

Return of Private Foundation

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

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OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation THE CHADBOURNE FOUNDATION, INC.		A Employer identification number 59-2126313
Number and street (or P.O. box number if mail is not delivered to street address) 192 HEWITT STREET	Room/suite	B Telephone number 850-434-2244
City or town, state or province, country, and ZIP or foreign postal code PENSACOLA, FL 32503		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 14,014,665.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		603,006.		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					
4 Dividends and interest from securities		305,522.	305,522.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		927,282.			
b Gross sales price for all assets on line 6a	3,684,912.				
7 Capital gain net income (from Part IV, line 2)			927,282.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		6,322.	6,322.		Statement 2
12 Total. Add lines 1 through 11		1,842,132.	1,239,126.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	Stmnt 3	5,425.	0.		5,425.
c Other professional fees	Stmnt 4	110,359.	110,359.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	Stmnt 5	2,786.	2,725.		61.
24 Total operating and administrative expenses. Add lines 13 through 23		118,570.	113,084.		5,486.
25 Contributions, gifts, grants paid		591,072.			591,072.
26 Total expenses and disbursements. Add lines 24 and 25		709,642.	113,084.		596,558.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,132,490.			
b Net investment income (if negative, enter -0-)			1,126,042.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 6	13,223,339.	14,355,829.	14,001,982.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ Statement 7)	18,554.	12,683.	12,683.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	13,241,893.	14,368,512.	14,014,665.	
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 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	13,241,893.	14,368,512.		
30 Total net assets or fund balances	13,241,893.	14,368,512.		
31 Total liabilities and net assets/fund balances	13,241,893.	14,368,512.		

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	13,241,893.
2 Enter amount from Part I, line 27a	2	1,132,490.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	14,374,383.
5 Decreases not included in line 2 (itemize) ▶ PRIOR YEAR EXCISE TAX	5	5,871.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,368,512.

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Part IV Capital Gains and Losses for Tax on Investment Income

(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 TRADED SECURITIES-SEE ATTACHED	P	Various	Various
b Capital Gains Dividends			
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 3,645,377.		2,757,630.	887,747.
b 39,535.			39,535.
c			
d			
e			

(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			887,747.
b			39,535.
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	927,282.
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	574,840.	12,049,551.	.047706
2015	523,605.	11,761,047.	.044520
2014	454,634.	11,093,875.	.040981
2013	380,285.	9,577,408.	.039706
2012	376,096.	7,986,192.	.047093

2 Total of line 1, column (d)	2	.220006
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	.044001
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	13,152,315.
5 Multiply line 4 by line 3	5	578,715.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,260.
7 Add lines 5 and 6	7	589,975.
8 Enter qualifying distributions from Part XII, line 4	8	596,558.
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	11,260.
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	11,260.
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	11,260.
6	Credits/Payments:		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	8,443.
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	8,443.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	2,817.
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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
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"/> FL		
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 Stmt 8	X	

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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?	X	
Website address ► NONE		
14 The books are in care of ► HOLLY LOVATO Telephone no. ► 850-429-1797		
Located at ► 192 HEWITT STREET, PENSACOLA, FL ZIP+4 ► 32503		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		
► 15 N/A		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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	N/A	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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

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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	5b
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?			6b X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		N/A	7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9		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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 Non-operating private foundation of which substantially all of the disbursements it made were to charitable organizations (see Part XV).	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	12,781,583.
b	Average of monthly cash balances	1b	571,021.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,352,604.
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	13,352,604.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	200,289.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,152,315.
6	Minimum investment return. Enter 5% of line 5	6	657,616.

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	657,616.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	11,260.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,260.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	646,356.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	646,356.
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	646,356.

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	596,558.
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	596,558.
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	11,260.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	585,298.

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.

