

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.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation: **CAPITAL CHARITIES, INC.**

Number and street (or P O box number if mail is not delivered to street address): **3300 E FLORA PL**

City or town, state or province, country, and ZIP or foreign postal code: **DENVER, CO 80210**

Room/suite: _____

A Employer identification number: **35-6064137**

B Telephone number: **303-514-4487**

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 672,280.**

J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	43,300.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3.	3.		STATEMENT 1
	4 Dividends and interest from securities	25,185.	25,185.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,354.			
	b Gross sales price for all assets on line 6a	2,548.			
	7 Capital gain net income (from Part IV, line 2)		2,354.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	70,842.	27,542.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1,700.	850.		0.
	c Other professional fees STMT 4	150.	150.		0.
	17 Interest				
	18 Taxes STMT 5	208.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	2,640.	2,640.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	4,698.	3,640.		0.
	25 Contributions, gifts, grants paid	86,600.			86,600.
26 Total expenses and disbursements. Add lines 24 and 25	91,298.	3,640.		86,600.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-20,456.				
b Net investment income (if negative, enter -0-)		23,902.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	17,148.	8,966.	8,966.
	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 8	192,584.	193,556.	466,836.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 9	217,372.	215,040.	196,478.	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	427,104.	417,562.	672,280.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	427,104.	417,562.		
30	Total net assets or fund balances	427,104.	417,562.		
31	Total liabilities and net assets/fund balances	427,104.	417,562.		

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	427,104.
2	Enter amount from Part I, line 27a	2	-20,456.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	10,914.
4	Add lines 1, 2, and 3	4	417,562.
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	417,562.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CALUMET SPECIALTY PRODUCTS PARTNERS, L.P.	P	VARIOUS	12/31/16
b MORGAN STANLEY - 0043	P	VARIOUS	12/31/16
c CAPITAL GAINS DIVIDENDS			
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		194.	-194.
b 8.			8.
c 2,540.			2,540.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-194.
b			8.
c			2,540.
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	2,354.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not 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))
2015	59,792.	642,064.	.093125
2014	43,800.	631,299.	.069381
2013	30,150.	580,307.	.051955
2012	25,750.	526,543.	.048904
2011	26,150.	452,413.	.057801

2 Total of line 1, column (d)	2	.321166
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.064233
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	646,369.
5 Multiply line 4 by line 3	5	41,518.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	239.
7 Add lines 5 and 6	7	41,757.
8 Enter qualifying distributions from Part XII, line 4	8	86,600.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	239.
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	239.
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	239.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	248.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	248.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	9.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 9. Refunded <input checked="" type="checkbox"/>	11	0.	

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 instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CO		
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JONATHAN LURIE Telephone no. 303-514-4487 Located at 3300 EAST FLORA PLACE, DENVER, CO ZIP+4 80210
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 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
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 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 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.)
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?
b If "Yes," did it have excess business holdings in 2016 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 2016.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2016?

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 No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here 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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b 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. 6b X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A 7b

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

1 List all officers, directors, trustees, 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
JANE LEVINSOHN JEX 5090 WOOD DUCK COURT CARMEL, IN 46033	PRESIDENT, DIRECTOR 0.00	0.	0.	0.
JONATHAN LURIE 330 EAST FLORA PLACE DENVER, CO 80210	VICE PRESIDENT, DIRECTOR 0.75	0.	0.	0.
JEFFREY A. JEX 5090 WOOD DUCK COURT CARMEL, IN 46033	SECRETARY, DIRECTOR 0.00	0.	0.	0.
ALAN E. LEVINSOHN 12932 QUEENS TROOP CLOSE CARMEL, IN 46032	TREASURER, DIRECTOR 0.00	0.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	643,155.
b	Average of monthly cash balances	1b	13,057.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	656,212.
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	656,212.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,843.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	646,369.
6	Minimum investment return. Enter 5% of line 5	6	32,318.

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	32,318.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	239.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	239.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	32,079.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	32,079.
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	32,079.

