

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

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

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation OCEANIC HERITAGE FOUNDATION		A Employer identification number 43-1836518
Number and street (or P O box number if mail is not delivered to street address) C/O H.D. SILVER & CO., 2270 BROADWAY	Room/suite 1ST FL	B Telephone number 212-532-0040
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10024		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10251071.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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		1178161.			
2 Check ☒ If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		19004.	19004.		Statement 1
4 Dividends and interest from securities		116130.	116130.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		302295.			
b Gross sales price for all assets on line 6a 3059076.					
7 Capital gain net income (from Part IV, line 2)			302295.		
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1615590.	437429.	0.	
13 Compensation of officers, directors, trustees, etc		42000.	10500.	0.	31500.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 3		21683.	5421.	0.	16262.
b Accounting fees Stmt 4		12750.	3188.	0.	9562.
c Other professional fees Stmt 5		71166.	0.	0.	71166.
17 Interest					
18 Taxes APR 23 2019					
19 Depreciation and depletion					
20 Occupancy OGDEN, UT					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		17018.	0.	0.	17018.
24 Total operating and administrative expenses. Add lines 13 through 23		164617.	19109.	0.	145508.
25 Contributions, gifts, grants paid		1096500.			1096500.
26 Total expenses and disbursements. Add lines 24 and 25		1261117.	19109.	0.	1242008.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		354473.			
b Net investment income (if negative, enter -0-)			418320.		
c Adjusted net income (if negative, enter -0-)				0.	

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		961511.	607395.	607395.
	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 Stmt 7	5349269.	7340120.	9643676.	
	c	Investments - corporate bonds	965187.	0.	0.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶	37134.				
	Less accumulated depreciation ▶	37134.				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			7275967.	7947515.	10251071.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue		317075.		
	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.	317075.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	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 ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	7319689.	7319689.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	-43722.	310751.		
30	Total net assets or fund balances	7275967.	7630440.			
31	Total liabilities and net assets/fund balances	7275967.	7947515.			

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	7275967.
2	Enter amount from Part I, line 27a	2	354473.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7630440.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7630440.

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 BROWN BROS. PER SCH# 1	P	11/06/13	10/31/18
b BROWN BROS. PER SCH# 2	P	01/30/18	05/02/18
c BROWN BROS. PER SCH# 4	P	02/05/15	05/24/18
d BROWN BROS. PER SCH # 4	P	04/10/15	02/06/18
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 212492.		161856.	50636.
b 548379.		550000.	-1621.
c 2283077.		2040522.	242555.
d 15128.		4403.	10725.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			50636.
b			-1621.
c			242555.
d			10725.
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	302295.
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	-1621.

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))
2017	1165550.	10053189.	.115938
2016	1727480.	9289675.	.185957
2015	1702396.	9360893.	.181863
2014	2692996.	9906046.	.271854
2013	1775971.	8750342.	.202960

2 Total of line 1, column (d)	2	.958572
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	.191714
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	10353217.
5 Multiply line 4 by line 3	5	1984857.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4183.
7 Add lines 5 and 6	7	1989040.
8 Enter qualifying distributions from Part XII, line 4	8	1242008.

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 ☐ 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 ☐ and enter 1% of Part I, line 27b	1	8366.
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	8366.
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	8366.
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	2500.
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	2500.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	211.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	6077.
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 2019 estimated tax ☐ Refunded ☐	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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
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. ☐ None		
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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ► N/A		
14 The books are in care of ► H.D. SILVER & CO.	Telephone no. ► 212-532-0040	
Located at ► 2270 BROADWAY, NEW YORK, NY	ZIP+4 ► 10024	
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 2018, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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	N/A	
Organizations relying on a current notice regarding disaster assistance, check here ► ☐		
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 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ 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? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2018 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 2018.)	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 2018?		X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ 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? ☐ Yes ☒ Nob 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 ☐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 ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A ☐8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No**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
CHRYSSANTHY L. MENOUDAKOS	DIRECTOR, PRESIDENT			
C/O HD SILVER & CO 2270 BROADWAY	5.00	0.	0.	0.
NEW YORK, NY 10024				
JOHN K. MENOUDAKOS	DIRECTOR, VICE-PRESIDENT			
C/O HD SILVER & CO 2270 BROADWAY	15.00	42000.	0.	0.
NEW YORK, NY 10024				

