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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. 1545-0047

2023

Open to Public Inspection

For calendar year 2023 or tax year beginning 05/01/23 **, and ending** 04/30/24

Name of foundation: Les & Judy Smout Foundation

A Employer identification number: 65-0118624

Number and street (or P.O. box number if mail is not delivered to street address): P O Box 15742 — Room/suite:

B Telephone number (see instructions): 727-250-8798

City or town, state or province, country, and ZIP or foreign postal code: Clearwater FL 33766

C If exemption application is pending, check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) $ 1,649,652

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d), must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	6	6		
	4	Dividends and interest from securities	3,258	3,258		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	176,250			
	b	Gross sales price for all assets on line 6a 821,185				
	7	Capital gain net income (from Part IV, line 2)		27,767		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	179,514	31,031	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 2	3,900			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 3	907			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch.) Stmt 4	422			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,229	0	0	0
	25	Contributions, gifts, grants paid	124,200			124,200
	26	Total expenses and disbursements. Add lines 24 and 25	129,429	0	0	124,200
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	50,085			
	b	**Net investment income** (if negative, enter -0-)		31,031		
	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. (See instructions.)

Section	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash — non-interest-bearing	10,590	6,167	6,168
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att. schedule)			
		Less: allowance for doubtful accounts 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) See Stmt 5	1,055,534	1,110,042	1,643,484
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach sch.)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule)			
	14	Land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach sch.)			
	15	Other assets (describe)			
	16	**Total assets** (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,066,124	1,116,209	1,649,652
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30.** [X]			
	24	Net assets without donor restrictions	1,066,124	1,116,209	
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. [ ]			
	26	Capital stock, trust principal, or current funds			
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
	29	**Total net assets or fund balances** (see instructions)	1,066,124	1,116,209	
	30	**Total liabilities and net assets/fund balances** (see instructions)	1,066,124	1,116,209	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
1	Total net assets or fund balances at beginning of year — Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	1,066,124
2	Enter amount from Part I, line 27a	2	50,085
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,116,209
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 29	6	1,116,209

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	Fidelity Cap Gain Distrib L/T			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a	27,767			27,767
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col. (h))
a				27,767
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	27,767
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	3	

Part V Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 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)**			1	431
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	431
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	431
6	Credits/Payments:				
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	500		
b	Exempt foreign organizations — tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	500
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**			10	69
11	Enter the amount of line 10 to be: **Credited to 2024 estimated tax** 69 **Refunded**			11	

Part VI-A Statements Regarding Activities

		Line	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. $ **(2)** On foundation managers. $			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. $			
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.	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T.*	5		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?	6	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 XIV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G?* If "No," attach explanation	8b	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 2023 or the tax year beginning in 2023? See instructions for Part XIII. If "Yes," complete Part XIII	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X
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	11		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	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address www.ljsfdn.org

14 The books are in care of Les R Smout Telephone no. 727-250-8798

P O Box 15742

Located at Clearwater FL ZIP+4 33766

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

		Line	Yes	No
16	At any time during calendar year 2023, 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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?	1a(1)		X
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		X
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		X
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		X
	(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)?	1a(5)		X
	(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.)	1a(6)		X
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	1b		
c	Organizations relying on a current notice regarding disaster assistance, check here ☐			
d	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 2023? N/A	1d		
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 2023, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2023? If "Yes," list the years	2a		X
	20 ...... , 20 ...... , 20 ...... , 20			
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	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.			
	20 ...... , 20 ...... , 20 ...... , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		X
b	If "Yes," did it have excess business holdings in 2023 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2023.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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 2023?	4b		X

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

			Line	Yes	No
5a	During the year did the foundation pay or incur any amount to:				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		5a(1)		X
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		5a(2)		X
	(3) Provide a grant to an individual for travel, study, or other similar purposes?		5a(3)		X
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		5a(4)		X
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		5a(5)		X
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
c	Organizations relying on a current notice regarding disaster assistance, check here	☐			
d	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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	5d		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		6a		X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		7a		X
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
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?		8		X

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(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
Les R Smout P O Box 15742	Clearwater FL 33766	P, D, T 5.00	0	0	0
Judith N Smout P O Box 15742	Clearwater FL 33766	VP, D 0.50	0	0	0
Janet S Heyman P O Box 15742	Clearwater FL 33766	S, D 0.50	0	0	0

