE 210 PARK AVENUE FLORHAM PARK, NJ 07932	\$ 2,974,684.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	GIA PRIMA 9/23/2013 TRUST C/O ANTHONY J. SYLVESTER, TRUSTEE 210 PARK AVENUE FLORHAM PARK, NJ 07932	\$ 318,789.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	GIA PRIMA 9/23/2013 TRUST C/O ANTHONY J. SYLVESTER, TRUSTEE 210 PARK AVENUE FLORHAM PARK, NJ 07932	\$ 3,000,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
4	ESTATE OF GIA MAIONE PRIMA C/O FRANK SAVANNAH, TRUSTEE 210 PARK AVENUE FLORHAM PARK, NJ 07932	\$ 50,374.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization GIA MAIONE PRIMA FOUNDATION INC C/O ANTHONY J SYLVESTER	Employer identification number 45-2504060
--	---

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
<u>1</u>	VARIOUS SECURITIES - SEE ATTACHMENT A	\$ <u>2,974,684.</u>	<u>VARIOUS</u>
<u>3</u>	MUSICAL INTELLECTUAL PROPERTY ASSETS	\$ <u>3,000,000.</u>	<u>VARIOUS</u>
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

GIA MAIONE PRIMA FOUNDATION INC
C/O ANTHONY J SYLVESTER

Employer identification number

45-2504060

Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	117.	117.	
TOTAL TO PART I, LINE 3	117.	117.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	7,521.	13.	7,508.	7,508.	
TO PART I, LINE 4	7,521.	13.	7,508.	7,508.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	12.	12.	
ROYALTIES	719,635.	719,635.	
IRS REFUND	5.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	719,652.	719,647.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SHERMAN WELLS SYLVESTER & STAMELMAN LLP	67,364.	5,400.		61,964.
ADAMS AND REESE LLP	8,295.	0.		8,295.
TO FM 990-PF, PG 1, LN 16A	75,659.	5,400.		70,259.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PKF O'CONNOR DAVIES LLP	3,500.	0.		3,500.
TO FORM 990-PF, PG 1, LN 16B	3,500.	0.		3,500.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	50.	0.		0.
TO FORM 990-PF, PG 1, LN 18	50.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE EXPENSE	3,284.	0.		3,284.
IT AND WEBSITE EXPENSES	3,585.	0.		3,585.
SUPPLIES AND OFFICE EXPENSES	104.	0.		104.
MISCELLANEOUS	28.	0.		28.
OTHER INVESTMENT EXPENSES	2,307.	2,307.		0.
TO FORM 990-PF, PG 1, LN 23	9,308.	2,307.		7,001.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 8

DESCRIPTION	AMOUNT
TO ADJUST COST BASIS OF CONTRIBUTIONS RECEIVED TO TAX BASIS	125,550.
TOTAL TO FORM 990-PF, PART III, LINE 5	125,550.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT B	1,017,304.	1,125,762.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,017,304.	1,125,762.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT B	83,272.	83,103.
TOTAL TO FORM 990-PF, PART II, LINE 10C	83,272.	83,103.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATE OF DEPOSITS - ATTACHMENT B	COST	1,100,000.	1,098,474.
EFTS/CLOSED END FUNDS - ATTACHMENT B	COST	999,621.	1,001,775.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,099,621.	2,100,249.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MUSICAL INTELLECTUAL PROPERTY ASSETS	0.	3,000,000.	3,000,000.
TO FORM 990-PF, PART II, LINE 15	0.	3,000,000.	3,000,000.