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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 - -			- - -	646,356.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			591,072.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 596,558.				
a Applied to 2016, but not more than line 2a			591,072.	
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				5,486.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				640,870.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

N/A

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

- [illegible]

1 Information Regarding Foundation Managers:

- EDWARD M. CHADBOURNE JR

- None

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

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

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

EDWARD M. CHADBOURNE, JR., 850-434-2244
192 HEWITT STREET, PENSACOLA, FL 32503

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

NO PRESCRIBED FORMAT

- c Any submission deadlines:

NONE

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

NONE

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 Paid during the year				
ALFRED WASHBURN CENTER PO BOX 17062 PENSACOLA, FL 32522	NONE	501(c)(3)	CHARITABLE DONATION	3,000.
ALPHA CENTER PO BOX 10880 PENSACOLA, FL 32524	NONE	501(c)(3)	CHARITABLE DONATION	3,000.
ARC GATEWAY 3932 N 10th Ave PENSACOLA, FL 32503	NONE	501(c)(3)	CHARITABLE DONATION	10,100.
AUTISM PENSACOLA PO BOX 30213 PENSACOLA, FL 32503	NONE	501(c)(3)	Charitable donation	5,000.
BASILICA OF SAINT MICHAEL PO BOX 12423 Pensacola, FL 32591	NONE	501(c)(3)	Charitable donation	35,000.
Total	See continuation sheet(s)			591,072.
b Approved for future payment				
None				
Total				0

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]


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

- b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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


Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below? See instr.

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐
self-employed

PTIN

Thomas M. Bizzell

Preparer's signature
Thomas R. Buzier

Date
10/25/18

P01429187

Firm's name ► Bizzell, Neff & Galloway, P. A.

Firm's EIN ▶ 59-1956293

Firm's address ► P. O. Box 12346

Pensacola, FL 32591

Phone no. (850) 434-5574

Form **990-PF** (2017)

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

Employer identification number

THE CHADBOURNE FOUNDATION, INC.

59-2126313

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	Employer identification number
THE CHADBOURNE FOUNDATION, INC.	59-2126313

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	EDWARD M. CHADBOURNE, JR 192 HEWITT STREET PENSACOLA, FL 32503	\$ 461,731.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	RUTH J. CHADBOURNE 192 HEWITT STREET PENSACOLA, FL 32503	\$ 141,275.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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)
		\$	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)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE CHADBOURNE FOUNDATION, INC.**59-2126313****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
1	MARKETABLE SECURITIES - SEE ATTACHED SCHEDULE	\$ 461,731.	11/16/17
2	MARKETABLE SECURITIES - SEE ATTACHED SCHEDULE	\$ 141,275.	11/16/17
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE CHADBOURNE FOUNDATION, INC.**59-2126313**

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

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
Boys and Girls Club 2751 North H Street Pensacola, FL 32501	NONE	501(c)(3)	Charitable donation	5,000.
CAPSTONE 2912 NORTH E STREET PENSACOLA, FL 32501	NONE	501(c)(3)	CHARITABLE DONATION	10,200.
Cathedral of the Sacred Heart 1212 E Moreno Street Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	35,000.
CATHOLIC CHARITIES 11 NORTH B STREET PENSACOLA, FL 32502	NONE	501(c)(3)	CHARITABLE DONATION	60,372.
Children's Home Society 1300 N Palafox Street Pensacola, FL 32501	NONE	501(c)(3)	Charitable donation	50,000.
COVENANT CARE 5041 N 12TH AVENUE PENSACOLA, FL 32504	NONE	501(c)(3)	Charitable donation	25,000.
Creative Learning Academy Annual Fund 3151 Hyde Park Road Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	1,000.
FAVOR HOUSE OF NORTHWEST FLORIDA 2001 WEST BLOUNT STREET PENSACOLA, FL 32501	NONE	501(c)(3)	Charitable donation	10,000.
Fiesta of Five Flags P.O. Box 1943 Pensacola, FL 32591	NONE	501(c)(3)	Charitable donation	1,400.
Gulf Coast Kid's House 3401 North 12th Ave Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	5,000.
Total from continuation sheets				534,972.