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

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

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

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services		

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

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	

Part IX 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	1,481,031
b	Average of monthly cash balances			1b	21,379
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	1,502,410
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	1,502,410
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions) See Statement 6			4	22,536
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3			5	1,479,874
6	**Minimum investment return.** Enter 5% (0.05) of line 5			6	73,994

Part X 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 IX, line 6			1	73,994
2a	Tax on investment income for 2022 from Part V, line 5	2a	431		
b	Income tax for 2022. (This does not include the tax from Part V.)	2b			
c	Add lines 2a and 2b			2c	431
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	73,563
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	73,563
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1			7	73,563

Part XI 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	124,200
b	Program-related investments — total from Part VIII-B	1b	
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 XII, line 4	4	124,200

Part XII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1	Distributable amount for 2023 from Part X, line 7				73,563
2	Undistributed income, if any, as of the end of 2023:				
a	Enter amount for 2022 only				
b	Total for prior years: 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2023:				
a	From 2018 ... 39,909				
b	From 2019 ... 56,832				
c	From 2020 ... 65,989				
d	From 2021 ... 61,225				
e	From 2022 ... 22,051				
f	**Total** of lines 3a through e	246,006			
4	Qualifying distributions for 2023 from Part XI, line 4: $ 124,200				
a	Applied to 2022, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required — see instructions)				
c	Treated as distributions out of corpus (Election required — see instructions)				
d	Applied to 2023 distributable amount				73,563
e	Remaining amount distributed out of corpus	50,637			
5	Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	296,643			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b. Taxable amount — see instructions				
e	Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount — see instructions				
f	Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				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)				
8	Excess distributions carryover from 2018 not applied on line 5 or line 7 (see instructions)	39,909			
9	**Excess distributions carryover to 2024.** Subtract lines 7 and 8 from line 6a	256,734			
10	Analysis of line 9:				
a	Excess from 2019 ... 56,832				
b	Excess from 2020 ... 65,989				
c	Excess from 2021 ... 61,225				
d	Excess from 2022 ... 22,051				
e	Excess from 2023 ... 50,637				

Part XIII Private Operating Foundations (see instructions and Part VI-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 2023, enter the date of the ruling

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

	Tax year	Prior 3 years			
	(a) 2023	**(b)** 2022	**(c)** 2021	**(d)** 2020	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test — enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test — enter 2/3 of minimum investment return shown in Part IX, 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 XIV Supplementary Information (Complete this part only if the foundation 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).)

N/A

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.

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Boley Centers 445 31 St N St Petersburg FL 33713	n/a	PC	Unrestricted	1,000
Boys & Girls Clb of Milwaukee 1558 N 6 St Milwaukee WI 53212	n/a	PC	Unrestricted	1,000
Camp-ENH (Eckerd Kids) 7027 E Stage Coach Trl Floral City FL 34436	n/a	PC	Unrestricted	3,000
Center for Great Apes P O Box 488 Wachula FL 33873	n/a	PC	Unrestricted	1,000
Center Stage Youth Theater 11514 Pyramid Dr Odesa FL 33556	n/a	PC	Unrestricted	1,000
Central Florida USO 4100 G Bean Pkwy Tampa FL 33607	n/a	PC	Unrestricted	2,000
Central Pasco & Gulf RR 16739 Crews Lake Dr Shady Hills FL 34610	n/a	PC	Unrestricted	1,000
Charity Works S Ft Harrison Clearwater FL 33756	n/a	PC	Unrestricted	1,000
Church & Community Outreach P O Box 571 Safety Harbor FL 34695	n/a	PC	Unrestricted	1,000
Circus & Trav Shows Retirement Ctr P O Box 15121 Sarasota FL 34277	n/a	PC	Unrestricted	3,000
Total **3a**				124,200
b *Approved for future payment* N/A				
Total **3b**				

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6	
4 Dividends and interest from securities			14	3,258	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	27,767	148,483
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		31,031	148,483

13 Total. Add line 12, columns (b), (d), and (e) .... 13 | 179,514

(See worksheet in line 13 instructions to verify calculations.)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
N/A	

Part XVI Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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 instructions. ☐ Yes ☐ No

Signature of officer or trustee | Date | Title: P, D, T

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed

Firm's name	This tax return	PTIN
Firm's address	prepared by a non-paid preparer.	Firm's EIN
		Phone no.