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	86,600.
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	86,600.
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	239.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,361.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				32,079.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	3,994.			
b From 2012				
c From 2013	1,590.			
d From 2014	12,453.			
e From 2015	28,105.			
f Total of lines 3a through e	46,142.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	86,600.			
a Applied to 2015, 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 2016 distributable amount				32,079.
e Remaining amount distributed out of corpus	54,521.			
5 Excess distributions carryover applied to 2016 (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:	100,663.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	3,994.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	96,669.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013	1,590.			
c Excess from 2014	12,453.			
d Excess from 2015	28,105.			
e Excess from 2016	54,521.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, 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 X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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).)

NONE

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.

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment					
Recipient		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					
SEE ATTACHED SCHEDULE OF RECIPIENTS, ADDRESSES, FOUNDATION STATUS, AND PURPOSE OF CONTRIBUTION					86,600.
Total				▶ 3a	86,600.
b Approved for future payment					
NONE					
Total				▶ 3b	0.

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
CALUMET SPECIALTY PRODUCTS PARTNERS, L.P.	1.	1.	
MORGAN STANLEY - 0043	2.	2.	
TOTAL TO PART I, LINE 3	3.	3.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY - 0043	27,725.	2,540.	25,185.	25,185.	
TO PART I, LINE 4	27,725.	2,540.	25,185.	25,185.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	1,700.	850.		0.
TO FORM 990-PF, PG 1, LN 16B	1,700.	850.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	150.	150.		0.
TO FORM 990-PF, PG 1, LN 16C	150.	150.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UNITED STATES TREASURY	208.	0.		0.
TO FORM 990-PF, PG 1, LN 18	208.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CALUMET K-1 ORDINARY LOSS	2,640.	2,640.		0.
TO FORM 990-PF, PG 1, LN 23	2,640.	2,640.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT	9,625.
NONDIVIDEND DISTRIBUTIONS	1,289.
TOTAL TO FORM 990-PF, PART III, LINE 3	10,914.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
30 SH. IPALCO (PFD)	2,642.	2,719.
500 SH. PUBLIC SERVICE ENTER. GRP., INC.	7,292.	21,940.
1041 SH. SIMON PROPERTY GROUP INC.	24,183.	184,954.
100 SH. WESTAR ENERGY INC.	3,107.	5,635.
825 SH. LASALLE HOTEL PROPERTIES	14,948.	25,138.
635 SH. DUKE REALTY CORP. NEW	17,154.	16,866.
1010 SH. ANNALY MORTGAGE MGMT INC.	17,117.	10,070.
115 SH. YUM BRANDS INC.	3,911.	7,283.
115 SH. YUM CHINA HOLDINGS	1,442.	3,004.
1400 SH. ALTRIA GROUP INC.	32,005.	94,668.
1500 SH. AT&T INC.	40,264.	63,795.
280 SH. VERIZON COMMUNICATIONS	8,110.	14,946.
67 SH. FRONTIER COMMUNICATIONS	436.	226.
150 SH. SOUTHERN CO.	5,146.	7,379.
700 SH. CALUMET SPECIALTY PRODUCTS PTNRS	14,019.	2,800.
520 SH. WASHINGTON PRIME GROUP INC	1,780.	5,413.
TOTAL TO FORM 990-PF, PART II, LINE 10B	193,556.	466,836.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
5253 SH. DNP SELECT INCOME FUND INC.	COST	50,588.	53,738.
7470 UTS. NUVEEN SENIOR INCOME FUND	COST	63,245.	50,721.
2670 UTS. VAN KAMPEN SENIOR INCOME TRUST	COST	21,926.	12,389.
340 SH. NUVEEN QUALITY PFD III	COST	4,986.	3,082.
635 SH. ISHARES GLOBAL ENERGY ETF	COST	24,782.	22,098.
270 SH. ISHARES US FINANCIALS ETF	COST	24,811.	27,394.
225 SH. US TECHNOLOGY ETF	COST	24,702.	27,056.
TOTAL TO FORM 990-PF, PART II, LINE 13		215,040.	196,478.