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
GEORGIA SIAMPALITOTIA - PO BOX 2130 LENOX HILL STATION, NEW YORK, NY 10021	CONSULTING	37833.
ANNE-MARIE CLAVELLI - PO BOX 2130 LENOX HILL STATION, NEW YORK, NY 10021	CONSULTING	33333.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Total. Add lines 1 through 3

0.

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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	9726427.
b	Average of monthly cash balances	1b	784453.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10510880.
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	10510880.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	157663.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10353217.
6	Minimum investment return. Enter 5% of line 5	6	517661.

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	517661.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	8366.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8366.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	509295.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	509295.
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	509295.

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	1242008.
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	1242008.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1242008.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				509295.
2 Undistributed Income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years: 2017, 2016, 2015		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	1344920.			
b From 2014	2205086.			
c From 2015	1250100.			
d From 2016	1269581.			
e From 2017	672846.			
f Total of lines 3a through e	6742533.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 1242008.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				509295.
e Remaining amount distributed out of corpus	732713.			
5 Excess distributions carryover applied to 2018 (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	7475246.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	1344920.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	6130326.			
10 Analysis of line 9:				
a Excess from 2014	2205086.			
b Excess from 2015	1250100.			
c Excess from 2016	1269581.			
d Excess from 2017	672846.			
e Excess from 2018	732713.			

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				
PER SCHEDULE				1096500.
Total			3a	1096500.
b Approved for future payment				
PER SCHEDULE				849500.
Total			3b	849500.

Form 990-PF (2018)

Enter gross amounts unless otherwise indicated.

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

[illegible]

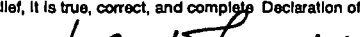
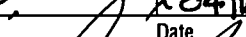
Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

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

[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.				May the IRS discuss this return with the preparer shown below? See Instr.	
	 Signature of officer or trustee				 Date	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☐ if self-employed
	PAUL J. RACHBACH				04-18-19	
	Firm's name ▶ HERBERT D. SILVER & CO.					Firm's EIN ▶ 13-1896507
Firm's address ▶ 2270 BROADWAY NEW YORK, NY 10024					Phone no. 212-532-0040	

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

2018

Name of the organization

Employer identification number

OCEANIC HERITAGE FOUNDATION**43-1836518**

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 (entering "N/A" in column (b) instead of the contributor name and address), 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).

Name of organization

Employer identification number

OCEANIC HERITAGE FOUNDATION**43-1836518****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	JOHN K. & CHRYSANTHY L. MENOUDAKOS C/O HD SILVER & CO 2270 BROADWAY, NEW YORK, NY 10024	\$ 1178161.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

OCEANIC HERITAGE FOUNDATION**43-1836518****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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

43-1836518

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Attachment B: 2018 Contribution Disbursements

Organization	Payment	Purpose
Achilles International 42 West 38th Street, Suite 400 New York, NY 10018	\$10,000	Achilles Freedom Team
Actors Fund of America 729 Seventh Avenue, 10th Floor New York, NY 10019	\$7,000	Education Training Courses
Alvin Ailey American Dance Theater 405 West 55th Street New York, NY 10019	\$10,000	Ailey II Fellowships
Ballet Theatre Foundation, Inc. (American Ballet Theatre) 890 Broadway New York, NY 10003	\$17,000	ABT Studio Company
American Farm School 1133 Broadway, Suite 1226 New York, NY 10010	\$17,000	Financial Aid
American Heart Association National Center 7272 Greenville Avenue Dallas, TX 75231	\$5,000	Go Red for Women
American Museum of Natural History Central Park West at 79th Street New York, NY 10024	\$17,000	Youth Initiatives
American School of Classical Studies at Athens Gennadius Library 6-8 Charlton Street Princeton, NJ 08540	\$10,000	Support for Gennadius Library
AmeriCares Foundation Inc. 88 Hamilton Avenue Stamford, CT 06902	\$13,500	Free Clinics
AmeriCares Foundation Inc. 88 Hamilton Avenue Stamford, CT 06902	\$13,500	Disaster Relief
Anatolia College Office of Trustees 18 Tremont Street, Suite 704 Boston, MA 02108	\$10,000	Financial Aid

