

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.

2023

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2023 or tax year beginning **JUL 1, 2023**, and ending **JUN 30, 2024**

Name of foundation
SCARLETT FAMILY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
4117 HILLSBORO PIKE 103255

City or town, state or province, country, and ZIP or foreign postal code
NASHVILLE, TN 37215-2728

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)
\$ 261,667,800.

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

A Employer identification number
20-1980932

B Telephone number
(615) 377-4600

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 ...

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)
Revenue	1 Contributions, gifts, grants, etc., received			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				
	4 Dividends and interest from securities	5,088,589.	5,088,589.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	80,338,361.			
	b Gross sales price for all assets on line 6a 115,945,613.				
	7 Capital gain net income (from Part IV, line 2)		80,338,361.		
	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	1,349,369.	1,349,369.		STATEMENT 2	
12 Total. Add lines 1 through 11	86,776,319.	86,776,319.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	315,280.	0.		315,280.
	14 Other employee salaries and wages	136,406.	0.		136,406.
	15 Pension plans, employee benefits	57,699.	0.		57,699.
	16a Legal fees STMT 3	5,532.	0.		5,532.
	b Accounting fees STMT 4	39,950.	0.		39,950.
	c Other professional fees STMT 5	634,732.	485,382.		149,350.
	17 Interest				
	18 Taxes STMT 6	1,059,104.	35,842.		26,262.
	19 Depreciation and depletion				
	20 Occupancy	2,017.	0.		2,017.
	21 Travel, conferences, and meetings	14,206.	0.		14,206.
	22 Printing and publications	2,624.	0.		2,624.
	23 Other expenses STMT 7	898,958.	735,995.		161,792.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,166,508.	1,257,219.		911,118.
	25 Contributions, gifts, grants paid	7,577,332.			7,577,332.
26 Total expenses and disbursements. Add lines 24 and 25	10,743,840.	1,257,219.		8,488,450.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	76,032,479.				
b Net investment income (if negative, enter -0-)		85,519,100.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		20,626,492.	68,734,702.	68,734,702.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 10	141,823,938.	171,537,026.	192,927,246.	
14	Land, buildings, and equipment: basis	15,470.				
	Less: accumulated depreciation	STMT 9	9,618.	5,852.	5,852.	
15	Other assets (describe STATEMENT 11)		0.	0.	0.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		162,450,430.	240,277,580.	261,667,800.	
Liabilities	17	Accounts payable and accrued expenses		1,971.	4,254.	
	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)		1,971.	4,254.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds		0.	0.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	28	Retained earnings, accumulated income, endowment, or other funds		162,448,459.	240,273,326.	
29	Total net assets or fund balances		162,448,459.	240,273,326.		
30	Total liabilities and net assets/fund balances		162,450,430.	240,277,580.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	162,448,459.
2	Enter amount from Part I, line 27a	2	76,032,479.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	1,818,008.
4	Add lines 1, 2, and 3	4	240,298,946.
5	Decreases not included in line 2 (itemize) BOOK/TAX DIFFERENCES	5	25,620.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	240,273,326.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

(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			
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			
b			
c			
d			
e	115,945,613.	35,607,252.	80,338,361.

(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			
b			
c			
d			
e			80,338,361.

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	80,338,361.
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	N/A

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	1,188,715.
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	1,188,715.
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	1,188,715.
6	Credits/Payments:		
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	1,009,622.
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	1,009,622.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	179,093.
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 2024 estimated tax Refunded	11	

Part VI-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. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
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 XIV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. _____ TN		
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 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 12	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		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 WWW.SCARLETTFOUNDATION.ORG		
14 The books are in care of LBMC Telephone no. 615-377-4600 Located at P.O. BOX 1869, BRENTWOOD, TN ZIP+4 37024-1869		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
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?		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

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

Table with columns for question ID, Yes, and No. Rows include 1a(1) through 1a(6), 1b, 1d, 2a, 2b, 3a, 3b, 4a, and 4b. 'Yes' column is mostly blank, 'No' column has 'X' marks for 1a(1), 1a(2), 1a(3), 1a(4), 1a(5), 1a(6), 1d, 2a, 3a, 4a, and 4b. Some rows are marked 'N/A'.

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?	X	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		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?		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		X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
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? N/A		
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?		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.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b 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?		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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		315,280.	57,699.	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 VII 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 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

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 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	168,563,293.
b	Average of monthly cash balances	1b	39,133,945.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	207,697,238.
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	207,697,238.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	3,115,459.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	204,581,779.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	10,229,089.

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	10,229,089.
2a	Tax on investment income for 2023 from Part V, line 5	2a	1,188,715.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	91,624.
c	Add lines 2a and 2b	2c	1,280,339.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,948,750.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,948,750.
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 XII, line 1	7	8,948,750.

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	8,488,450.
b	Program-related investments - total from Part VIII-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 XII, line 4	4	8,488,450.

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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				8,948,750.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			7,547,876.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018				
b From 2019				
c From 2020				
d From 2021				
e From 2022				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ 8,488,450.				
a Applied to 2022, but not more than line 2a			7,547,876.	
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 2023 distributable amount				940,574.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				8,008,176.
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 2018 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2019				
b Excess from 2020				
c Excess from 2021				
d Excess from 2022				
e Excess from 2023				

Part XIII Private Operating Foundations (see instructions and Part VI-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 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)

Table with 5 columns: (a) 2023, (b) 2022, (c) 2021, (d) 2020, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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).)

JOSEPH H. SCARLETT, JR.

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 14

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 XIV 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				
50CAN (FISCAL AGENT FOR SUMMER BOOST '23-'24) 1380 MONROE ST NW NO 413 WASHINGTON, DC 20010		501(C)(3)	SUPPORT FOR LITERACY AND MATH TUTORING	150,000.
AADI PATEL 402 VAIL RUN MT.JULIET, TN 37122			TUITION	7,500.
AADI PATEL 402 VAIL RUN MT.JULIET, TN 37122			TUITION	7,500.
AHMED ELRAYAH 2640 GLENROSE AVE NASHVILLE, TN 37210			TUITION	7,500.
AHMED ELRAYAH 2640 GLENROSE AVE NASHVILLE, TN 37210			TUITION	7,500.
Total	SEE CONTINUATION SHEET(S)			3a 7,577,332.
b Approved for future payment				
AVENTURA COMMUNITY SCHOOLS 3010 TUGGLE AVENUE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR DIRECTOR OF OPERATIONS AND DIRECTOR OF STUDENT SUPPORT	230,000.
BACKFIELD IN MOTION 920 WOODLAND ST NASHVILLE, TN 37205		501(C)(3)	SUPPORT TO EXPAND SUMMER ACADEMY TO YEAR-ROUND PROGRAM	50,000.
BIG BROTHERS BIG SISTERS OF MIDDLE TENNESSEE 1704 CHARLOTTE AVE, STE 130 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR LITERACY AND E-MENTORING PROGRAMS	113,500.
Total	SEE CONTINUATION SHEET(S)			3b 10,856,377.

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Net rental income or (loss) from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, and Other revenue. Totals are shown at the bottom.

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

Table with 2 columns: Line No. and 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).

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

Table with 3 columns: Question, Yes, No. Contains questions 1a through 1c regarding transfers and transactions.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Contains 'N/A' in column (c).

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Contains 'N/A' in column (a).

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee Date Title PRESIDENT/CEO

May the IRS discuss this return with the preparer shown below? See instr. X Yes No

Table with 6 columns: Print/Type preparer's name, Preparer's signature, Date, Check if self-employed, PTIN, Firm's name, Firm's EIN, Firm's address, Phone no. Contains ABIGAIL CAMPBELL, LBMC, PC, P.O. BOX 1869 BRENTWOOD, TN 37024-1869.