Gria Maione Prima Foundation, Inc.
Schedule B - Part II: Schedule of Non Cash Property
12/31/2017

DATE	QUANTITY	DESCRIPTION	AMOUNT
11/21/2017	7,105 785	FRANKLIN FEDERAL TX FR INC A	84,914.13
11/21/2017	8,051 694	MAINSTAY TAX FREE BOND C	80,597 45
11/21/2017	18,348 214	OPPENHEIMER SR FLOATING RATE C	148,253.56
11/21/2017	7,864 532	BLACKROCK NATIONAL MUNI A	85,723 39
11/21/2017	62 041	DELAWARE CORPORATE BOND A	364 80
11/21/2017	12,015 476	E V FLOATING RATE C	107,778 81
11/21/2017	2,257 752	LORD ABBETT SH/DUR TAX FREE A	35,175 77
11/21/2017	7,480 525	LORD ABBETT INTERM TX FR A	80,939 28
11/21/2017	6,111 671	LOOMIS SAYLES STRAT INC C	90,330 49
11/21/2017	50,000 000	ALLY BK MIDVALE UT CD	49,949 00
11/21/2017	100,000 000	bmw SALT LAKE CITY UT CD	100,753 00
11/21/2017	28,000.000	wells fargo cd SIOUX FALLS SD CD	27,998 04
11/21/2017	200,000 000	JPM COLUMBUS OH CD	199,256 00
11/21/2017	30,000 000	First Bank PR SANTURCE PR CD	30,001 80
11/21/2017	100,000 000	COMENITY BANK JUMBO (FORMERLY WORLD FINL NETWORK BANK) DE CD	100,060 67
11/21/2017	30,000 000	CAPITAL ONE BANK GLEN ALLEN VACD	29,964 90
11/21/2017	96,000 000	ST BK OF INDIA CD CHICAGO IL CD	96,616 32
11/21/2017	100,000 000	EVERBANK CD JACKSONVILLE FL CD	100,061 00
11/21/2017	50,000 000	First Bank PR SANTURCE PR CD	49,799 50
11/21/2017	35,000 000	GOLDMAN SACHS BANK USA NEW YORK CD	36,134 00
11/21/2017	25,000 000	CITIGROUP INC	26,092 00
11/21/2017	30,000 000	American Exp SALT LAKE CITY UTCD	30,021 90
11/21/2017	15,000 000	GENL ELECTRIC CAPITAL CORP	16,082 85
11/21/2017	50,000 000	ALLY BK MIDVALE UT CD	49,806 00
11/21/2017	31,000 000	discover GREENWOOD DE CD	30,973 34
11/24/2017	114 000	WILLIAMS CO INC	3,199 98
11/24/2017	150 000	WEYERHAEUSER CO	5,425 50
11/24/2017	16 000	WASH TRUST BANCORP INC	868 80
11/24/2017	151 000	WESTERN DIGITAL CORPORATION	14,009.78
11/24/2017	33 000	UNION PACIFIC CORP	3,902 25
11/24/2017	56 000	TEXAS INSTRUMENTS	5,560 80
11/24/2017	5 000	TELEFLEX INC	1,338 55
11/24/2017	83.000	SYSCO CORP	4,558 36
11/24/2017	85 000	SOUTHERN CO	4,368.15
11/24/2017	11 000	SNAP-ON INC	1,756 70
11/24/2017	76.000	SCHLUMBERGER LTD	4,706 68
11/24/2017	17 000	R P M INC	889 10
11/24/2017	75 000	PUBLIC SERVICE ENTERPRISE GP	3,867 00
11/24/2017	105 000	PROCTER & GAMBLE	9,287 25
11/24/2017	114 000	PFIZER INC	4,045 86
11/24/2017	66 000	PEPSICO INC NC	7,649 40
11/24/2017	46 000	PPG INDUSTRIES INC	5,340 60
11/24/2017	122 000	OCCIDENTAL PETROLEUM CORP DE	8,347 24
11/24/2017	171 000	NUCOR CORPORATION	9,564 03
11/24/2017	8 000	NORDSON CP	1,029 04
11/24/2017	21 000	NORDSTROM INC	860 16
11/24/2017	172 000	NESTLE SPON ADR REP REG SHR	14,981 20
11/24/2017	78 000	MICROSOFT CORP	6,494 28
11/24/2017	19 000	MC DONALDS CORP	3,213 09
11/24/2017	23 000	MC CORMICK AND CO NON VOTING	2,279 99
11/24/2017	13 000	MAXIM INTEGRATED PRODUCTS INC	700 05
11/24/2017	67 000	KIMBERLY CLARK CORP	7,804 16
11/24/2017	443 000	IMMUNOGEN INC	2,644 71
11/24/2017	36 000	JOHNSON & JOHNSON	4,968 36