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
HEALTH AND HOPE CLINIC 1718 EAST OLIVE ROAD PENSACOLA, FL 32514	NONE	501(c)(3)	Charitable donation	12,000.
Hotel for Dogs and Cats 4110 Creighton Rd. Pensacola, FL 32504	NONE	501(c)(3)	Charitable donation	1,500.
JUNIOR ACHIEVEMENT OF NW FLORIDA 6677 N DAVIS HIGHWAY PENSACOLA, FL 32504	NONE	501(c)(3)	Charitable donation	500.
KLAAS KIDS 7203 PINE FOREST ROAD PENSACOLA, FL 32526	NONE	501(c)(3)	Charitable donation	2,000.
LOAVES AND FISHES SOUP KITCHEN 257 E LEE ST PENSACOLA, FL 32503	NONE	501(c)(3)	Charitable donation	6,000.
MARION MILITARY INSTITUTE 1101 WASHINGTON STREET MARION, AL 36756	NONE	501(c)(3)	Charitable donation	20,000.
NEMOURS 5153 NORTH NINTH AVE PENSACOLA, FL 32504	NONE	501(c)(3)	Charitable donation	5,000.
New Horizons of Northwest Florida 10050 Hillview Drive Pensacola, FL 32514	NONE	501(c)(3)	Charitable donation	9,500.
OUR LADY OF ANGELS - ST JOSEPH MEDICAL CENTER PO BOX 626 Pensacola, FL 32591	NONE	501(c)(3)	Charitable donation	8,000.
Pathways for Change 2050 W Blount Street Pensacola, FL 32501	NONE	501(c)(3)	Charitable donation	30,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Pensacola Catholic High School 3043 W Scott St Pensacola, FL 32505	NONE	501(c)(3)	Charitable donation	15,000.
PENSACOLA STATE COLLEGE FOUNDATION 1000 COLLEGE BLVD Pensacola, FL 32504	NONE	501(c)(3)	Charitable donation	5,000.
Ronald McDonald House 5200 Bayou Blvd Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	15,000.
SACRED HEART CHILDREN'S HOSPITAL 5151 NORTH 9 AVE Pensacola, FL 32504	NONE	501(c)(3)	Charitable donation	42,000.
SACRED HEART CATHEDRAL SCHOOL 1603 NORTH 12TH AVE PENSACOLA, FL 32503	NONE	501(c)(3)	Charitable donation	1,800.
Seastar Aquatics 1501 N Q St Pensacola, FL 32505	NONE	501(c)(3)	Charitable donation	10,000.
THE SALVATION ARMY P.O. BOX 18569 PENSACOLA, FL 32523	NONE	501(c)(3)	Charitable donation	7,500.
St Rosa Of Lima 6451 Park Ave Milton, FL 32570	NONE	501(c)(3)	Charitable donation	5,000.
St. Paul Catholic Church 3131 Hyde Park Rd Pensacola, FL 32503	NONE	501(c)(3)	Charitable donation	35,000.
UNIVERSITY OF WEST FLORIDA FOUNDATION 11000 UNIVERSITY PARKWAY Pensacola, FL 32514	NONE	501(c)(3)	Charitable donation	5,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Waterfront Rescue Mission 16 W. Main Street Pensacola, FL 32502	NONE	501(c)(3)	Charitable donation	50,000.
BAPTIST HEALTH CARE FOUNDATION PO BOX 17500 PENSACOLA, FL 32522	NONE	501(c)(3)	Charitable donation	15,000.
MANNA FOOD PANTRY 3030 NORTH E STREET PENSACOLA, FL 32501	NONE	501(c)(3)	Charitable donation	25,000.
MULHERIN CUSTODIAL HOMES 2496 HALLS MILE ROAD MOBILE, AL 36606	NONE	501(c)(3)	Charitable donation	200.
NAVAL AVIATION MUSEUM FOUNDATION PO BOX 33104 PENSACOLA, FL 32508	NONE	501(c)(3)	Charitable donation	1,000.
Humane Society of Pensacola 5 North Q Street Pensacola, FL 32505	NONE	501(c)(3)	Charitable donation	5,000.
Total from continuation sheets				

The Chadbourne Foundation, Inc.
Form 990 PF
Year ended Dec. 31, 2016
FEI# 59-2126313

Capital Gains and Losses (Form 990, Schedule IV):

Account	Account Number	Total Sales Price	Total Basis	Gain (Loss)
Merrill Lynch	706-02B01	\$ 439,013.04	\$ 273,228.71	\$ 165,784.33
Merrill Lynch	706-02B03	184,045.53	103,380.38	80,665.15
Merrill Lynch	706-02B04	344,846.20	264,723.67	80,122.53
Merrill Lynch	706-02B05	51,747.00	48,260.89	3,486.11
Merrill Lynch	706-02B07	77,377.93	69,431.52	7,946.41
Merrill Lynch	706-02B16	601,564.53	299,770.02	301,794.51
Merrill Lynch	706-02B25	159,481.47	144,270.58	15,210.89
Merrill Lynch	706-02B26	43,373.54	41,840.52	1,533.02
Merrill Lynch	706-02B27	23,176.33	9,859.23	13,317.10
Merrill Lynch	706-02B28	143,729.54	115,220.92	28,508.62
Merrill Lynch	706-04009	106,931.07	98,815.52	8,115.55
Merrill Lynch	706-03554	83,405.78	79,066.02	4,339.76
Merrill Lynch	706-03555	91,090.14	90,181.32	908.82
Merrill Lynch	706-02349	67,442.14	64,214.68	3,227.46
Merrill Lynch	706-04465	383,308.62	329,828.52	53,480.10
Merrill Lynch	706-04467	26,572.40	16,017.48	10,554.92
Merrill Lynch	706-04469	595,681.15	511,165.62	84,515.53
Merrill Lynch	706-06128	222,590.68	198,353.91	24,236.77
		<u>\$ 3,645,377.09</u>	<u>\$ 2,757,629.51</u>	<u>\$ 887,747.58</u>