SCARLETT FAMILY FOUNDATION

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 EQUITABLE TRUST	P		
b EQUITABLE TRUST - CAP GAIN DISTRIBUTION	P		
c JETSTREAM GLOBAL II LP	P		
d CARLYLE PROPERTY INVESTORS LP	P		
e NGP NATURAL RESOURCES XII LP	P		
f CARLYLE STRUCTURED CREDIT FUND LP	P		
g EQUITABLE TRUST - TSC ADJUSTMENT	P		
h CARLYLE PRIVATE EQUITY ACCESS FUND IV (PARALLEL)	P		
i CARLYLE PEA BLOCKER FUND III, LP - PFIC	P		
j			
k			
l			
m			
n			
o			

(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 114,843,460.		34,286,864.	80,556,596.
b 398,470.			398,470.
c		1,298,242.	-1,298,242.
d 7,687.			7,687.
e 507,105.			507,105.
f		21,154.	-21,154.
g		992.	-992.
h 4,410.			4,410.
i 184,481.			184,481.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			80,556,596.
b			398,470.
c			-1,298,242.
d			7,687.
e			507,105.
f			-21,154.
g			-992.
h			4,410.
i			184,481.
j			
k			
l			
m			
n			
o			

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	80,338,361.
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 XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ALEXANDRIA ANDERSON 576 HONEY FORK RD INDIAN MOUND, TN 37079			TUITION	7,500.
ALEXANDRIA ANDERSON 576 HONEY FORK RD INDIAN MOUND, TN 37079			TUITION	7,500.
ALEXIA WILLIAMS 173 BRENDA COURT ANTIOCH, TN 37013			TUITION	7,500.
ALEXIA WILLIAMS 173 BRENDA COURT ANTIOCH, TN 37013			TUITION	7,500.
ALYSSA HAMPTON 179 DAVES HOLLOW ROAD FAYETTEVILLE, TN 37334			TUITION	6,498.
ALYSSA HAMPTON 179 DAVES HOLLOW ROAD FAYETTEVILLE, TN 37334			TUITION	6,498.
AMARACHI WABOSO 2203 WILDFLOWER LANE NASHVILLE, TN 37217			TUITION	7,500.
AMARACHI WABOSO 2203 WILDFLOWER LANE NASHVILLE, TN 37217			TUITION	7,500.
AMARACHI WABOSO 2203 WILDFLOWER LANE NASHVILLE, TN 37217			TUITION	3,372.
AMELIA KING 446, JONES LANE HENDERSONVILLE, TN 37075			TUITION	7,500.
Total from continuation sheets				7,397,332.