Cathedral of St. John the Divine 1047 Amsterdam Avenue New York, NY 10025	\$7,000	Children's Quest Fund
Central Park Conservancy 14 East 60th Street New York, NY 10022	\$7,000	Student Education
Chapin School 100 East End Avenue New York, NY 10028	\$7,000	Financial Aid
Children's Aid Society 711 Third Avenue, Suite 700 New York, NY 10017	\$13,500	After-School and College- Prep Programs
Children's Scholarship Fund 8 West 38th Street, 9th Floor New York, NY 10018	\$10,000	Financial Aid
Churchie Foundation (Anglican Church Grammar School) Oaklands Parade East Brisbane, Queensland 4169 Australia	\$10,000	Financial Aid
City Harvest, Inc. 6 East 32nd Street, 5th Floor New York, NY 10016	\$10,000	Child Hunger Relief Programs
Cycladic Art Foundation 29 Broadway – Suite 700 New York, NY 10006	\$50,000	Project Support
Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001	\$10,000	Child Malnutrition Relief Programs
Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001	\$13,500	Relief Programs
Feeding America 35 East Wacker Drive, Suite 2000 Chicago, IL 60601	\$15,000	Child Hunger Relief Programs
Fisher House Foundation, Inc. 111 Rockville Pike, Suite 420 Rockville, Maryland 20850	\$10,000	Veterans' Services
Food Bank for New York 39 Broadway, 10th Floor New York, NY 10006	\$15,000	General Support
Foundation of the American Academy of Ophthalmology 655 Beach Street San Francisco, CA 94109	\$10,000	Academy Education Fund

Fresh Air Fund 633 Third Avenue, 14th Floor New York, NY 10017	\$5,000	Fresh Air Fund Camps
Frick Collection 1 East 70th Street New York, NY 10021	\$5,000	Education Outreach
Fund for American Studies 1706 New Hampshire Ave. NW Washington, DC 20009	\$10,000	Summer School
George W. Bush Foundation 2943 SMU Boulevard Dallas, TX 75205	\$17,000	AREL Education Programs
Germantown Academy Post Office Box 287 Morris Road Fort Washington, PA 19034	\$17,000	Financial Aid
Give-An-Hour Post Office Box 5918 Bethesda, MD 20824	\$15,000	Veterans' Mental Health Services
Greek-United States Fulbright Fdn, Inc. 2300 North Street Washington, DC 20037	\$27,500	Fellowships and Educational Outreach
Helen Keller International 352 Park Avenue South 12th Floor New York, NY 10010	\$8,500	Program combatting blindness
Heritage Foundation 214 Massachusetts Ave NE, Washington, DC 20002	\$5,000	Internship Program Support
Hole in Wall Gang Camp 555 Long Wharf Drive New Haven, CT 06511	\$10,000	Summer Camp Educational Programs
Hole in Wall Gang Camp 555 Long Wharf Drive New Haven, CT 06511	\$7,000	Hospital Outreach Program
Hospital for Special Surgery 535 East 70th Street New York, NY 10021	\$10,000	Project Support
Iowa State University Foundation 2505 University Boulevard Ames, IA 50010	\$15,000	Financial Aid
Isabel O'Neil Foundation for the Art of the Painted Finish, Inc. 315 East 91st Street New York, NY 10128	\$3,500	General Support