Gia Maione Prima Foundation, Inc.
Schedule B - Part II: Schedule of Non Cash Property
12/31/2017

DATE	QUANTITY	DESCRIPTION	AMOUNT
11/24/2017	92 000	INTERNATIONAL PAPER CO	5,052.64
11/24/2017	60 000	INTEL CORP	2,685.00
11/24/2017	5 000	IDEX CORPORATION DELAWARE	653.45
11/24/2017	170 000	HONDA MOTOR COMPANY LTD ADR	5,632.10
11/24/2017	37 000	HOME DEPOT INC	6,376.21
11/24/2017	10 000	HASBRO INC	946.50
11/24/2017	95.000	GENERAL MILLS INC	5,096.75
11/24/2017	14 000	ARTHUR J GALLAGHER	915.46
11/24/2017	16 000	FULLER H B & COMPANY	898.08
11/24/2017	14 000	FORTIS INC	529.62
11/24/2017	25 000	ECOLAB INC	3,321.50
11/24/2017	12 000	DONALDSON CO INC	575.88
11/24/2017	42 000	WALT DISNEY CO HLDG CO	4,310.88
11/24/2017	18 000	CULLEN FROST BANKERS INC	1,709.82
11/24/2017	13 000	CRANE CO	1,072.89
11/24/2017	358 000	COCA COLA CO	16,425.04
11/24/2017	62 000	CDN IMPL BK COMMERCE	5,609.76
11/24/2017	15 000	AVERY DENNISON CORPORATION	1,675.50
11/24/2017	76 000	AUTODESK INC DELAWARE	9,842.00
11/24/2017	26 000	APPLE INC	4,549.22
11/24/2017	180 000	ANADARKO PETE	8,659.80
11/24/2017	46 000	AMERICAN ELECTRIC POWER CO	3,517.62
11/24/2017	6 000	ALBANY INTL A NEW	378.90
11/24/2017	15 000	ALASKA AIR GROUP INCORPORATED	981.00
11/24/2017	5,000 000	GENERAL ELECTRIC CAPITAL CORP	6,398.85
11/24/2017	8,000 000	FED HOME LN MTG CORP	8,212.96
11/24/2017	3,000 000	FED NATL MTG ASSN	4,260.87
11/24/2017	54 000	GRAMERCY PPTY TR	1,575.72
11/24/2017	293 000	SONIC HEALTHCARE LTD	4,941.44
11/24/2017	6.000	HUBBELL INC	722.70
11/24/2017	170 000	MMC NORILSK NICKL PJSC SPS ADR	3,166.25
11/24/2017	137 000	IONIS PHARMACEUTICALS INC	7,470.61
11/24/2017	16 000	LIBERTY MEDIA CORP SER C	621.76
11/24/2017	11 000	LIBERTY MEDIA CORP SER A	408.65
11/24/2017	66 000	LIBERTY MEDIA C SER C SIRIUSXM	2,689.50
11/24/2017	33 000	LIBERTY MEDIA C SER A SIRIUSXM	1,344.75
11/24/2017	9,000 000	FHLMC 30 YR GOLD G08737	8,488.78
11/24/2017	49 000	ACUSHNET HOLDINGS CORP	942.27
11/24/2017	10 000	JAMES RIV GROUP HLDGS LTD	386.90
11/24/2017	185 000	JOHNSON CTLS INTL PLC	6,828.35
11/24/2017	21 000	BIOVERATIV INC	1,061.97
11/24/2017	48 000	FIDELITY NATIONAL FINANCIAL IN	1,945.92
11/24/2017	75 000	DOWDUPONT INC	5,337.00
11/24/2017	517 000	VODAFONE GROUP PLC	15,815.03
11/24/2017	4,000 000	UNITED STATES TREASURY BOND-INFLATION INDEXED	4,149.16
11/24/2017	42 000	DAIMLER AG-UNSPONSORED ADR	3,517.08
11/24/2017	15,000 000	FED NATL MTG ASSN	15,029.70
11/24/2017	7,000 000	UNITED MEXICAN STATES	7,332.85
11/24/2017	4,000 000	UNITED STATES TREASURY NOTE	4,021.24
11/24/2017	7 000	BRIGHTHOUSE FINL INC	401.03
11/24/2017	357 000	JAPAN TOB INC	5,940.48
11/24/2017	6,000 000	GOLDMAN SACHS GROUP INC	6,316.20
11/24/2017	227 000	ENGIE SPONS ADR	3,922.56
11/24/2017	6,000 000	CITIGROUP INC 3 66 FXD TO 07/24/2027 FLTS THRFTR	6,070.86