Capital Charities, Inc. #356064137

2016 Form 990PF - Attachment to Part XV, Line 3

Charity Name	Charity Address	Charity City	Charity State	Charity Zip	Pub Status	Purpose	Amount
Memorial Sloan-Kettering Cancer Center	1275 York Avenue	New York	NY	10065	Public	General	\$ 10,000.00
Childrens Hospital Colorado Foundation	13123 E 16th St	Aurora	CO	80045	Public	General	\$ 1,000.00
Colorado Coalition for the Homeless	2111 Champa St	Denver	CO	80205	Public	General	\$ 400.00
The Grey Muzzle	14460 Falls of Neuse Road Suite 149-269 PO Box 7067	Raleigh	NC	27614	Public	General	\$ 200.00
Cottonwood Institute	6171 Century Blvd. Suite 310	Los Angeles	CA	90045	Public	General	\$ 500.00
Team Rubicon	720 West 10th Ave	Denver	CO	80204	Public	General	\$ 200.00
Max Fund Animal Adoption Center	7409 S Alton Ct.	Centennial	CO	80112	Public	General	\$ 300.00
Colorado Public Radio	2000 West Union Ave	Englewood	CO	80110	Public	General	\$ 200.00
Freedom Service Dogs	8755 W 14th Ave	Lakewood	CO	80215	Public	General	\$ 400.00
The Action Center	1117 Perimeter Center West Suite N-402	Atlanta	GA	30338	Public	General	\$ 1,000.00
CURE Childhood Cancer	1089 Bannock St	Denver	CO	80204	Public	General	\$ 300.00
Rocky Mountain PBS	940 Fillmore St	Denver	CO	80206	Public	General	\$ 10,000.00
Sewall Child Development Center	6705 Hoover Rd	Indianapolis	IN	46260	Public	General	\$ 1,550.00
Jewish Federation of Greater Indianapolis	200 S Meridian Street, Suite 400	Indianapolis	IN	46225	Public	General	\$ 1,000.00
Planned Parenthood of Indiana	7201 Girl Scout Lane	Indianapolis	IN	46214	Public	General	\$ 1,000.00
Girl Scouts of Central Indiana	45 Bristol Street	New Haven	CT	06511	Public	General	\$ 1,200.00
New Haven Reads	PO Box 6460	Indianapolis	IN	46206	Public	General	\$ 3,000.00
Indiana University Foundation	3000 North Meridian Street	Indianapolis	IN	46208	Public	General	\$ 750.00
Children's Museum of Indianapolis	4600 Sunset Avenue	Indianapolis	IN	46208	Public	General	\$ 700.00
Butler University	3760 Fowler Street	Fort Myers	FL	33901	Public	General	\$ 350.00
Harry Chapin Food Bank of SW Florida	3737 Waldemere Avenue	Indianapolis	IN	46241	Public	General	\$ 350.00
Gleaners Food Bank of Indiana	7929 North Michigan Rd	Indianapolis	IN	46268	Public	General	\$ 100.00
Humane Society of Indianapolis	18012 Mitchell South	Indianapolis	IN	46268	Public	General	\$ 10,000.00
Orange County United Way	5160 Clear Lake Court	Irvine	CA	92614	Public	General	\$ 1,000.00
Fuller Center for Housing	6501 North Meridian Street	Carmel	IN	46033	Public	General	\$ 1,000.00
Indianapolis Hebrew Congregation	6705 Hoover Rd	Indianapolis	IN	46260	Public	General	\$ 2,000.00
Jewish Federation of Greater Indianapolis	615 N. Alabama St., Suite 119	Indianapolis	IN	46260	Public	General	\$ 1,000.00
Women's Fund of Central Indiana	615 N. Alabama St., Ground Floor Suite C	Indianapolis	IN	46204	Public	General	\$ 500.00
Happy Hollow Childrens Camp, Inc.	8080 Hollybrook Ct	Indianapolis	IN	46204	Public	General	\$ 500.00
The Ramp Less Traveled Foundation	13 Oak Drive	Indianapolis	IN	46250	Public	General	\$ 500.00
Colgate University	610 South Sandusky St	Hamilton	NY	13346	Public	General	\$ 500.00
Ohio Wesleyan University	6501 North Meridian Street	Delaware	OH	43015	Public	General	\$ 300.00
Indianapolis Hebrew Congregation	75 Park Street	Indianapolis	IN	46260	Public	General	\$ 200.00
Williams College Alumni Fund	888 Commonwealth Avenue, 3rd floor	Williamstown	MA	01267	Public	General	\$ 3,000.00
Partners in Health	3860 North Long Lake Road, Suite D	Boston	MA	02215	Public	General	\$ 1,250.00
-Grand Traverse Land Conservancy	235 Nicoll Street	Traverse City	MI	49684	Public	General	\$ 1,000.00
Integrated Refugee and Immigrant Services	15030 N. 64th St	New Haven	CT	06511	Public	General	\$ 500.00
Temple Kol Ami Capital Campaign	12701 N. Scottsdale Rd, Suite 201	Scottsdale	AZ	85254	Public	General	\$ 1,500.00
Jewish Federation of Greater Phoenix		Scottsdale	AZ	85254	Public	General	\$ 800.00