Jazz at Lincoln Center (JALC) 3 Columbus Circle, 12th Floor New York, NY 10019	\$7,000	Education Outreach Programs
Johns Hopkins School of Medicine 100 North Charles Street Baltimore, MD 21201	\$8,500	Financial Aid
John Hopkins University 1101 East 33 rd Street Baltimore, MD 21218	\$8,500	Financial Aid
Juvenile Diabetes Research Foundation International 26 Broadway, 14th Floor New York, NY 10004	\$10,000	Medical Research and Outreach
Lenox Hill Hospital 100 East 77th Street New York, NY 10021	\$10,000	Fast-track ER and Doctor at Your Door programs
Lincoln Center Corporate Fund 70 Lincoln Center Plaza New York, NY 10023	\$13,500	Education Outreach
Lincoln Center Theater Vivian Beaumont Theater, Inc 150 West 65th Street New York, NY 10023	\$10,000	Open Stages program
Lincoln Center Theater Vivian Beaumont Theater, Inc 150 West 65th Street New York, NY 10023	\$10,000	Directors Lab program
Make-A-Wish Foundation of Metro NY 1111 Marcus Ave. Suite LL22 Lake Success, NY 11042	\$7,000	Program Support
Mayo Clinic 200 First Street SW Rochester, MN 55905	\$10,000	Financial Aid
Memorial Sloan Kettering Cancer Center 1275 York Avenue New York, NY 10065	\$10,000	Hospital Schools Program
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$75,000	Teacher Programs
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$35,000	Teen Programs
Metropolitan Opera 70 Lincoln Center Plaza New York, NY 10023	\$13,500	Educational Outreach Programs

Mount Vernon Ladies Association Post Office Box 110 Mount Vernon, VA 22121	\$5,000	Educational Outreach Programs
Museum of Modern Art 11 West 53rd Street New York, NY 10019	\$10,000	Educational Outreach
National Parks Conservation Association 777 6th Street NW, Suite 700 Washington DC 20001	\$7,000	Conservation and Outreach Programming
New York City Ballet New York State Theater 20 Lincoln Center New York, NY 10025	\$13,500	Educational Outreach Support
New York City Center (City Center 55th Street Theatre Fdn.) 130 West 56th Street New York, NY 10019	\$5,000	Educational Outreach Programs
New York Philharmonic Symphony Society of New York Inc. 10 Lincoln Center Plaza New York, NY 10023	\$5,000	Educational Outreach Programs
New York Presbyterian Hospital 525 East 68th Street, Box 156 New York, NY 10021	\$13,500	Fund for Medicine
New York Presbyterian Hospital 525 East 68th Street, Box 156 New York, NY 10021	\$13,500	Patient Care
New York Public Library 188 Madison Avenue, 5th Floor New York, NY 10016	\$13,500	Summer Reading and Writing Program
New York University 726 Broadway, 2nd Floor New York, NY 10003	\$10,000	Financial Aid
New York University School of Medicine 550 1st Avenue, New York, NY 10016 New York, NY 10016	\$30,000	Program for Medical Education, Innovation and Research.
NYU Polytechnic School of Engineering 6 Metrotech Center Brooklyn, NY 11201	\$10,000	Financial Aid
Royal Oak Foundation 35 West 35th Street, Suite 1200	\$5,000	Educational Outreach