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DATE	QUANTITY	DESCRIPTION	AMOUNT
11/24/2017	14 000	LIBERTY BROADBAND CORP S-C	1,230 88
11/24/2017	7 000	LIBERTY BROADBAND CORP S-A	605 71
11/24/2017	298 000	UBS GROUP AG SHS	5,143 48
11/24/2017	214 000	SMURFIT KAPPA GROUP PLC ADR	6,867 26
11/24/2017	137 000	COLONY NORTHSTAR INC	1,705 65
11/24/2017	80 000	IMPERIAL BRANDS PLC SPD ADR	3,392.00
11/24/2017	138 000	NOW INC	1,415 88
11/24/2017	4,000 000	UNITED STATES TREASURY NOTE-INFLATION INDEXED	4,238 76
11/24/2017	21 000	LEIDOS HLDGS INC	1,287 51
11/24/2017	22,000 000	FHLMC 30 YR GOLD G60440	19,035 04
11/24/2017	8,000 000	UNITED STATES TREASURY BOND	7,584 08
11/24/2017	35 000	BROADCOM LTD SHS	9,883 30
11/24/2017	22 000	STERIS PLC	1,946 56
11/24/2017	63 000	ALLERGAN PLC SHS	10,932 39
11/24/2017	89 000	CROWN CASTLE INTL CORP	10,032 08
11/24/2017	110 000	TRAVELPORT WORLDWIDE LIMITED	1,483 90
11/24/2017	541 000	TWITTER INC	12,129 22
11/24/2017	23 000	KAR AUCTION SVCS INC	1,122 86
11/24/2017	29 000	PEBBLEBROOK HOTEL TR COM	1,097 65
11/24/2017	197 000	MERCK & CO INC NEW COM	10,706 95
11/24/2017	30 000	ANHEUSER BUSCH INBEV SA SPON	3,526 80
11/24/2017	12.000	LOGMEIN INC COM	1,428 60
11/24/2017	504 000	PROSIEBENSAT 1 MEDIA AG ADR	3,941 28
11/24/2017	161 000	MUENCHENER RUECK-UNSPONS ADR	3,638 60
11/24/2017	264 000	MICHELIN COMPAGNIE GENERALE DE	7,407 84
11/24/2017	23 000	TRAVELERS COMPANIES INC COM	2,986 09
11/24/2017	11 000	MSA SAFETY INC	878 79
11/24/2017	87 000	ENLINK MIDSTREAM LLC	1,392.00
11/24/2017	193 000	SINGAPORE TELECOM LTD ADR NEW	5,303 64
11/24/2017	350 000	BCE INC	16,985 50
11/24/2017	24 000	MASTERCARD INC CL A	3,665 76
11/24/2017	222 000	LIBERTY INTERACTIVE CORP QVC A	5,510 04
11/24/2017	96 000	MONDELEZ INTL INC COM	4,046 40
11/24/2017	8,000 000	UNITED STATES TREASURY BOND	8,375 92
11/24/2017	81 000	ABBVIE INC COM	7,672 32
11/24/2017	8,000 000	BP CAPITAL MARKETS PLC	8,044 40
11/24/2017	42 000	AMC NETWORKS INC CL A	2,095 38
11/24/2017	73 000	HEALTHCARE TR AMER INC CL A	2,254 97
11/24/2017	83 000	L3 TECHNOLOGIES INC COM	15,771 66
11/24/2017	25 000	LIONS GATE ENTMTNT CORP CL B	798.50
11/24/2017	2,195 000	WEATHERFORD INTERNATIONAL	7,638 60
11/24/2017	7,000 000	VERIZON COMMUNICATIONS	7,748 44
11/24/2017	4,000 000	ENTERPRISE PRODUCTS OPER	4,804.76
11/24/2017	21 000	LIBERTY INTERACTIVE CORP	1,210 86
11/24/2017	358 000	TELEFONICA BRASIL SA SPON ADR	5,434 44
11/24/2017	158 000	SSE PLC SPON ADR	2,873 23
11/24/2017	199 000	NN GROUP NV ADR	4,216 81
11/24/2017	69 000	WEC ENERGY GROUP INC COM	4,728 57
11/24/2017	54 000	HOPE BANCORP, INC	963 36
11/24/2017	37 000	PHILLIPS 66 COM	3,464 68
11/24/2017	30 000	TARGA RESOURCES CORP	1,301 70
11/24/2017	97 000	PENTAIR PLC	6,708 52
11/24/2017	7,000 000	BANK OF AMERICA CORP	7,442 54
11/24/2017	216 000	VERMILION ENERGY INC	7,741 44