Arizona Jewish Historical Society	122 East Culver	Phoenix	AZ	85004	Public	General	\$	600.00
Jewish Genetic Diseases Center	12701 N. Scottsdale Rd, Suite 201	Scottsdale	AZ	85254	Public	General	\$	500.00
KAET Friends of Eight	555 North Central Avenue, Suite 500	Phoenix	AZ	85004	Public	General	\$	500.00
KJZZ	2323 W. 14th Street	Tempe	AZ	85281	Public	General	\$	400.00
Arizona Theatre Company	343 S. Scott Avenue, P.O. Box 1631	Tucson	AZ	85702	Public	General	\$	500.00
Jewish Free Loan	3443 N. Central Ave, #707	Phoenix	AZ	85012	Public	General	\$	600.00
American Red Cross Grand Canyon Chapter	4747 North 22nd Street, Suite 100	Phoenix	AZ	85016	Public	General	\$	350.00
Ballet Arizona	2835 E. Washington Street	Phoenix	AZ	85034	Public	General	\$	250.00
Doctors without Borders	P.O. Box 5023	Hagerstown	MD	21741	Public	General	\$	2,500.00
Share our Selves	1550 Superior Avenue	Costa Mesa	CA	92627	Public	General	\$	2,500.00
Pacifica Christian High School Orange County	883 W 15th St	Newport Beach	CA	92663	Public	General	\$	4,500.00
One Simple Wish	1977 North Olden Avenue, #292	Trenton	NJ	08618	Public	General	\$	500.00
Anti-Defamation League	605 Third Avenue	New York	NY	10158	Public	General	\$	400.00
The Southern Poverty Law Center	400 Washington Avenue	Montgomery	AL	36104	Public	General	\$	400.00
Lead Safe America Foundation	P.O. Box 820044	Portland	OR	97282	Public	General	\$	400.00
National Women's Law Center	11 Dupont Circle NW, Suite 800	Washington	DC	20036	Public	General	\$	400.00
American Civil Liberties Union	39 Drumm Street	San Francisco	CA	94111	Public	General	\$	400.00
Foundation for a College Education	2160 Euclid Avenue	East Palo Alto	CA	94303	Public	General	\$	400.00
Grid Alternatives	1171 Ocean Avenue, Suite 200	Oakland	CA	94608	Public	General	\$	400.00
New Haven Reads	45 Bristol Street	New Haven	CT	06511	Public	General	\$	1,000.00
Indianapolis Great Pyrenees Rescue	1102 West 78th Street	Indianapolis	IN	46260	Public	General	\$	500.00
Fortune Academy	5626 Lawton Loop E. Drive	Indianapolis	IN	46216	Public	General	\$	4,000.00
New Haven Reads	45 Bristol Street	New Haven	CT	06511	Public	General	\$	2,000.00
Oxfam America	228 Causeway Street	Boston	MA	02114	Public	General	\$	1,500.00
Connecticut Cycling Advancement Program	353 Main Street	Middletown	CT	06457	Public	General	\$	500.00
Leslie Science and Nature Center	1831 Traver Road	Ann Arbor	MI	48105	Public	General	\$	250.00
National Immigration Law Center	3450 Wilshire Blvd. #108-62	Los Angeles	CA	90010	Public	General	\$	400.00
New Teacher Center	110 Cooper Street, Suite 500	Santa Cruz	CA	95060	Public	General	\$	400.00
Total 2016 Contributions							\$	86,600.00