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Circus Arts Conservatory 2075 Bahia St Sarasota FL 34239	n/a	PC	Unrestricted	4,500
Circus Ring of Fame Foundation P O Box 4282 Sarasota FL 34220	n/a	PC	Unrestricted	1,000
Clearwater Historical Society P O Box 175 Clearwater FL 33757	n/a	PC	Unrestricted	1,000
Comm Youth Theatre Arts Educ P O Box 762 Dade City FL 33526	n/a	PC	Unrestricted	8,000
Community Dental Center 1008 Woodlawn St Clearwater FL 33756	n/a	PC	Unrestricted	5,000
Crisis Center of Tampa Bay 1 Crisis Center Plaza Tampa FL 33613	n/a	PC	Unrestricted	1,000
Dunedin Middle School 70 Patricia Ave Dunedin FL 34698	n/a	PC	Ubrestricted	1,000
East Lake High School 1300 Silver Eagle Dr Tarpon Springs FL 34688	n/a	PC	Unrestricted	1,000
East Lake Middle School 1200 Silver Eagle Dr Tarpon Springs FL 34688	n/a	PC	Unrestricted	1,000
First Baptist Ch of Medina 13733 Allen Rd Albion NY 14411	n/a	PC	Unrestricted	2,500
Total ... **3a**				
b *Approved for future payment* N/A				
Total ... **3b**				

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Florida Aquarium 701 Channelside Dr Tampa FL 33602	n/a	PC	Unrestricted	1,000
Florida Botancial Gardens 12520 Ulmerton Rd Largo FL 33774	n/a	PC	Unrestricted	2,000
Florida Odyssey of the Mind 1356 Smiling Fish Lane St Augestine FL 32080	n/a	PC	Unrestricted	4,000
Free Methodist-Geneis Conf P O Box 206 North Chili NY 14514	n/a	PC	Unrestricted	2,500
Friends of PA Railroad Museum P O Box125 Strasburg PA 17579	n/a	PC	Unrestricted	1,000
Homeless Emergency Project 1120 N Betty Lane Clearwater FL 33755	n/a	PC	Unrestricted	2,000
Horse Protection Assn of Fla 206900 NW 130 Ave Micanopy FL 32667	n/a	PC	Unrestricted	1,000
Humane Society of Pasco County 14949 Harmon Dr Shady Hills FL 34610	n/a	PC	Unrestricted	500
Humane Society of Pinellas 3040 SR 590 Clearwater FL 33759	n/a	PC	Unrestricted	1,000
Indep Intl Showman's Museum 6938 Riverview Dr Riverview FL 33578	n/a	PC	Unrestricted	1,000
Total ... **3a**				
b *Approved for future payment* N/A				
Total ... **3b**				

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Institute for Justice 901 N Glebe Rd Arlington VA 22203	n/a	PC	Unrestricted	500
John Wayne Birthplace Museum 205 S John Wayne Dr Winterset IA 50273	n/a	PC	Unrestricted	2,000
Labrador Retriver Rescue-FL 1950 NE 6 St Pompano Beach FL 33060	n/a	PC	Unrestricted	1,500
Leila Davis Elem Sch 2630 Landmark Dr Clearwater FL 33761	n/a	PC	Unrestricted	1,000
Metro Ministries 2002 N Florida Ave Tampa FL 33602	n/a	PC	Unrestricted	2,600
Military Family Ministries 338 S 3rd St Bellwood PA 16617	n/a	PC	Unrestricted	2,000
Morton Plant Mease Hospital Fdn 1200 S Druid Rd Clearwater FL 33756	n/a	PC	Unrestricted	10,000
Prescott Police Foundation P O Box 10505 Prescott AZ 86304	n/a	PC	Unrestricted	1,000
Quantum Leap Farm 10401 WoodStock Rd Odessa FL 33556	n/a	PC	Unrestricted	1,000
Ridge Live Steamers 7351 FL 17 Dundee FL 33838	n/a	PC	Cap Equip Grant	9,000
Total **3a**				
b *Approved for future payment* N/A				
Total **3b**				