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DATE	QUANTITY	DESCRIPTION	AMOUNT
11/24/2017	131 000	DISCOVERY COMMUNICATIONS SER A	2,292 50
11/24/2017	84 000	GENERAL MTRS CO	3,734 64
11/24/2017	103 000	DUKE ENERGY CORP NEW	9,144 34
11/24/2017	47.000	MEDTRONIC PLC SHS	3,912.75
11/24/2017	6,000 000	MICROSOFT CORP	6,722 28
11/24/2017	29 000	AMERICAN TOWER REIT COM	4,271 70
11/24/2017	7,000 000	JP MORGAN CHASE & CO	7,358 68
11/24/2017	13,000 000	FEDERAL NATIONAL MTG ASSN POOL BM1285	12,109 88
11/24/2017	20 000	EPR PPTYS COM	1,368 60
11/24/2017	52 000	ZOETIS INC CLASS-A	3,707 08
11/24/2017	6 000	INGREDION INC COM	812 70
11/24/2017	35 000	HOLLYFRONTIER CORP COM	1,541 75
11/24/2017	137 000	NATIONAL GRID PLC SPON ADR	8,007 65
11/24/2017	66 000	WELLTOWER INC	4,505 16
11/24/2017	146 000	TE CONNECTIVITY LTD NEW	13,907 96
11/24/2017	18 000	J2 GLOBAL INC COM NEW	1,368 36
11/24/2017	161 000	NUANCE COMMUNICATIONS INC	2,373 14
11/24/2017	39 000	PACWEST BANCORP	1,753 05
11/24/2017	102 000	DOLBY CLA A COM STK	6,451 50
11/24/2017	37 000	HUNTSMAN CORP	1,141 82
11/24/2017	203 000	SANOFI ADR	9,358 30
11/24/2017	15 000	CONS COMMUNICATIONS HLDGS	204 30
11/24/2017	27 000	VALIDUS HOLDINGS LTD COM	1,310 58
11/24/2017	43 000	BIOGEN INC COM	13,285 71
11/24/2017	377 000	AT&T INC	13,123 37
11/24/2017	75 000	ROYAL DUTCH SHELL PLC CL B	4,837 50
11/24/2017	17 000	PNM RESOURCES INC (HLDG CO)	756 50
11/24/2017	37 000	MAIDEN HOLDINGS LTD SHS	236 80
11/24/2017	85 000	CHEVRON CORP	9,903 35
11/24/2017	37 000	GREAT PLAINS ENERGY INC	1,270 95
11/24/2017	127 000	BNP PARIBAS SP ADR REPSTG	4,837 43
11/24/2017	145 000	MEDICAL PROPERTIES TRUST INC	2,001 00
11/24/2017	4,000 000	WELLS FARGO & COMPANY 3 584% FXD TO 05/22/27 FLTS THEREAFTER	4,064 80
11/24/2017	20 000	RAYTHEON CO (NEW)	3,721 20
11/24/2017	18 000	ADIENT PLC COM	1,401 48
11/24/2017	248 000	ABB LTD	6,356 24
11/24/2017	78 000	METLIFE INCORPORATED	4,042 74
11/24/2017	483 000	ADVANCED SEMICNDCTR ENG SP ADR	3,414 81
11/24/2017	87 000	BANK OF NEW YORK MELLON CORP	4,544 01
11/24/2017	21 000	NEXTERA ENERGY INC	3,276 63
11/24/2017	22 000	U S BANCORP COM NEW	1,140 26
11/24/2017	185 000	PPL CORPORATION	6,717 35
11/24/2017	182 000	ALTRIA GROUP INC	11,917 36
11/24/2017	9 000	PACKAGING CORP AMER	1,003 23
11/24/2017	247 000	SMITHS GROUP PLC SPONSORED ADR	5,004 22
11/24/2017	326 000	SEAGATE TECHNOLOGY PLC	13,134 54
11/24/2017	154 000	FLUOR CORP NEW	7,221 06
11/24/2017	408.000	ASTRAZENECA PLC ADS	13,806 72
11/24/2017	18 000	3M COMPANY	4,164 84
11/24/2017	102 000	ENBRIDGE INC	3,790 32
11/24/2017	187 000	EXXON MOBIL CORP	15,225 54
11/24/2017	98.000	SIEMENS AKTIENGESELLSCHAFT	6,675.76
11/24/2017	46 000	DIAGEO PLC SPON ADR NEW	6,431 72
11/24/2017	48 000	BANK OF THE OZARKS INC	2,122 56