Chadbourne Family Foundation
Form 990 PF
Year ended Dec. 31, 2017

Contributions (Schedule B, Part II):

Contribution of Marketable Securities

Issuer	Security Type	Ticker Symbol	Date Contributed	Shares	Average Cost Basis	High/Lower Average Price as of contribution date	Total Value of Contribution
EDWARD M. CHADBOURNE, JR:							
AMADEUS IT GROUP SA EUR PAR ORDINARY	Equity	AMADF	11/16/2017	88	3,079 80	\$70 99	6,247 12
CARNIVAL CORP PAIRED SHS	Equity	CCL	11/16/2017	87	2,856 86	\$65 97	5,726 34
BLACKROCK INC	Equity	BLK	11/16/2017	36	8,743 28	\$473 30	17,064 72
TAIWAN S MANUFCTRING ADR	Equity	TSM	11/16/2017	161	3,442 56	\$42 06	6,778 10
AMADEUS IT GROUP SA ADR - UNSPONSORED	Equity	AMADY	11/16/2017	69	2,742 08	\$71 66	4,957 65
DOWDUPONT INC COM	Equity	DWDP	11/16/2017	494	17,141 93	\$70 21	34,915 92
INTEL CORP	Equity	INTC	11/16/2017	845	19,814 12	\$45 75	38,574 25
JOHNSON AND JOHNSON COM	Equity	JNJ	11/16/2017	259	18,590 82	\$138 90	35,967 33
EDISON INTL CALIF	Equity	EIX	11/16/2017	400	17,831 07	\$81 70	32,700 00
CISCO SYSTEMS INC COM	Equity	CSCO	11/16/2017	945	18,237 40	\$36 19	33,906 60
AUTODESK INC DEL PV\$0 01	Equity	ADSK	11/16/2017	35	640 33	\$126 05	4,445 00
ON SEMICONDUCTOR CRP COM	Equity	ON	11/16/2017	236	1,832 63	\$21 39	5,048 04
CSX CORP	Equity	CSX	11/16/2017	89	1,836 56	\$49 58	4,460 68
NORTHROP GRUMMAN CORP	Equity	NOC	11/16/2017	64	9,873 92	\$300 60	19,235 20
ILLINOIS TOOL WORKS INC	Equity	ITW	11/16/2017	74	6,148 68	\$157 68	11,686 08
GOLDMAN SACHS GROUP INC	Equity	GS	11/16/2017	144	19,076 44	\$239 78	34,469 28
WSTN DIGITAL CORP DEL	Equity	WDC	11/16/2017	140	5,844 72	\$91 29	12,769 40
LIBERTY BROADBAND CORP SHS SERIES SER -C- CL C	Equity	LBRDK	11/16/2017	242	11,257 97	\$89 25	21,717 08
LIBERTY MEDIA CORP LIBERTY FORMULA ONE	Equity	FWONK	11/16/2017	604	11,681 10	\$36 69	22,245 32
CUMMINS INC COM	Equity	CMI	11/16/2017	97	8,874 93	\$167 05	16,211 61
MIGRON TECHNOLOGY INC	Equity	MU	11/16/2017	170	2,211 24	\$45 99	7,850 60
NVIDIA	Equity	NVDA	11/16/2017	46	2,786 12	\$212 77	9,734 06
APPLIED MATERIAL INC	Equity	AMAT	11/16/2017	78	1,517 87	\$57 56	4,511 52
SHERWIN WILLIAMS	Equity	SHW	11/16/2017	11	1,857 16	\$387 39	4,268 33
UNITEDHEALTH GROUP INC	Equity	UNH	11/16/2017	70	6,613 00	\$210 98	14,779 10
BOEING COMPANY	Equity	BA	11/16/2017	36	4,427 34	\$264 13	9,493 20
ADOBE SYS DEL PV\$ 0 001	Equity	ADBE	11/16/2017	36	3,068 08	\$181 65	6,562 80
CATERPILLAR INC DEL	Equity	CAT	11/16/2017	37	2,511 28	\$136 46	5,045 32
CSX CORP	Equity	CSX	11/16/2017	84	2,073 60	\$49 58	4,210 08
NETFLIX COM INC	Equity	NFLX	11/16/2017	31	3,030 54	\$196 15	6,060 81
REGIONS FINL CORP	Equity	RF	11/16/2017	257	2,153 62	\$15 78	4,034 90
PAYPAL HOLDINGS INC SHS	Equity	PYPL	11/16/2017	76	2,976 85	\$76 58	5,905 20
AMERIPRISE FINL INC	Equity	AMP	11/16/2017	31	2,659 55	\$157 36	4,869 48
SQUARE INC SHS CL A	Equity	SQ	11/16/2017	126	2,069 91	\$41 53	5,279 40
TOTAL					\$229,503 36		\$461,730.52
RUTH J. CHADBOURNE:							
APPLE INC	Equity	AAPL	11/16/2017	238	20,290 99	\$171 18	40,721 80
INTUITIVE SURGICAL INC NEW	Equity	ISRG	11/16/2017	36	7,758 39	\$393 26	14,176 80
ASML HLDG NV NY REG SHS	Equity	ASML	11/16/2017	51	5,114 52	\$180 62	9,271 29
ABBOTT LABS	Equity	ABT	11/16/2017	103	2,379 24	\$55 51	5,720 62
APPLE INC	Equity	AAPL	11/16/2017	131	9,650 77	\$171 18	22,414 10
FACEBOOK INC CLASS A COMMON STOCK	Equity	FB	11/16/2017	77	6,137 61	\$179 39	13,828 43
ASML HLDG NV NY REG SHS	Equity	ASML	11/16/2017	32	2,921 98	\$180 62	5,817 28
COCA COLA COM	Equity	KO	11/16/2017	159	3,910 03	\$46 72	7,401 45
MICROSOFT CORP	Equity	MSFT	11/16/2017	123	5,611 27	\$83 20	10,233 60
INTUITIVE SURGICAL INC NEW	Equity	ISRG	11/16/2017	15	3,232 66	\$393 26	5,907 00
COMCAST CORP NEW CL A	Equity	CMCSA	11/16/2017	156	3,259 20	\$37 21	5,782 92
TOTAL					\$70,266 66		\$141,275 29

