

Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

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

OMB No 1545-0052

**2017**

**Open to Public Inspection**

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 ▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

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

Name of foundation BURTON FOUNDATION INC		<b>A Employer identification number</b> 73-1584983	
Number and street (or P O box number if mail is not delivered to street address) 1899 SYCAMORE LANE		<b>B Telephone number</b> (see instructions) (405) 755-5571	
City or town, state or province, country, and ZIP or foreign postal code FERNANDINA BEACH, FL 32034		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 33,860,111		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	544,384	544,384		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	415,250			
	<b>b</b> Gross sales price for all assets on line 6a	7,878,422			
	<b>7</b> Capital gain net income (from Part IV, line 2)		415,250		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	959,634	959,634			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	2,520	0		2,520
	<b>c</b> Other professional fees (attach schedule)	311,976	158,063		153,913
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	11,612	11,612		0
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings	12,137	0		12,137
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	7,053	5,583		1,470
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	345,298	175,258		170,040
	<b>25</b> Contributions, gifts, grants paid	426,000			426,000
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	771,298	175,258		596,040	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	188,336				
<b>b Net investment income</b> (if negative, enter -0-)		784,376			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .			
	<b>2</b> Savings and temporary cash investments . . . . .	184,528	898,949	898,949
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	30,430,792	32,961,162	32,961,162
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	30,615,320	33,860,111	33,860,111	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	30,615,320	33,860,111	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	30,615,320	33,860,111		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	30,615,320	33,860,111		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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) . . . . .	<b>1</b>	30,615,320
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	188,336
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	3,056,455
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	33,860,111
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	33,860,111

**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)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	2	415,250
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	413,339	29,402,688	0 014058
2015	628,561	29,950,447	0 020987
2014	853,937	29,657,432	0 028793
2013	404,724	27,812,339	0 014552
2012	2,054,607	26,131,946	0 078624
<b>2</b> Total of line 1, column (d)			0 157014
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0 031403
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			31,983,669
<b>5</b> Multiply line 4 by line 3			1,004,383
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			7,844
<b>7</b> Add lines 5 and 6			1,012,227
<b>8</b> Enter qualifying distributions from Part XII, line 4			596,040

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

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and total credits. Subtable 6a-6d for 2017 estimated tax payments.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' responses. Questions cover political campaign influence, political expenditures, and state reporting requirements.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

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15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year.

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?

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

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

Main table for Part VII-B with 3 columns: Question, Yes, No. Rows 1a-4b covering various activities like sale of property, borrowing, compensation, taxes, and business holdings.

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(2)</b> 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	
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(4)</b> 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	
	<b>(5)</b> 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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶	<input type="checkbox"/>	<b>5b</b>	
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/>	<b>6b</b>	<b>No</b>
<b>7a</b>	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>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .	<input type="checkbox"/>	<b>7b</b>	

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

Part VIII

Table 1: List all officers, directors, trustees, foundation managers and their compensation (see instructions). Columns: (a) Name and address, (b) Title and average hours per week, (c) Compensation, (d) Contributions to employee benefit plans, (e) Expense account.

Table 2: Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE." Columns: (a) Name and address, (b) Title and average hours per week, (c) Compensation, (d) Contributions to employee benefit plans, (e) Expense account.

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

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

Table 3: Five highest-paid independent contractors for professional services. Columns: (a) Name and address, (b) Type of service, (c) Compensation.

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

Part IX-A Summary of Direct Charitable Activities

Table 4: Summary of Direct Charitable Activities. List the foundation's four largest direct charitable activities during the tax year. Columns: Description, Expenses.

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

Table 5: 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. Columns: Description, Amount.

Total. Add lines 1 through 3 . . . . . 0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	31,628,366
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	842,364
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	32,470,730
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	32,470,730
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	487,061
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	31,983,669
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	1,599,183

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	1,599,183
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	15,688
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	15,688
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	1,583,495
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	1,583,495
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	1,583,495

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	596,040
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	596,040
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	596,040

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				1,583,495
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . . 440,895				
<b>b</b> From 2013. . . . .				
<b>c</b> From 2014. . . . .				
<b>d</b> From 2015. . . . .				
<b>e</b> From 2016. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	440,895			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 596,040				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				596,040
<b>e</b> Remaining amount distributed out of corpus				0
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	440,895			440,895
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				546,560
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				
<b>b</b> Excess from 2014. . . . .				
<b>c</b> Excess from 2015. . . . .				
<b>d</b> Excess from 2016. . . . .				
<b>e</b> Excess from 2017. . . . .				