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DATE	QUANTITY	DESCRIPTION	AMOUNT
11/24/2017	14 000	BLACKROCK INC	6,716 36
11/24/2017	2 000	M K S INSTRUMENTS	211 10
11/24/2017	42 000	RAMCO GERSHENSON PPTYS INC NEW	603 54
11/24/2017	63 000	B & G FOODS INC	2,283 75
11/24/2017	138 000	BRITISH AMER TOB SPON ADR	9,215 64
11/24/2017	6 000	EASTGROUP PROPERTIES INC	564 66
11/24/2017	7 000	APPLIED IND TECH INC	432 60
11/24/2017	616 000	COMCAST CORP (NEW) CLASS A	22,095 92
11/24/2017	277.000	MANULIFE FINANCIAL CORP	5,880 71
11/24/2017	79 000	NOVARTIS AG ADR	6,721 32
11/24/2017	48 000	WASTE MGMT INC (DELA)	3,858 24
11/24/2017	316 000	ING GROEP NV ADR	5,785 96
11/24/2017	130 000	DOMINION ENERGY INC	10,687 30
11/24/2017	108 000	NIPPON TELEGRAPH&TELEPHONE ADS	5,702 40
11/24/2017	41 000	REALTY INCOME CORP	2,311 99
11/24/2017	4 000	MSC INDL DIRECT CO CLASS A	325 88
11/24/2017	690 000	FREEPORT-MCMORAN INC	9,901 50
11/24/2017	51 000	TIME WARNER INC NEW	4,564 50
11/24/2017	30 000	ALLIANT ENERGY CP	1,326 60
11/24/2017	33 000	TANGER FACTORY OUTLET CENTERS	805 20
11/24/2017	72 000	CITRIX SYSTEMS INC	6,210 00
11/24/2017	97 000	BGC PARTNERS INC CL A	1,545 21
11/24/2017	183 000	BP PLC ADS	7,329 15
11/24/2017	14 000	VECTREN CP	940 52
11/24/2017	69 000	HERCULES CAPITAL INC	943 23
11/24/2017	354 000	VERIZON COMMUNICATIONS	16,641 54
11/24/2017	51 000	BOC HONG KONG LTD SPONS ADR	4,889 88
11/24/2017	181 000	CREE RESEARCH INC	6,655 37
11/24/2017	67.000	UNITED PARCEL SER INC CL-B	7,580 38
11/24/2017	7 000	LINCOLN ELEC HLDGS INC	613.27
11/24/2017	119 000	UNILEVER NV NY SH NEW	6,885 34
11/24/2017	180 000	ZURICH INSURANCE GRP LTD ADR	5,486 40
11/24/2017	132 000	HSBC HOLDINGS PLC SPON ADR NEW	6,473 28
11/24/2017	222 000	BAE SYS PLC SPON ADR	6,526 80
11/24/2017	9 000	AGREE REALTY CORP	451 71
11/24/2017	47 000	BANCO LATINOAMERICANO DE COMER	1,364 88
11/24/2017	90 000	ARES CAPITAL CORP	1,473 30
11/24/2017	22 000	PUBLIC STORAGE	4,681 38
11/24/2017	64 000	OMEGA HEALTHCARE INV INC	1,730 56
11/24/2017	254 000	ROCHE HOLDINGS ADR	8,026 40
11/24/2017	68.000	PT TELEKOMUNIKASI INDONESIA	2,162 40
11/24/2017	11 000	AUTOLIV INC	1,366 42
11/24/2017	8 000	PRAXAIR INC	1,223 04
11/24/2017	23,000 000	FHLMC 30 YR GOLD G08669	14,679 20
11/24/2017	69 000	SINCLAIR BROADCAST GP CL A	2,287 35
11/24/2017	255 000	ALLIANZ SE ADS	6,011 11
11/24/2017	245 000	DEUTSCHE TELEKOM AG 1 ORD 1ADS	4,312 98
11/24/2017	21 000	EAST WEST BANCORP	1,210 44
11/24/2017	10 000	TUPPERWARE BRANDS CORP	620 00
11/24/2017	389 000	GLAXOSMITHKLINE PLC ADR	13,630 56
11/24/2017	13 000	ALLETE INC NEW	1,016 34
11/24/2017	489 000	ORKLA ADR A SHS	4,978 02
11/24/2017	28 000	AFLAC INCORPORATED	2,380 00
11/24/2017	5 000	LITTELFUSE INC	1,032 00