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMELIA KING 446, JONES LANE HENDERSONVILLE, TN 37075			TUITION	7,500.
ANDREW SPENCER 401 HIAWATHA CT NASHVILLE, TN 37221			TUITION	3,638.
ANDREW SPENCER 401 HIAWATHA CT NASHVILLE, TN 37221			TUITION	3,638.
ANDREW SPENCER 401 HIAWATHA CT NASHVILLE, TN 37221			TUITION	4,074.
ANGEL ZARATE 106 FRANKLIN STREET MCMINNVILLE, TN 37110			TUITION	4,105.
ANGEL ZARATE 106 FRANKLIN STREET MCMINNVILLE, TN 37110			TUITION	4,105.
ANNA JONES 1917 BASKINBROOK COURT MURFREESBORO, TN 37130			TUITION	7,500.
ANNA JONES 1917 BASKINBROOK COURT MURFREESBORO, TN 37130			TUITION	7,500.
ANNA YATES 2434 TOUR DRIVE MURFREESBORO, TN 37130			TUITION	7,500.
ANNA YATES 2434 TOUR DRIVE MURFREESBORO, TN 37130			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ANNALISE BROWN 1406 WOODLAND STREET NASHVILLE, TN 37206			TUITION	7,500.
ANNALISE BROWN 1406 WOODLAND STREET NASHVILLE, TN 37206			TUITION	7,500.
ARIANNA SMITH-FORTE 1320 ALLMON DRIVE CLARKSVILLE, TN 37042			TUITION	7,500.
ARIANNA SMITH-FORTE 1320 ALLMON DRIVE CLARKSVILLE, TN 37042			TUITION	7,500.
ASHLEY BUTCHER 17 PATTON ROAD FAYETTEVILLE, TN 37334			TUITION	6,436.
ASHLEY BUTCHER 17 PATTON ROAD FAYETTEVILLE, TN 37334			TUITION	6,436.
AVERY ROTH 1028 WOODVALE DR NASHVILLE, TN 37204			TUITION	6,205.
AVERY ROTH 1028 WOODVALE DR NASHVILLE, TN 37204			TUITION	6,205.
AYA ALWAN 515 JOHNSTOWN DR SMYRNA, TN 37167			TUITION	7,500.
AYA ALWAN 515 JOHNSTOWN DR SMYRNA, TN 37167			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AYA SHARIF 3988 KEELEY DR. NASHVILLE, TN 37211			TUITION	4,712.
AYA SHARIF 3988 KEELEY DR. NASHVILLE, TN 37211			TUITION	4,712.
BACKFIELD IN MOTION 920 WOODLAND ST NASHVILLE, TN 37205		501(C)(3)	SUPPORT TO EXPAND SUMMER ACADEMY TO YEAR-ROUND PROGRAM	50,000.
BAO LE 340 ELYSIAN FIELDS RD NASHVILLE, TN 37211			TUITION	7,500.
BAO LE 340 ELYSIAN FIELDS RD NASHVILLE, TN 37211			TUITION	7,500.
BIG BROTHERS BIG SISTERS OF MIDDLE TENNESSEE 1704 CHARLOTTE AVE, STE 130 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR LITERACY AND E-MENTORING PROGRAMS	87,500.
BOYS AND GIRLS CLUBS OF MIDDLE TENNESSEE 1704 CHARLOTTE AVE, STE 200 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR MNPS IN-SCHOOL LITERACY PILOT	186,350.
BRANCH OF NASHVILLE (THE) 41 TUSCULUM RD ANTIOCH, TN 37013		501(C)(3)	SUPPORT FOR ADULT ELL PROGRAM	20,000.
BRIANNA HOWELL 3808 PINEY RD NUNNELLY, TN 37137			TUITION	7,500.
BRIANNA HOWELL 3808 PINEY RD NUNNELLY, TN 37137			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CADEY COMEY 24255 PACIFIC COAST HWY 2460 MALIBU, CA 90263-2460			TUITION	7,500.
CADEY COMEY 24255 PACIFIC COAST HWY 2460 MALIBU, CA 90263-2460			TUITION	7,500.
CADIZ CANTWELL 1353 HWY. 70 KINGSTON SPRINGS, TN 37082			TUITION	7,500.
CADIZ CANTWELL 1353 HWY. 70 KINGSTON SPRINGS, TN 37082			TUITION	7,500.
CALEB HUDDLESTON 5085 SMITH SPRINGS PARKWAY ANTIOCH, TN 37013			TUITION	4,445.
CALEB HUDDLESTON 5085 SMITH SPRINGS PARKWAY ANTIOCH, TN 37013			TUITION	4,445.
CAMERON WALKER 218 INNSBROOKE BLVD MURFREESBORO, TN 37128			TUITION	7,500.
CAMERON WALKER 218 INNSBROOKE BLVD MURFREESBORO, TN 37128			TUITION	7,500.
CAMPBELL JEFFREY 315 HAYESWOOD DRIVE BRENTWOOD, TN 37027			TUITION	7,500.
CAMPBELL JEFFREY 315 HAYESWOOD DRIVE BRENTWOOD, TN 37027			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAREN ZAREF 1101 CROSSFIELD DR. NOLENSVILLE, TN 37135			TUITION	2,500.
CAREN ZAREF 1101 CROSSFIELD DR. NOLENSVILLE, TN 37135			TUITION	7,500.
CAREN ZAREF 1101 CROSSFIELD DR. NOLENSVILLE, TN 37135			TUITION	1,040.
CAROLINE WAUGH 410 MAJESTY DRIVE MURFREESBORO, TN 37129			TUITION	7,500.
CAROLINE WAUGH 410 MAJESTY DRIVE MURFREESBORO, TN 37129			TUITION	7,500.
CHANDLER MICHAEL 1291 RED BUD LANE COLUMBIA, TN 38401			TUITION	4,712.
CHERYL QUARTEY 2935 POMOA PL MURFREESBORO, TN 37130			TUITION	287.
CHERYL QUARTEY 2935 POMOA PL MURFREESBORO, TN 37130			TUITION	29,426.
CHERYL QUARTEY 2935 POMOA PL MURFREESBORO, TN 37130			TUITION	287.
CLARA THOMPSON 1605 HATCHETT HOLLOW ROAD CORNERSVILLE, TN 37047			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CLARA THOMPSON 1605 HATCHETT HOLLOW ROAD CORNERSVILLE, TN 37047			TUITION	7,500.
COMMUNITIES IN SCHOOLS OF TENNESSEE 1207 8TH AVE S NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR MIDDLE TENN RURAL COUNTIES INITIATIVE	75,000.
COMMUNITIES IN SCHOOLS OF TENNESSEE 1207 8TH AVE S NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR MIDDLE TENN RURAL COUNTIES INITIATIVES AND COLLEGE READINESS	100,000.
COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVE NO 400 NASHVILLE, TN 37215		501(C)(3)	TORNADO RELIEF FOR DAVIDSON COUNTY (\$5K) AND MIDDLE TENNESSEE (\$15K)	20,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR PARENTS AS PARTNERS	80,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR ESCALERA	200,000.
CONNOR TAYLOR 508 BANSHIRE COURT BRENTWOOD, TN 37027			TUITION	7,500.
CONNOR TAYLOR 508 BANSHIRE COURT BRENTWOOD, TN 37027			TUITION	7,500.
CORAZON FUNK 709 MYHR DRIVE NASHVILLE, TN 37221			TUITION	5,666.
CORAZON FUNK 709 MYHR DRIVE NASHVILLE, TN 37221			TUITION	5,666.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CORI DANNEMILLER 148 CRESTFIELD PLACE FRANKLIN, TN 37069			TUITION	7,500.
CORI DANNEMILLER 148 CRESTFIELD PLACE FRANKLIN, TN 37069			TUITION	7,500.
DAKOTA ANDERSON 101 CABIN CREEK COURT SPRING HILL, TN 37174			TUITION	4,956.
DAKOTA ANDERSON 101 CABIN CREEK COURT SPRING HILL, TN 37174			TUITION	4,956.
DEVIN BESTER 5900 EATONS CREEK ROAD JOELTON, TN 37080			TUITION	7,500.
DEVIN BESTER 5900 EATONS CREEK ROAD JOELTON, TN 37080			TUITION	7,500.
DIVERSE LEARNERS COOPERATIVE (DLC) 8011 BROOKS CHAPEL RD, STE 3083 BRENTWOOD, TN 37027		501(C)(3)	SUPPORT FOR PROGRAM SPECIALISTS	175,000.
EDUCATION TRUST OF TENNESSEE (THE) 1501 K ST. NW STE 200 WASHINGTON, DC 20005		501(C)(3)	SUPPORT FOR RESEARCH, DATA ANALYSIS AND CAPACITY BUILDING	50,000.
EDUCATION TRUST OF TENNESSEE (THE) 1501 K ST. NW STE 200 WASHINGTON, DC 20005		501(C)(3)	RESEARCH AND CONVENING ON K-12 AND HIGHER EDUCATION POLICY	50,000.