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

**c** "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

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

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

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

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

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

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**c** Any submission deadlines

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**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
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				0





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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN ST COVERED GAIN	P	2017-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN ST COVERED GAIN	P	2017-01-01	2017-12-31
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN ST COVERED GAIN	P	2017-01-01	2017-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
83,301		71,000	12,301
714,521		610,000	104,521
5,658		4,839	819
141,548		128,240	13,308
8			8
16,591		15,998	593
461,140		492,416	-31,276
5,832		8,284	-2,452
162,000		162,000	0
791,379		796,097	-4,718

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			12,301
			104,521
			819
			13,308
			8
			593
			-31,276
			-2,452
			0
			-4,718

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN ST COVERED GAIN	P	2017-01-01	2017-12-31
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN ST COVERED GAIN	P	2017-01-01	2017-12-31
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN ST COVERED GAIN	P	2017-01-01	2017-12-31
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
608,713		615,994	-7,281
10,793		9,405	1,388
197,140		97,477	99,663
46			46
233		231	2
279,523		257,559	21,964
50			50
33,074		22,930	10,144
143,747		91,714	52,033
6,463		1,179	5,284

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-7,281
			1,388
			99,663
			46
			2
			21,964
			50
			10,144
			52,033
			5,284

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN ST COVERED GAIN	P	2017-01-01	2017-12-31
GOLDMAN LT COVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT NONCOVERED GAIN	P	2016-01-01	2017-12-31
GOLDMAN LT DISALLOWED LOSS	P	2016-01-01	2017-12-31
GOLDMAN ST DISALLOWED LOSS	P	2017-01-01	2017-12-31
GOLDMAN LT DISALLOWED LOSS	P	2016-01-01	2017-12-31
GOLDMAN LT DISALLOWED LOSS	P	2016-01-01	2017-12-31
CAPITAL GAIN DISTRIBUTION	P	2016-01-01	2017-12-31
CAPITAL GAIN DISTRIBUTION	P	2016-01-01	2017-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,100,000		1,172,663	-72,663
203,875		152,531	51,344
1,450,000		1,537,434	-87,434
1,452,693		1,215,181	237,512
257			257
828			828
318			318
702			702
35			35
7,954			7,954

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-72,663
			51,344
			-87,434
			237,512
			257
			828
			318
			702
			35
			7,954



**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a)</b> Name and address	Title, and average hours per week <b>(b)</b> devoted to position	<b>(c)</b> Compensation (If not paid, enter -0-)	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	Expense account, <b>(e)</b> other allowances
GRETCHEN GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE, SECRETARY 1 00	0	0	0
DAVID GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE, PRESIDENT 1 00	0	0	0
ROBERT GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE 1 00	0	0	0
JOSEPH GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE 1 00	0	0	0
LISA WALL 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE 1 00	0	0	0
KARI KOSTER 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	ASSISTANT SECRETARY 1 00	0	0	0
SHERRIE SCHROEDER 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TREASURER 1 00	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AID TO THE CHURCH IN NEED 725 LEONARD ST 3RD FLR BROOKLYN, NY 11222	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	30,000
ALL SAINTS CATHOLIC SCHOOL ATTN MS ANN SCALET 299 SOUTH NINTH STREET BROKEN ARROW, OK 74012	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000
AMERICAN RED CROSS-TULSA AREA CHAPTER 10151 E 11TH STREET TULSA, OK 74128	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN RIVERS INC ATTN ROBBIN MARKS WASHINGTON, DC 20005	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,500
AMHERST COLLEGE P O BOX 5000 AMHERST, MA 010025000	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
ARCHDIOCESE FOR MILITARY SERVICES 1025 MICHIGAN AVE NE WASHINGTON, DC 20017	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ARTS & HUMANITIES COUNCIL OF TULSA 101 EAST ARCHER TULSA, OK 74103	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
BECKET FUND 1200 NEW HAMPSHIRE AVE NW STE 700 WASHINGTON, DC 20036	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
BIG LIFE FOUNDATION USA 24010 NE TREEHILL DRIVE WOOD VILLAGE, OR 97060	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BIRTHRIGHT OF TULSA 6600 S YALE SUITE 1307 TULSA, OK 74136	NONE	501C3	GENERAL OPERATIONAL SUPPORT	2,000
BISHOP KELLY HIGH SCHOOL 3905 HUDSON AVENUE TULSA, OK 74135	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
BOYS REPUBLIC 1907 BOYS REPUBLIC DRIVE CHINO HILLS, CA 91709	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CARDINAL MINDSZENTY FOUNDATION 7800 BONHOMME AVE ST LOUIS, MO 63105	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
CATHOLIC CHARITIES - TULSA 2450 N HARVARD AVE TULSA, OK 74115	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
CATHOLIC NEAR EAST WELFARE ASSN 1011 FIRST AVENUE 15 FL NEW YORK, NY 10022	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	30,000
<b>Total . . . . . ▶</b> <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHRISTENDOM COLLEGE 134 CHRISTENDOM DRIVE FRONT ROYAL, VA 22630	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
COMMUNITIES FOUNDATION OF OKLAHOMA 2932 N W 122ND STREET STE D OKLAHOMA CITY, OK 73120	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	144,000
COMMUNITY FOOD BANK OF EASTERN OKLAHOMA 1304 N KENOSHA AVE TULSA, OK 74106	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CONSERVATION FORCE 3240 S I-10 SERVICE ROAD W METAIRIE, LA 70001	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000
COVENANT HOUSE 461 EIGHTH AVENUE NEW YORK, NY 10001	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
DAYSRING VILLA (V) P O BOX 1588 SAND SPRINGS, OK 74063	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
<b>Total . . . . .</b> ▶				426,000
<b>3a</b>				