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11/24/2017	10 000	BOK FINANCIAL CORP NEW	847 00
11/24/2017	12 000	BROADRIDGE FIN SOLU LLC	1,072 08
11/24/2017	236 000	TOTAL S A SPON ADR	13,317 48
11/24/2017	106 000	PHILIP MORRIS INTL INC	10,937 08
11/24/2017	140 000	NATIONAL OILWELL VARCO INC	4,459 00
11/24/2017	41 000	ENTERCOM COMMUNICATIONS CP A	492 00
11/24/2017	111.000	UNITEDHEALTH GP INC	23,588 61
11/24/2017	35 000	HNI CORPORATION	1,177 75
11/24/2017	32 000	LASALLE HOTEL PROPERTIES	906 56
11/24/2017	73 000	VENTAS INC	4,721 64
11/24/2017	74 000	VERTEX PHARMACEUTICALS	10,844 70
11/24/2017	31 000	VISA INC CL A	3,471 07
11/24/2017	233 000	BANK OF AMERICA CORP	6,195 47
11/24/2017	12 000	GARMIN LTD SHS	741 48
11/24/2017	140 000	UTD OVERSEAS BK LTD SPON ADR	5,410 16
11/24/2017	12.000	HAWAIIAN HLDGS INC	469 80

TOTAL NON CASH PROPERTY 2,974,683.96