EDUCATORS' COOPERATIVE (EDCO) (THE) 1410 HEMLOCK AVENUE NASHVILLE, TN 37216		501(C)(3)	SUPPORT FOR OPERATIONS	40,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ELIZABETH LEGGETT 328 STANLEY PARK LANE FRANKLIN, TN 37069			TUITION	7,500.
ELIZABETH LEGGETT 328 STANLEY PARK LANE FRANKLIN, TN 37069			TUITION	7,500.
ELLA DAUGHERTY 2304 ASHWOOD AVE NASHVILLE, TN 37212			TUITION	15,000.
ELLA DAUGHERTY 2304 ASHWOOD AVE NASHVILLE, TN 37212			TUITION	15,000.
EMELY SORTO-GARCIA 5913 BELLE OAKS PLACE ANTIOCH, TN 37013			TUITION	7,500.
EMELY SORTO-GARCIA 5913 BELLE OAKS PLACE ANTIOCH, TN 37013			TUITION	7,500.
EMILY RUSSELL 209 ALEX DRIVE PULASKI, TN 38478			TUITION	1,250.
EMILY RUSSELL 209 ALEX DRIVE PULASKI, TN 38478			TUITION	1,250.
EMMA FLOOD 140 HUFFINES LANE PLEASANT SHADE, TN 37145			TUITION	5,009.
EMMA FLOOD 140 HUFFINES LANE PLEASANT SHADE, TN 37145			TUITION	6,632.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EMME SMITH PO BOX 446 MC MINNVILLE, TN 37111			TUITION	6,234.
EMME SMITH PO BOX 446 MC MINNVILLE, TN 37111			TUITION	6,234.
EQUAL CHANCE FOR EDUCATION 3715 WEST END AVE NASHVILLE, TN 37205		501(C)(3)	SUPPORT FOR PROGRAM COORDINATOR POSITION	50,000.
ETHAN BENDHEIM 3224 LAUREN DRIVE YADKINVILLE, TN 27055			TUITION	7,500.
ETHAN BENDHEIM 3224 LAUREN DRIVE YADKINVILLE, NC 27055			TUITION	7,500.
ETHAN MORROW 3334 DABNEY LANE CLARKSVILLE, TN 37043			TUITION	15,000.
ETHAN MORROW 3334 DABNEY LANE CLARKSVILLE, TN 37043			TUITION	15,000.
EUGENE LIM 2801 PATRIOT WAY NASHVILLE, TN 37214			TUITION	7,500.
EUGENE LIM 2801 PATRIOT WAY NASHVILLE, TN 37214			TUITION	7,500.
FATIMA CASTELLANOS 3449 HARBORWOOD CIR NASHVILLE, TN 37214			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRANKLIN ROAD ACADEMY 4700 FRANKLIN ROAD NASHVILLE, TN 37220		501(C)(3)	SUPPORT FOR FRA SUMMER INNOVATION INSTITUTE FOR MNPS STUDENTS	33,334.
FRANKLIN ROAD ACADEMY 4700 FRANKLIN ROAD NASHVILLE, TN 37220		501(C)(3)	SUPPORT FOR FRA SUMMER INNOVATION INSTITUTE FOR MNPS STUDENTS	35,000.
GARRISON HAROLD 1250 BAKER CREEK DR SPRING HILL, TN 37174			TUITION	7,500.
GARRISON HAROLD 1250 BAKER CREEK DR SPRING HILL, TN 37174			TUITION	7,500.
GENEVIEVE JEAN-PIERRE 353 SOLITUDE CIRCLE GOODLETTSVILLE, TN 37072			TUITION	15,000.
GENEVIEVE JEAN-PIERRE 353 SOLITUDE CIRCLE GOODLETTSVILLE, TN 37072			TUITION	15,000.
GENNA SMITH 4836 CORNING DRIVE NASHVILLE, TN 37211			TUITION	7,500.
GENNA SMITH 4836 CORNING DRIVE NASHVILLE, TN 37211			TUITION	7,500.
GENTRY'S EDUCATION CENTER AT THE STORE FRONT 4221 WARREN RD FRANKLIN, TN 37067		501(C)(3)	SUPPORT FOR AFTER-SCHOOL LITERACY PROGRAM	50,000.
GOAL COLLECTIVE (FISCAL AGENT IS TCASN) 1704 CHARLOTTE AVE, STE 200 NASHVILLE, TN 37220		501(C)(3)	SUPPORT FOR GOAL COLLECTIVE OPERATIONS	50,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GRACEY SUGGS 5487 HIGHWAY 48 CUMBERLAND FURNACE, TN 37051			TUITION	5,000.
GRACEY SUGGS 5487 HIGHWAY 48 CUMBERLAND FURNACE, TN 37051			TUITION	1,537.
GRACEY SUGGS 5487 HIGHWAY 48 CUMBERLAND FURNACE, TN 37051			TUITION	1,537.
HANNAH DODSON 1145 TEACHER DRIVE CLARKSVILLE, TN 37043			TUITION	15,000.
HANNAH DODSON 1145 TEACHER DRIVE CLARKSVILLE, TN 37043			TUITION	15,000.
HANNAH DODSON 1145 TEACHER DRIVE CLARKSVILLE, TN 37043			TUITION	1,025.
HANNAH HARRELL 5711 JACOBS HOLLOW ROAD READYVILLE, TN 37149			TUITION	2,360.
HANNAH HARRELL 5711 JACOBS HOLLOW ROAD READYVILLE, TN 37149			TUITION	2,360.
HILDE MEDOVICH 3129 BELWOOD ST NASHVILLE, TN 37203			TUITION	7,500.
HILDE MEDOVICH 3129 BELWOOD ST NASHVILLE, TN 37203			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HOMEWORK HOTLINE, INC. 4805 PARK AVENUE NASHVILLE, TN 37209		501(C)(3)	SUPPORT FOR OPERATIONS	30,000.
HORIZONS AT USN 2000 EDGEHILL AVE NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR SUMMER HORIZONS HIGH SCHOOL PROGRAM FOR MNPS STUDENTS	43,000.
INSTRUCTION PARTNERS 604 GALLATIN AVE, STE 202 NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR INSTRUCTIONAL LEADERSHIP RESEARCH AND PILOT	250,000.
JACK HARTERT 1410 DALLAS AVENUE NASHVILLE, TN 37212			TUITION	7,500.
JACK HARTERT 1410 DALLAS AVENUE NASHVILLE, TN 37212			TUITION	7,500.
JACKSON PFEFFERKORN 5086 WILSON PIKE ARRINGTON, TN 37014			TUITION	7,500.
JACKSON PFEFFERKORN 5086 WILSON PIKE ARRINGTON, TN 37014			TUITION	7,500.
JACOB REHBINE 848 STONEBROOK BLVD. NOLENSVILLE, TN 37135			TUITION	7,500.
JACOB REHBINE 848 STONEBROOK BLVD. NOLENSVILLE, TN 37135			TUITION	7,500.
JADE ERICKSON 494 LOVEJOY RD SPARTA, TN 38583			TUITION	4,659.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JADE ERICKSON 494 LOVEJOY RD SPARTA, TN 38583			TUITION	4,659.
JAMIE PIERCE 1501 5TH AVENUE MANCHESTER, TN 37355			TUITION	2,386.
JAMIE PIERCE 1501 5TH AVENUE MANCHESTER, TN 37355			TUITION	2,386.
JANA DENNING 151 LAKEVIEW DRIVE MCMINNVILLE, TN 37110			TUITION	1,787.
JANA DENNING 151 LAKEVIEW DRIVE MCMINNVILLE, TN 37110			TUITION	1,787.
JASE HORNER 4422 HWY 128 LINDEN, TN 37096			TUITION	3,411.
JASE HORNER 4422 HWY 128 LINDEN, TN 37096			TUITION	3,411.
JASON HOANG 624 SUGAR MILL DR NASHVILLE, TN 37211			TUITION	7,500.
JASON HOANG 624 SUGAR MILL DR NASHVILLE, TN 37211			TUITION	7,500.
JED JENNER COMIA 1504 GOLDFINCH CIRCLE HERMITAGE, TN 37076			TUITION	5,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JED JENNER COMIA 1504 GOLDFINCH CIRCLE HERMITAGE, TN 37076			TUITION	5,000.
JESSICA MCWHIRTER 912 COVEMONT DRIVE FAYETTEVILLE, TN 37334			TUITION	7,500.
JESSICA MCWHIRTER 912 COVEMONT DRIVE FAYETTEVILLE, TN 37334			TUITION	7,500.
JOHANNA HALE 1712 COOK DRIVE LEBANON, TN 37087			TUITION	7,500.
JOHANNA HALE 1712 COOK DRIVE LEBANON, TN 37087			TUITION	7,500.
JOHN RUTHERFURD 541 SUMMIT OAKS CT NASHVILLE, TN 37221			TUITION	7,500.
JOHN RUTHERFURD 541 SUMMIT OAKS CT NASHVILLE, TN 37221			TUITION	7,500.
JOHNVINDER BACHHAL 204 MOSLEY DR SPRINGFIELD, TN 37172-4418			TUITION	7,500.
JOHNVINDER BACHHAL 204 MOSLEY DR SPRINGFIELD, TN 37172-4418			TUITION	7,500.