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Ringling Museum of Art 5401 Bay Shore Rd Sarasota FL 34243	n/a	PC	Unrestricted	1,000
Safety Harbor Middle School 901 1Ave N Safety Harbor FL 34695	n/a	PC	Unrestricted	5,300
Showmens Association Charities P O Box 3359 Riverview FL 33568	n/a	PC	Unrestricted	1,000
St Pete HS band Boosters 2501 5 Ave N St Petersburg FL 33713	n/a	PC	Unrestricted	2,000
Suncoast Hospice Foundation 5771 Roosevelt Blvd Clearwater FL 33760	n/a	PC	Unrestricted	500
Suncoast Primate Sanctary Fdn 4600 US 19 Alt Palm Harbor FL 34683	n/a	PC	Unrestricted	1,000
Tampa General Hospital P O Box 1289 Tampa FL 33601	n/a	PC	Unrestricted	6,000
The Basketball Warehouse 5415 Mariner St Tampa FL 33609	n/a	PC	Unrestricted	1,000
The CART Fund P O Box 1916 Sumter SC 29151	n/a	PC	Unrestricted	2,500
Tunnels to Towers Fdn 2361 Hylan Blvd Staten Island NY 10306	n/a	PC	Unrestrictes	2,500
Total **3a**				
b *Approved for future payment* N/A				
Total **3b**				

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
VA Museum of Transportation 303 Norfolk Ave Roanoke VA 24016	n/a	PC	Unrestricted	1,000
Univ Miami-Miller Sch Medicene P O Box 025388 Miami FL 33102	n/a	PC	Unrestricted	1,000
Wesley Chapel Elementary School 30243 Wells Rd Wesley Chapel FL 33545	n/a	PC	Unrestricted	5,000
Wesley Chapel High School 30651 Wells Rd Wesley Chapel FL 33545	n/a	PC	Unrestricted	6,800
Total ... **3a**				
b *Approved for future payment* N/A				
Total ... **3b**				

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
Fidelity Funds-FLGEX	12/17/21	10/13/23	Purchase $ 340,880	$ 210,898	$	$	$ 129,982
Fidelity Funds-FTRNX	12/18/20	10/13/23	Purchase 224,086	245,235			-21,149
Fidelity Funds-FOCPX	3/12/21	10/13/23	Purchase 103,452	114,402			-10,950
Fidelity Funds-FBGRX	10/02/15	11/23/23	Purchase 25,000	17,554			7,446
Fidelity Funds-FDSVX	12/09/16	4/15/24	Purchase 25,000	13,720			11,280
Fidelity Funds-FBGRX	10/02/15	6/02/23	Purchase 30,000	18,159			11,841
Fidelity Funds-FBGRX	10/02/15	7/26/23	Purchase 20,000	11,189			8,811
Fidelity Funds-Trend Fund	12/18/20	11/29/23	Purchase 25,000	13,778			11,222
Total			$ 793,418	$ 644,935	$ 0	$ 0	$ 148,483

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	$ 2,700	$	$	$
Investment Services	1,200			
Total	$ 3,900	$ 0	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
State Annual Filing Fee	$ 61	$	$	$
Excise Tax	846			
Total	$ 907	$ 0	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Website	115			
Telephone	307			
Total	$ 422	$ 0	$ 0	$ 0

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Fidelity Blue Chip Growth	$ 213,088	$ 173,172	Cost	$ 374,042
Fidelity Growth Discovery Fd	271,911	251,594	Cost	443,465
Fidelity Lg Cap Growth Enc Index	210,898		Cost	
Fidelity OTC Portfo;io	114,402		Cost	
Fidelity Select Technologies			Cost	
Fidelity Trend	245,235		Cost	
Fidelity Fund		346,689		415,767
Fidelity ContraFund		338,587		410,210
Total	$ 1,055,534	$ 1,110,042		$ 1,643,484

Federal Statements

Statement 6 - Form 990-PF, Part IX, Line 4 - Cash Deemed Held - Greater Amount Explanation

Description	Amount
Pending Donations	22,536
Total	22,536