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
DIVIDENDS & INTEREST FROM SECURITIES THRU	345,057.	39,535.	305,522.	305,522.	
To Part I, line 4	345,057.	39,535.	305,522.	305,522.	

Form 990-PF	Other Income	Statement	2
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Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
MISCELLANEOUS INCOME THROUGH MERRILL LYNCH ACCOUNTS	6,322.	6,322.	
Total to Form 990-PF, Part I, line 11	6,322.	6,322.	

Form 990-PF	Accounting Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	5,425.	0.		5,425.
To Form 990-PF, Pg 1, ln 16b	5,425.	0.		5,425.

Form 990-PF	Other Professional Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
INVESTMENT FEES - BROKERAGE AND ADVISORY	110,359.	110,359.			0.
To Form 990-PF, Pg 1, ln 16c	110,359.	110,359.			0.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
STATE ANNUAL REPORT FEES	61.	0.			61.
FOREIGN TAXES DEDUCTED FROM INVESTMENT INCOME	2,725.	2,725.			0.
To Form 990-PF, Pg 1, ln 23	2,786.	2,725.			61.

Form 990-PF	Other Investments		Statement	6
Description	Valuation Method	Book Value	Fair Market Value	
INVESTMENT PORTFOLIO HELD THRU MERRILL LYNCH INVESTMENTS	FMV	14,355,829.	14,001,982.	
Total to Form 990-PF, Part II, line 13		14,355,829.	14,001,982.	

Form 990-PF	Other Assets		Statement	7
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value	
PREPAID EXCISE TAX	14,314.	8,443.	8,443.	
EXCISE TAX REFUND RECEIVABLE	4,240.	4,240.	4,240.	
To Form 990-PF, Part II, line 15	18,554.	12,683.	12,683.	