JUDAH SIEGAND 5743 BRENTWOOD MEADOWS CIR. BRENTWOOD, TN 37027			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JUDAH SIEGAND 5743 BRENTWOOD MEADOWS CIR. BRENTWOOD, TN 37027			TUITION	7,500.
JUNIOR ACHIEVEMENT OF MIDDLE TENNESSEE 120 POWELL PLACE NASHVILLE, TN 37204		501(C)(3)	SUPPORT FOR FINANCE PARK	15,000.
KAREN SORIA 202 ALTA LOMA RD MADISON, TN 37115			TUITION	7,500.
KAREN SORIA 202 ALTA LOMA RD MADISON, TN 37115			TUITION	7,500.
KARTIK RACHAKONDA 16174 COLCHESTER PALMS DR TAMPA, FL 33647			TUITION	7,500.
KARTIK RACHAKONDA 16174 COLCHESTER PALMS DR TAMPA, FL 33647			TUITION	7,500.
KATHERINE THOMPSON 313 BURR OAK CT SPRING HILL, TN 37174			TUITION	7,500.
KATHERINE THOMPSON 313 BURR OAK CT SPRING HILL, TN 37174			TUITION	7,500.
KATIE GARCIA 5119 HONEYBEE DRIVE MURFREESBORO, TN 37129			TUITION	4,202.
KATIE GARCIA 5119 HONEYBEE DRIVE MURFREESBORO, TN 37129			TUITION	4,202.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KATIE LI 101 MEADOWBROOK DRIVE CLARKSVILLE, TN 37042			TUITION	7,500.
KATIE LI 101 MEADOWBROOK DRIVE CLARKSVILLE, TN 37042			TUITION	7,500.
KAYLA STEVENSON 1037 LINDYN LEE WAY GALLATIN, TN 37066			TUITION	3,988.
KAYLA STEVENSON 1037 LINDYN LEE WAY GALLATIN, TN 37066			TUITION	3,988.
KEREN HERNANDEZ 4935 BARELLA DRIVE ANTIOCH, TN 37013			TUITION	6,632.
KEREN HERNANDEZ 4935 BARELLA DRIVE ANTIOCH, TN 37013			TUITION	6,632.
KIPP NASHVILLE 123 DOUGLAS AVE NASHVILLE, TN 37207		501(C)(3)	SUPPORT FOR MASTER TEACHERS PROGRAM AND MANAGING DIRECTOR OF HIGH SCHOOLS	300,000.
KLARA HANNA ALLA 2202 BROADWAY ST. NOLENSVILLE, TN 37135			TUITION	3,692.
KLARA HANNA ALLA 2202 BROADWAY ST. NOLENSVILLE, TN 37135			TUITION	1,500.
KLARA HANNA ALLA 2202 BROADWAY ST. NOLENSVILLE, TN 37135			TUITION	3,692.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KLARA HANNA ALLA 2202 BROADWAY ST. NOLENSVILLE, TN 37135			TUITION	3,640.
KLARA HANNA ALLA 2202 BROADWAY ST. NOLENSVILLE, TN 37135			TUITION	1,094.
KLARA HANNA ALLA 2202 BROADWAY ST. NOLENSVILLE, TN 37135			TUITION	18,848.
KUNDIVY DAUDA 5545 OAK CHASE DRIVE NASHVILLE, TN 37013			TUITION	7,500.
KUNDIVY DAUDA 5545 OAK CHASE DRIVE NASHVILLE, TN 37013			TUITION	7,500.
KYLA O'GUIN 2609 HIGHWAY 100 CENTERVILLE, TN 37033			TUITION	216.
KYLA O'GUIN 2609 HIGHWAY 100 CENTERVILLE, TN 37033			TUITION	1,053.
KYLEA MICHAEL 201 JILLS LANDING WINCHESTER, TN 37398			TUITION	7,500.
KYLEA MICHAEL 201 JILLS LANDING WINCHESTER, TN 37398			TUITION	7,500.
LAUNNA ATKINSON 6887 WALNUT HILLS DR BRENTWOOD, TN 37027			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LAUNNA ATKINSON 6887 WALNUT HILLS DR BRENTWOOD, TN 37027			TUITION	7,500.
LAUREL NICHOLAS 104 DELLROSE DRIVE NASHVILLE, TN 37214			TUITION	7,500.
LAUREL NICHOLAS 104 DELLROSE DRIVE NASHVILLE, TN 37214			TUITION	7,500.
LAUREN MANSFIELD 113 WEST END AVENUE MCMINNVILLE, TN 37110			TUITION	7,500.
LAUREN MANSFIELD 113 WEST END AVENUE MCMINNVILLE, TN 37110			TUITION	7,500.
LAWRENCE COUNTY EDUCATION FOUNDATION PO BOX 961 LAWRENCEBURG, TN 38464		501(C)(3)	SUPPORT FOR TRANSPORTATION AND ATTENDANCE TO JA BIZTOWN	25,000.
LEAD PUBLIC SCHOOLS 2835 BRICK CHURCH PIKE NASHVILLE, TN 37207		501(C)(3)	SUPPORT FOR LEADERSHIP AND PROFESSIONAL DEVELOPMENT.	260,000.
LIAN SADER 7504 OAKHAVEN TRACE NASHVILLE, TN 37209			TUITION	7,500.
LIAN SADER 7504 OAKHAVEN TRACE NASHVILLE, TN 37209			TUITION	7,500.
LILY SMITH 116 4TH AVENUE N LEWISBURG, TN 37091			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LILY SMITH 116 4TH AVENUE N LEWISBURG, TN 37091			TUITION	7,500.
LINDSEY GARNER 5525 GRANBERRY HEIGHTS DR BRENTWOOD, TN 37027			TUITION	4,382.
LINDSEY GARNER 5525 GRANBERRY HEIGHTS DR BRENTWOOD, TN 37027			TUITION	4,382.
LINDSEY GARNER 5525 GRANBERRY HEIGHTS DR BRENTWOOD, TN 37027			TUITION	3,950.
LIPSCOMB UNIVERSITY 1 UNIVERSITY PARK DR NASHVILLE, TN 37204		501(C)(3)	SUPPORT FOR PRINCIPAL LEADERSHIP PROGRAM	158,700.
LIPSCOMB UNIVERSITY 1 UNIVERSITY PARK DR NASHVILLE, TN 37204		501(C)(3)	SUPPORT FOR PIONEROS PROGRAM	285,000.
LISA KIM 2405 ROLLETT CT NASHVILLE, TN 37211			TUITION	15,000.
LISA KIM 2405 ROLLETT CT NASHVILLE, TN 37211			TUITION	15,000.
MADISON GRIGSBY 225 AIRPORT RD WAVERLY, TN 37185			TUITION	4,019.
MADISON GRIGSBY 225 AIRPORT RD WAVERLY, TN 37185			TUITION	4,019.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAKENNA REILLY 718 VANTREASE ROAD MADISON, TN 37115			TUITION	5,000.
MAKENNA REILLY 718 VANTREASE ROAD MADISON, TN 37115			TUITION	1,250.
MAKENNA REILLY 718 VANTREASE ROAD MADISON, TN 37115			TUITION	1,250.
MAKENZI BOURAS 158 HARGIS RD BUMPUS MILLS, TN 37028			TUITION	3,873.
MAKENZI BOURAS 158 HARGIS RD BUMPUS MILLS, TN 37028			TUITION	3,873.
MAKENZIE MCGUIRE 512 GRANWOOD BLVD OLD HICKORY, TN 37138			TUITION	7,500.
MAKENZIE MCGUIRE 512 GRANWOOD BLVD OLD HICKORY, TN 37138			TUITION	7,500.
MARCO DE LA CRUZ-VITELA 253 SAM ST NASHVILLE, TN 37207			TUITION	3,484.
MARIAM ISKANDAR 2009 HAWKS NEST DR HERMITAGE, TN 37076			TUITION	7,500.
MARIAM ISKANDAR 2009 HAWKS NEST DR HERMITAGE, TN 37076			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MARIO DEANDA 1330 SHERRELL RD HILLSBORO, TN 37342			TUITION	4,712.
MARIO DEANDA 1330 SHERRELL RD HILLSBORO, TN 37342			TUITION	4,712.
MARIZ YOSEF 6 WHITSETT RD NASHVILLE, TN 37210			TUITION	7,500.
MARIZ YOSEF 6 WHITSETT RD NASHVILLE, TN 37210			TUITION	7,500.
MARK WEISS 1002 HIGHLAND RD BRENTWOOD, TN 37027			TUITION	7,500.
MARK WEISS 1002 HIGHLAND RD BRENTWOOD, TN 37027			TUITION	7,500.
MARTHA O'BRYAN CENTER 711 SOUTH 7TH ST NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR ACADEMIC STUDENT UNIONS AT MNPS	220,000.
MARVIN BROWN 350 SHADOW CREEK DRIVE BRENTWOOD, TN 37027			TUITION	15,000.
MARVIN BROWN 350 SHADOW CREEK DRIVE BRENTWOOD, TN 37027			TUITION	15,000.
MARY BROWN 473 ANNIE ROONEY ROAD LAWRENCEBURG, TN 38464			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MARY BROWN 473 ANNIE ROONEY ROAD LAWRENCEBURG, TN 38464			TUITION	7,500.
MAYA REILLY 718 VANTREASE RD NASHVILLE, TN 37115			TUITION	3,868.