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DIOCESE OF TULSAPO BOX 690240 TULSA, OK 74169	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
ETERNAL WORD TELEVISION NETWORK (V) 5817 OLD LEEDS ROAD IRONDALE, AL 35210	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
FOOD FOR THE POOR 6401 LYONS ROAD-DEPT 9662 COCONUT CREEK, FL 33073	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
<b>Total . . . . .</b>	<b>3a</b> . . . . . ▶			426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL COWBOY & WESTERN HERITAGE MUSEUM 1700 NE 63RD STREET OKLAHOMA CITY, OK 73111	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
OETA FOUNDATION 7403 N KELLY OKLAHOMA CITY, OK 731118420	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
SALVATION ARMY THEPO BOX 397 TULSA, OK 74101	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SOCIETY FOR PROPAGATION OF THE FAITH ATTN FATHER ANDREW SMALL 70 W 36TH STREET 8TH FLOOR NEW YORK, NY 10018	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	20,000
ST ANNE'S CATHOLIC CHURCH 301 S 9TH ST BROKEN ARROW, OK 74012	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	13,000
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
<b>Total</b> . . . . . <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ST MARY MAGDALENE CATHOLIC CHURCH ATTN FATHER DONALD STAIB APEX, NC 27502	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
ST MARY MAGDALENE CATHOLIC SCHOOL 625 MAGDALA PLACE APEX, NC 27502	NONE	501C3	GENERAL OPERATIONAL SUPPORT	5,000
TEXAS BIGHORN SOCIETY P O BOX 53145 LUBBOCK, TX 79453	NONE	501C3	GENERAL OPERATIONAL SUPPORT	2,500
<b>Total . . . . .</b> ▶				426,000
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THOMAS MORE LAW CENTER PO BOX 393 ANN ARBOR, MI 48106	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
THOMAS MORE SOCIETY 16 S LA SALLE ST STE 603 CHICAGO, IL 60603	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
TULSA SYMPHONY ORCHESTRA INC 117 N BOSTON AVE STE 201 TULSA, OK 74103	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,500
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TULSA ZOO FRIENDS FOUNDATION 6421 E 36TH ST N TULSA, OK 74115	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
UNIVERSITY OF OKLAHOMA FOUNDATION PO BOX 258856 OKLAHOMA CITY, OK 73125	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
UNIVERSITY OF ROCHESTER SCHOOL OF NURSING P O BOX 270032 ROCHESTER, NY 14642	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,500
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
US FRIENDS OF DAVID SHELDRIK WILDLIFE WILDLIFE TRUST LAGUNA HILLS, CA 92653	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	4,000
WASHINGTON LEGAL FOUNDATION 2009 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	15,000
WASHINGTON UNIVERSITY IN ST LOUIS 700 ROSEDALE ST ST LOUIS, MO 63130	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				426,000

**TY 2017 Accounting Fees Schedule****Name:** BURTON FOUNDATION INC**EIN:** 73-1584983**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	2,520	0		2,520



**TY 2017 Investments Corporate Stock Schedule****Name:** BURTON FOUNDATION INC**EIN:** 73-1584983

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CORPORATE STOCKS HELD BY GOLDMAN SAC	32,961,162	32,961,162

**TY 2017 Other Expenses Schedule****Name:** BURTON FOUNDATION INC**EIN:** 73-1584983**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,432	0		1,432
BOND AMORTIZATION	5,583	5,583		0
POSTAGE	38	0		38

**TY 2017 Other Increases Schedule****Name:** BURTON FOUNDATION INC**EIN:** 73-1584983

<b>Description</b>	<b>Amount</b>
UNREALIZED GAIN(LOSS)	3,056,455

**TY 2017 Other Professional Fees Schedule****Name:** BURTON FOUNDATION INC**EIN:** 73-1584983

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
OTHER PROFESSIONAL FEES	311,976	158,063		153,913

**TY 2017 Taxes Schedule****Name:** BURTON FOUNDATION INC**EIN:** 73-1584983

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ADR & FOREIGN TAXES PAID	11,612	11,612		0