New York, NY 10001		
School of American Ballet	\$10,000	Financial Aid
70 Lincoln Center Plaza		
New York, NY 10023		
Seamen's Church Institute	\$10,000	Maritime Education
50 Broadway, Floor 26		Center
New York, NY 10004		
Smithsonian Institution	\$7,000	Education Programs for
1000 Jefferson Drive, SW		Teachers
Washington DC 20560		
SOS Children's Villages	\$10,000	US and EU Program
1001 Connecticut Ave., NW Suite #1250		Support
Washington, DC 20036		
St. Jude Children's Research Hospital	\$10,000	Support for Summer
332 North Lauderdale		Camps
Memphis, TN 38105		
St. Jude Children's Research Hospital	\$17,000	Proton Therapy Center
332 North Lauderdale		
Memphis, TN 38105		
Teachers College, Columbia University	\$17,000	Financial Aid
525 West 120th Street, Box 72		
New York, NY 10027		
Teachers College, Columbia University	\$17,000	Student Computing
525 West 120th Street, Box 72		Support Center
New York, NY 10027		
Theatreworks USA	\$3,500	Outreach Programs
151 West 26th Street, 7th Floor		
New York, NY 10001		
The Barnes Foundation	\$60,000	K-8 Education Programs
2025 Benjamin Franklin Parkway		
Philadelphia, PA 19130		
The Colonial Williamsburg Foundation	\$25,000	Teacher Education
Post Office Box 1776		Programs
Williamsburg, VA 23817		
The ELM Project	\$7,000	Leadership-in-Training
88 Hamilton Avenue		Program
Stamford, CT 06902		
The National Trust for Historic Preservation	\$7,000	Outreach Programs
2600 Virginia Avenue NW Suite 1000		
Washington, DC 20037		
The Preservation Society of Newport County	\$5,000	Conservation Project
424 Bellevue Avenue		Support
Newport, RI 02840		
The Spence School	\$10,000	Financial Aid
22 East 91st Street		
New York, NY 10128		
United Negro College Fund	\$7,000	Emergency Student Aid
8260 Willow Oaks Corporate Drive		Program
Fairfax, VA 22031		
United States Olympic Committee	\$7,000	Athlete Tuition Assistance

One Olympic Plaza		Program
Colorado Springs, CO 80909		
World Monument Fund	\$10,000	Conservation Project Support
350 Fifth Avenue, Suite 2412		
New York, NY 10118		
World Rehabilitation Fund	\$7,000	Rehabilitation Program Support
16 East 40th Street, Suite 704		
New York, NY 10016		
Yorkville Community School PS151	\$7,500	General Support
Parent Teacher Association		
421 East 88th Street, New York, NY 10028		
2018 Contributions Total	\$1,096,500	501(c)(3) Tax Exempt Nonprofit organizations

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
BROWN BROTHERS HARRIMAN & CO	18022.	18022.	0.
CITIBANK	843.	843.	0.
MORGAN STANLEY	4.	4.	0.
MORGAN STANLEY	135.	135.	0.
Total to Part I, line 3	19004.	19004.	0.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
BROWN BROTHERS HARRIMAN	69630.	0.	69630.	69630.	0.
MORGAN STANLEY	46500.	0.	46500.	46500.	0.
To Part I, line 4	116130.	0.	116130.	116130.	0.

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	21683.	5421.	0.	16262.
To Fm 990-PF, Pg 1, ln 16a	21683.	5421.	0.	16262.

Form 990-PF	Accounting Fees			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	12750.	3188.	0.	9562.
To Form 990-PF, Pg 1, ln 16b	12750.	3188.	0.	9562.

Form 990-PF	Other Professional Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
	0.	0.	0.	0.
	0.	0.	0.	0.
CONSULTING FEES	71166.	0.	0.	71166.
To Form 990-PF, Pg 1, ln 16c	71166.	0.	0.	71166.

Form 990-PF	Other Expenses			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
IT CONSULTING	9333.	0.	0.	9333.
TELEPHONE	1512.	0.	0.	1512.
STORAGE FEES	4772.	0.	0.	4772.
TRANSPORTATION	981.	0.	0.	981.
BANK FEES	405.	0.	0.	405.
BANK CHARGES	15.	0.	0.	15.
To Form 990-PF, Pg 1, ln 23	17018.	0.	0.	17018.

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
CORPORATE STOCK	7340120.	9643676.
Total to Form 990-PF, Part II, line 10b	7340120.	9643676.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement	8
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Name of Manager

CHRYSSANTHY L. MENOUDAKOS
JOHN K. MENOUDAKOS