MAYA REILLY 718 VANTREASE RD NASHVILLE, TN 37115			TUITION	3,600.
MAYA REILLY 718 VANTREASE RD NASHVILLE, TN 37115			TUITION	3,600.
MEGAN MCFAUL 3511 CHAPEL HILL ROAD CLARKSVILLE, TN 37040			TUITION	7,500.
MEGAN MCFAUL 3511 CHAPEL HILL ROAD CLARKSVILLE, TN 37040			TUITION	7,500.
MEGAN MERTES 7829 HARPETH VIEW DRIVE NASHVILLE, TN 37221			TUITION	7,500.
MEGAN MERTES 7829 HARPETH VIEW DRIVE NASHVILLE, TN 37221			TUITION	7,500.
MENA DOCE 81 KENDALL PARK DR. NASHVILLE, TN 37217			TUITION	7,500.
MENA DOCE 81 KENDALL PARK DR. NASHVILLE, TN 37217			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MIA SHINES 826 OAK STREET FRANKLIN, KY 42134			TUITION	3,750.
MICHAEL MORGAN 4021 FREMANTLE CIRCLE SPRING HILL, TN 37174			TUITION	7,500.
MICHAEL MORGAN 4021 FREMANTLE CIRCLE SPRING HILL, TN 37174			TUITION	7,500.
MICHAELA BIANCO 201 PEACEFUL VALLEY LN MONTEREY, TN 38574			TUITION	6,632.
MICHAELA BIANCO 201 PEACEFUL VALLEY LN MONTEREY, TN 38574			TUITION	6,632.
MICHAELA BIANCO 201 PEACEFUL VALLEY LN MONTEREY, TN 38574			TUITION	5,000.
MICHELLE QIU 706 ROSSLARE CIRCLE BRENTWOOD, TN 37027			TUITION	12,046.
MICHELLE QIU 706 ROSSLARE CIRCLE BRENTWOOD, TN 37027			TUITION	12,046.
MILEN NEGASI 6025 POST RD. NASHVILLE, TN 37205			TUITION	7,500.
MINA SHAWKY 700 ELDON LN NOLENSVILLE, TN 37135			TUITION	3,750.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MINA SHAWKY 700 ELDON LN NOLENSVILLE, TN 37135			TUITION	3,750.
MONIKA FOUAD 5128 SINGING HILLS DRIVE ANTIOCH, TN 37013			TUITION	6,632.
MONIKA FOUAD 5128 SINGING HILLS DRIVE ANTIOCH, TN 37013			TUITION	6,632.
NANCY TENNENT PO BOX 5000 AMHERST, MA 01002			TUITION	7,500.
NANCY TENNENT PO BOX 5000 AMHERST, MA 01002			TUITION	7,500.
NASHVILLE ADULT LITERACY COUNCIL (NALC) 4805 PARK AVENUE, STE 305 NASHVILLE, TN 37209		501(C)(3)	SUPPORT FOR OPERATIONS	55,000.
NASHVILLE CHAMBER PUBLIC BENEFIT FOUNDATION 500 11TH AVE NORTH, NO 200 NASHVILLE, TN 37203		501(C)(3)	SUPPORT TO EXPAND DAVIDSON COUNTY APPRENTICESHIPS	110,000.
NASHVILLE CLASSICAL 2000 GREENWOOD AVE NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR SCHOOL LEADERSHIP PIPELINE	125,000.
NASHVILLE INTERNATIONAL CENTER FOR EMPOWERMENT (NICE) 417 WELSHWOOD DR NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR AFTER SCHOOL AND SUMMER PROGRAM	103,500.
NATALIE RODRIGUEZ 322 SHADY CREEK LANE NASHVILLE, TN 37211			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATALIE RODRIGUEZ 322 SHADY CREEK LANE NASHVILLE, TN 37211			TUITION	7,500.
NATHAN SOLOMON 6416 HOLLY TRACE CT NASHVILLE, TN 37221			TUITION	15,000.
NATHAN SOLOMON 6416 HOLLY TRACE CT NASHVILLE, TN 37221			TUITION	15,000.
NDIDI MORGAN 1426 BELL TRACE DRIVE ANTIOCH, TN 37013			TUITION	7,500.
NDIDI MORGAN 1426 BELL TRACE DRIVE ANTIOCH, TN 37013			TUITION	7,500.
NEVAEH WALKER 354 HOWARD SWITCH ROAD HOHENWALD, TN 38462			TUITION	4,381.
NOAH BEATY 900 E FOX RIDGE RD COOKEVILLE, TN 38501			TUITION	3,808.
NOAH BEATY 900 E FOX RIDGE RD COOKEVILLE, TN 38501			TUITION	3,808.
OWEN BURCH 880 DORTCH LANE NOLENSVILLE, TN 37135-9741			TUITION	6,622.
OWEN BURCH 880 DORTCH LANE NOLENSVILLE, TN 37135-9741			TUITION	6,622.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PARKER MEGGINSON 119 BENNINGTON CT N HENDERSONVILLE, TN 37075			TUITION	5,000.
PARKER MEGGINSON 119 BENNINGTON CT N HENDERSONVILLE, TN 37075			TUITION	7,500.
PARKER MEGGINSON 119 BENNINGTON CT N HENDERSONVILLE, TN 37075			TUITION	7,500.
PARTH PATEL PO BOX 69 WARTRACE, TN 37183			TUITION	4,975.
PARTH PATEL PO BOX 69 WARTRACE, TN 37183			TUITION	4,975.
PARWAN AHMED MACHINGAL 525 WHEATFIELD WAY NASHVILLE, TN 37209			TUITION	8,736.
PARWAN AHMED MACHINGAL 525 WHEATFIELD WAY NASHVILLE, TN 37209			TUITION	8,736.
PAUL AGAIBY 616 SUMMERBREEZE LN ANTIOCH, TN 37013			TUITION	7,500.
PAUL AGAIBY 616 SUMMERBREEZE LN ANTIOCH, TN 37013			TUITION	7,500.
PENCIL 7199 COCKRILL BEND BOULEVARD NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR OPERATIONS	65,659.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PETROS PISINOS 915 NORTH JACKSON STREET TULLAHOMA, TN 37388			TUITION	7,500.
PETROS PISINOS 915 NORTH JACKSON STREET TULLAHOMA, TN 37388			TUITION	7,500.
PIERRE ZAKARIA 3129 BALLENGER DR NOLENSVILLE, TN 37135-9800			TUITION	7,500.
PIERRE ZAKARIA 3129 BALLENGER DR NOLENSVILLE, TN 37135-9800			TUITION	7,500.
POLA ABDELMESSIH 5517 ESCALADE MOUNT JULIT, TN 37122			TUITION	7,500.
POLA ABDELMESSIH 5517 ESCALADE MOUNT JULIT, TN 37122			TUITION	7,500.
POLICY INNOVATORS IN EDUCATION NETWORK (PIE) (IN-ACTIVE) 1621 E HENNEPIN AVE, NO 295 MINNEAPOLIS, MN 55414		501(C)(3)	SUPPORT FOR 2023 PIE NETWORK SUMMIT	25,000.
PURPOSE PREPARATORY ACADEMY 220 VENTURE CIRCLE NASHVILLE, TN 37228		501(C)(3)	SUPPORT FOR DEANS OF CURRICULUM AND INSTRUCTION AND INSTRUCTION LEADERS	334,000.
REILLY ROBINSON 1027 JUNE WILDE RIDGE SPRING HILL, TN 37174			TUITION	7,500.
REILLY ROBINSON 1027 JUNE WILDE RIDGE SPRING HILL, TN 37174			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RELAY GRADUATE SCHOOL OF EDUCATION (IN-ACTIVE) 25 BROADWAY, 3RD FLOOR NEW YORK, NY 10004		501(C)(3)	SUPPORT FOR DAVIDSON COUNTY OPERATIONS	75,000.
REPUBLIC SCHOOLS 3307 BRICK CHURCH PIKE NASHVILLE, TN 37207		501(C)(3)	SUPPORT FOR EMERGING LEADERS PROGRAM	115,000.
RILEY HILL 3120 BLACKWOOD DR NASHVILLE, TN 37214			TUITION	1,208.
RILEY HILL 3120 BLACKWOOD DR NASHVILLE, TN 37214			TUITION	7,500.
RILEY HILL 3120 BLACKWOOD DR NASHVILLE, TN 37214			TUITION	7,500.
ROCKETSHIP TENNESSEE 350 TWIN DOLPHIN DR 109 REDWOOD CITY, CA 94065		501(C)(3)	SUPPORT FOR MASTER LITERACY TEACHERS	137,000.
RUDRA PATEL 417 EAGLE RIDGE NASHVILLE, TN 37209			TUITION	5,896.
RUDRA PATEL 417 EAGLE RIDGE NASHVILLE, TN 37209			TUITION	5,896.
SADIE HARRIS 135 CROCKETT HILLS LN HUNTLAND, TN 37345			TUITION	7,500.
SAFA RECANY 4792 REISCHA DRIVE NASHVILLE, TN 37211			TUITION	15,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAFA RECANY 4792 REISCHA DRIVE NASHVILLE, TN 37211			TUITION	15,000.
SAILOR ROOLEY 602 TIDESRIDGE CT MURFREESBORO, TN 37128			TUITION	7,500.
SAILOR ROOLEY 602 TIDESRIDGE CT MURFREESBORO, TN 37128			TUITION	7,500.
SARAH SMITH 1557 YORK RD CLARKSVILLE, TN 37042			TUITION	3,270.
SARAH SMITH 1557 YORK RD CLARKSVILLE, TN 37042			TUITION	3,270.
SAVANNAH WINFREE 2161 YAGER RD MCMINNVILLE, TN 37110			TUITION	5,261.
SAVANNAH WINFREE 2161 YAGER RD MCMINNVILLE, TN 37110			TUITION	5,261.
SEELY REDDING 619 BIRDIE DRIVE SPRING HILL, TN 37174			TUITION	7,500.
SEELY REDDING 619 BIRDIE DRIVE SPRING HILL, TN 37174			TUITION	7,500.
SERENITY DRISCOLL 1194 SUNSET RIDGE DR CROSSVILLE, TN 38571			TUITION	1,753.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SETH TAYLOR 314 PROVIDENCE DRIVE LEBANON, TN 37087			TUITION	7,500.
SETH TAYLOR 314 PROVIDENCE DRIVE LEBANON, TN 37087			TUITION	7,500.
SHANEEL YOUNG 720 ROWAN DRIVE NASHVILLE, TN 37207			TUITION	5,368.
SHARON OGUNDOKUN 5051 MOUNTAIN SPRINGS RD. ANTIOCH, TN 37013			TUITION	6,622.
SHARON OGUNDOKUN 5051 MOUNTAIN SPRINGS RD. ANTIOCH, TN 37013			TUITION	6,622.
SHERLYN MARTINEZ 222 CHERRY DRIVE FRANKLIN, TN 37064			TUITION	7,500.
SHERLYN MARTINEZ 222 CHERRY DRIVE FRANKLIN, TN 37064			TUITION	7,500.
SOLYANA ASEFA 536 HAWK COVE SMYRNA, TN 37167			TUITION	3,343.
SOLYANA ASEFA 536 HAWK COVE SMYRNA, TN 37167			TUITION	5,000.
SOLYANA ASEFA 536 HAWK COVE SMYRNA, TN 37167			TUITION	3,343.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOPHIA HACKETT 3807 BARLOW DRIVE NASHVILLE, TN 37211			TUITION	15,000.
SOPHIA HACKETT 3807 BARLOW DRIVE NASHVILLE, TN 37211			TUITION	15,000.
STATE COLLABORATIVE ON REFORMING EDUCATION (SCORE) 1207 18TH AVE S, NO 326 NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR RESEARCH ON THE IMPACT OF COVID 19 ON CHARTER SCHOOLS	25,000.
STATE COLLABORATIVE ON REFORMING EDUCATION (SCORE) 1207 18TH AVE S, NO 326 NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR LITERACY AND POST-SECONDARY WORK	250,000.
STEM PREPARATORY ACADEMY 1162 FOSTER AVE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR SCHOOL COUNSELORS	160,000.
STRIVE COLLEGIATE ACADEMY, INC 3055 LEBANON PIKE, STE 300 NASHVILLE, TN 37214		501(C)(3)	SUPPORT FOR TEACHER AND LEADER DEVELOPMENT AND COACHING	100,000.
SYCAMORE INSTITUTE 511 UNION ST, STE 540 NASHVILLE, TN 37219		501(C)(3)	SUPPORT FOR RESEARCH ON PAYING FOR COLLEGE IN TENNESSEE.	47,400.
TAMARA SMITH 38 W MOSS ESTATES DR MOSS, TN 38575			TUITION	2,998.
TAMARA SMITH 38 W MOSS ESTATES DR MOSS, TN 38575			TUITION	2,998.
TCAT NASHVILLE 100 WHITE BRIDGE PIKE NASHVILLE, TN 37209		501(C)(3)	SUPPORT FOR MNPS DUAL ENROLLMENT	20,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEMIDAYO ADEWUYI 1300 TWIN CIRCLE DRIVE NASHVILLE, TN 37217			TUITION	3,764.
TEMIDAYO ADEWUYI 1300 TWIN CIRCLE DRIVE NASHVILLE, TN 37217			TUITION	3,764.
TENNESSEANS FOR QUALITY EARLY EDUCATION- POLICY & RESEARCH 22 N FRONT ST, STE 670 MEMPHIS, TN 38103		501(C)(3)	SUPPORT FOR BRIGHT START IN MIDDLE TENNESSEE	100,000.
TENNESSEE CHARTER SCHOOL CENTER (TCSC) 209 10TH AVE S 416 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR OPERATIONS	50,000.
TENNESSEE EDUCATORS OF COLOR ALLIANCE (TECA) 1161 BUGGY COVE CLARKSVILLE, TN 37043		501(C)(3)	SUPPORT FOR ASPIRING LEADERS PROGRAM	135,000.
TNACHIEVES PO BOX 2723 NASHVILLE, TN 37901		501(C)(3)	SUPPORT FOR EXPANSION OF TRANSFER PILOT PROGRAM	25,000.
TRENTON KELSEY 380 OLD POWERHOUSE ROAD LAWRENCEBURG, TN 38464			TUITION	7,500.
TRENTON KELSEY 380 OLD POWERHOUSE ROAD LAWRENCEBURG, TN 38464			TUITION	7,500.
VALOR COLLEGIATE ACADEMIES 4527 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR DEVELOPMENT OF COMPASS IN LEADERSHIP HS DIPLOMA	175,000.
VALOR COLLEGIATE ACADEMIES 4527 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR DEVELOPMENT OF COMPASS IN LEADERSHIP HS DIPLOMA	175,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
VICTORIA BROOKS 2635 PARK FARMS ROAD WOODLAWN, TN 37191			TUITION	4,216.
VICTORIA BROOKS 2635 PARK FARMS ROAD WOODLAWN, TN 37191			TUITION	4,216.
VICTORIA LIM 3028 COOKS LANDING CT. HERMITAGE, TN 37076			TUITION	7,500.
VICTORIA LIM 3028 COOKS LANDING CT. HERMITAGE, TN 37076			TUITION	7,500.
XIYAN ZHU 70 MORNINGSIDE DR NEW YORK, NY 10027			TUITION	15,000.
XIYAN ZHU 70 MORNINGSIDE DR NEW YORK, NY 10027			TUITION	15,000.
XUAN YANG 5952 WESTHEIMER DR BRENTWOOD, TN 37027			TUITION	7,500.
XUAN YANG 5952 WESTHEIMER DR BRENTWOOD, TN 37027			TUITION	7,500.
YOUSAB GREES 532 AERIE LANDING ANTIOCH, TN 37013			TUITION	7,500.
YOUSAB GREES 532 AERIE LANDING ANTIOCH, TN 37013			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
YOUTH VILLAGES MIDDLE TENNESSEE 3310 PERIMETER HILL DRIVE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR LIFESET SCHOLARS PROGRAM	50,000.
ZEEN TOVI 7687 CHARLOTTE PIKE NASHVILLE, TN 37209			TUITION	7,500.
ZEEN TOVI 7687 CHARLOTTE PIKE NASHVILLE, TN 37209			TUITION	7,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS AND GIRLS CLUBS OF MIDDLE TENNESSEE 1704 CHARLOTTE AVE, STE 200 NASHVILLE, TN 37203		501(C)(3)	MNPS IN-SCHOOL LITERACY PROGRAM	186,350.
COMMUNITIES IN SCHOOLS OF TENNESSEE 1207 8TH AVE S NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR MIDDLE TENN RURAL COUNTIES INITIATIVES AND COLLEGE READINESS	20,000.
COMMUNITIES IN SCHOOLS OF TENNESSEE 1207 8TH AVE S NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR MIDDLE TENN RURAL COUNTIES INITIATIVES AND COLLEGE READINESS	100,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR PARENTS AS PARTNERS	80,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR ESCALERA	200,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR ESCALERA	200,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR PARENTS AS PARTNERS	80,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR PARENTS AS PARTNERS	80,000.
CONEXION AMERICA 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR ESCALERA	200,000.
DIVERSE LEARNERS COOPERATIVE (DLC) 8011 BROOKS CHAPEL RD, STE 3083 BRENTWOOD, TN 37027		501(C)(3)	SUPPORT FOR PROGRAM SPECIALISTS	175,000.
Total from continuation sheets				10,462,877.

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DIVERSE LEARNERS COOPERATIVE (DLC) 8011 BROOKS CHAPEL RD, STE 3083 BRENTWOOD, TN 37027		501(C)(3)	SUPPORT FOR PROGRAM SPECIALISTS	175,000.
EDUCATION TRUST OF TENNESSEE (THE) 1501 K ST. NW STE 200 WASHINGTON, DC 20005		501(C)(3)	RESEARCH AND CONVENING ON K-12 AND HIGHER EDUCATION POLICY	50,000.
EDUCATORS' COOPERATIVE (EDCO) (THE) 1410 HEMLOCK AVENUE NASHVILLE, TN 37216		501(C)(3)	SUPPORT FOR OPERATIONS	60,000.
EQUAL CHANCE FOR EDUCATION 3715 WEST END AVE NASHVILLE, TN 37205		501(C)(3)	SUPPORT FOR PROGRAM COORDINATOR AND MENTOR PROGRAM	105,000.
FRANKLIN ROAD ACADEMY 4700 FRANKLIN ROAD NASHVILLE, TN 37220		501(C)(3)	SUPPORT FOR FRA SUMMER INNOVATION INSTITUTE FOR MNPS STUDENTS	35,000.
FRANKLIN ROAD ACADEMY 4700 FRANKLIN ROAD NASHVILLE, TN 37220		501(C)(3)	SUPPORT FOR FRA SUMMER INNOVATION INSTITUTE FOR MNPS STUDENTS	35,000.
GALLATIN SHALOM ZONE 600 SMALL STREET, STE 107 GALLATIN, TN 37066		501(C)(3)	SUPPORT FOR YOUTH PROGRAM	25,000.
GOAL COLLECTIVE (FISCAL AGENT IS TCASN) 1704 CHARLOTTE AVE, STE 200 NASHVILLE, TN 37220		501(C)(3)	SUPPORT FOR GOAL COLLECTIVE OPERATIONS	50,000.
GOAL COLLECTIVE (FISCAL AGENT IS TCASN) 1704 CHARLOTTE AVE, STE 200 NASHVILLE, TN 37220		501(C)(3)	SUPPORT FOR GOAL COLLECTIVE OPERATIONS	50,000.
HARPEATH HALL SCHOOL 3801 HOBBS RD NASHVILLE, TN 37215		501(C)(3)	SUMMER READING AND MATH PROGRAM FOR MNPS STUDENTS	15,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HOMEWORK HOTLINE, INC. 2000 EDGEHILL AVE NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR OPERATIONS	35,000.
HOMEWORK HOTLINE, INC. 4805 PARK AVENUE NASHVILLE, TN 37209		501(C)(3)	SUPPORT FOR OPERATIONS	35,000.
HORIZONS AT USN 2000 EDGEHILL AVE NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR SUMMER HORIZONS HIGH SCHOOL PROGRAM FOR MNPS STUDENTS	43,000.
HORIZONS AT USN 2000 EDGEHILL AVE NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR SUMMER HORIZONS HIGH SCHOOL PROGRAM FOR MNPS STUDENTS	43,000.
INSTRUCTION PARTNERS 604 GALLATIN AVE, STE 202 NASHVILLE, TN 37206		501(C)(3)	INSTRUCTIONAL LEADERSHIP DEVELOPMENT	250,000.
INTREPID COLLEGE PREP 5432 BELL FORGE LANE EAST ANTIOCH, TN 37013		501(C)(3)	LEADERSHIP SUPPORT FOR TEACHERS AND ADMINISTRATORS	62,500.
INTREPID COLLEGE PREP 5432 BELL FORGE LANE EAST ANTIOCH, TN 37013		501(C)(3)	LEADERSHIP SUPPORT FOR TEACHERS AND ADMINISTRATORS	62,500.
JUNIOR ACHIEVEMENT OF MIDDLE TENNESSEE 120 POWELL PLACE NASHVILLE, TN 37204		501(C)(3)	SUPPORT FOR FINANCE PARK AND FTE PROGRAM MANAGER FOR RUTHERFORD COUNTY.	25,000.
JUNIOR ACHIEVEMENT OF MIDDLE TENNESSEE 120 POWELL PLACE NASHVILLE, TN 37204		501(C)(3)	SUPPORT FOR FINANCE PARK AND FTE PROGRAM MANAGER FOR RUTHERFORD COUNTY.	50,000.
KIPP NASHVILLE 123 DOUGLAS AVE NASHVILLE, TN 37207		501(C)(3)	SUPPORT FOR MASTER TEACHERS PROGRAM AND MANAGING DIRECTOR OF HIGH SCHOOLS	350,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KIPP NASHVILLE 123 DOUGLAS AVE NASHVILLE, TN 37207		501(C)(3)	SUPPORT FOR MASTER TEACHERS PROGRAM AND MANAGING DIRECTOR OF HIGH SCHOOLS	350,000.
LAWRENCE COUNTY EDUCATION FOUNDATION PO BOX 961 LAWRENCEBURG, TN 38464		501(C)(3)	SUPPORT FOR TRANSPORTATION AND ATTENDANCE TO JA BIZTOWN	34,030.
LIPSCOMB UNIVERSITY 1 UNIVERSITY PARK DR NASHVILLE, TN 37204		501(C)(3)	SUPPORT FOR PRINCIPAL LEADERSHIP PROGRAM	158,700.
LIPSCOMB UNIVERSITY 1 UNIVERSITY PARK DR NASHVILLE, TN 37204		501(C)(3)	SUPPORT FOR PIONEROS PROGRAM	285,000.
MARTHA O'BRYAN CENTER 711 SOUTH 7TH ST NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR ACADEMIC STUDENT UNIONS AT MNPS	220,000.
MARTHA O'BRYAN CENTER 711 SOUTH 7TH ST NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR ACADEMIC STUDENT UNIONS AT MNPS	220,000.
MOSIAC CHANGEMAKERS 1131 4TH AVENUE SOUTH, STE 230 NASHVILLE, TN 37210		501(C)(3)	SUPPORT FOR LEADERSHIP DEVELOPMENT FOR EDUCATION CHANGEMAKERS OF COLOR	50,000.
MOSIAC CHANGEMAKERS 1131 4TH AVENUE SOUTH, STE 230 NASHVILLE, TN 37210		501(C)(3)	SUPPORT FOR LEADERSHIP DEVELOPMENT FOR EDUCATION CHANGEMAKERS OF COLOR	50,000.
NASHVILLE ADULT LITERACY COUNCIL (NALC) 4805 PARK AVENUE, STE 305 NASHVILLE, TN 37209		501(C)(3)	SUPPORT FOR OPERATIONS AND CAPACITY BUILDING	85,000.
NASHVILLE CHAMBER PUBLIC BENEFIT FOUNDATION 500 11TH AVE NORTH, NO 200 NASHVILLE, TN 37203		501(C)(3)	SUPPORT TO EXPAND DAVIDSON COUNTY APPRENTICESHIPS	115,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NASHVILLE CHARTER COLLABORATIVE (NCC) 1831 12TH AVE S 146 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR OPERATIONS	125,000.
NASHVILLE CLASSICAL 2000 GREENWOOD AVE NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR APPRENTICE SCHOOL LEADERSHIP PROGRAM	375,000.
NASHVILLE CLASSICAL 2000 GREENWOOD AVE NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR APPRENTICE SCHOOL LEADERSHIP PROGRAM	375,000.
NASHVILLE CLASSICAL 2000 GREENWOOD AVE NASHVILLE, TN 37206		501(C)(3)	SUPPORT FOR APPRENTICE SCHOOL LEADERSHIP PROGRAM	375,000.
NASHVILLE P.R.O.P.E.L PARENT INSTITUTE, INC. 615 MAIN STREET, STE 210 NASHVILLE, TN 37207		501(C)(3)	SUPPORT FOR PARENT ADVOCACY WORK (PROPEL)	100,000.
NASHVILLE PUBLIC EDUCATION FOUNDATION (NPEF) 500 11TH AVE NORTH, NO 200 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR OPERATIONS	100,000.
NASHVILLE PUBLIC LIBRARY FOUNDATION (NPL) 615 CHURCH STREET NASHVILLE, TN 37219		501(C)(3)	SUPPORT FOR BEGIN BRIGHT INITIATIVE	75,000.
NASHVILLE PUBLIC LIBRARY FOUNDATION (NPL) 615 CHURCH STREET NASHVILLE, TN 37219		501(C)(3)	SUPPORT FOR BEGIN BRIGHT INITIATIVE	75,000.
NASHVILLE SOFTWARE SCHOOL 301 PLUS PARK BLVD NO 300 NASHVILLE, TN 37217		501(C)(3)	FINANCIAL SUPPORT FOR STUDENTS WHO HAVE GRADUATED FROM A MIDDLE TN HIGH SCHOOL	50,000.
NASHVILLE TEACHER RESIDENCY (NTR) 1224 MARTIN ST NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR MIDDLE TENNESSEE OPERATIONS	200,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NASHVILLE TEACHER RESIDENCY (NTR) 1224 MARTIN ST NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR MIDDLE TENNESSEE OPERATIONS	200,000.
OASIS CENTER, INC. 1704 CHARLOTTE AVE 200 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR OASIS COLLEGE CONNECTION	252,436.
PENCIL 7199 COCKRILL BEND BOULEVARD NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR OPERATIONS AND CAPACITY BUILDING	137,000.
PURPOSE PREPARATORY ACADEMY 220 VENTURE CIRCLE NASHVILLE, TN 37228		501(C)(3)	SUPPORT FOR DEANS OF CURRICULUM AND INSTRUCTION AND INSTRUCTION LEADERS	354,341.
PURPOSE PREPARATORY ACADEMY 220 VENTURE CIRCLE NASHVILLE, TN 37228		501(C)(3)	SUPPORT FOR DEANS OF CURRICULUM AND INSTRUCTION AND INSTRUCTION LEADERS	344,020.
REPUBLIC SCHOOLS 3307 BRICK CHURCH PIKE NASHVILLE, TN 37207		501(C)(3)	SUPPORT FOR LEADERSHIP DEVELOPMENT FOR ASSISTANT PRINCIPALS AND PRINCIPALS	110,000.
ROCKETSHIP TENNESSEE 350 TWIN DOLPHIN DR 109 REDWOOD CITY, CA 94065		501(C)(3)	SUPPORT FOR MASTER LITERACY TEACHERS	150,000.
ROCKETSHIP TENNESSEE 350 TWIN DOLPHIN DR 109 REDWOOD CITY, CA 94065		501(C)(3)	SUPPORT FOR MASTER LITERACY TEACHERS	163,000.
STATE COLLABORATIVE ON REFORMING EDUCATION (SCORE) 1207 18TH AVE S, NO 326 NASHVILLE, TN 37212		501(C)(3)	SUPPORT FOR LITERACY AND POST-SECONDARY WORK	250,000.
STEM PREPARATORY ACADEMY 1162 FOSTER AVE NASHVILLE, TN 37211		501(C)(3)	SUPPORT FOR SCHOOL COUNSELORS	160,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STRIVE COLLEGIATE ACADEMY, INC 3055 LEBANON PIKE, STE 300 NASHVILLE, TN 37214		501(C)(3)	SUPPORT FOR LEADERSHIP DEVELOPMENT	150,000.
TCAT NASHVILLE 100 WHITE BRIDGE PIKE NASHVILLE, TN 37209		501(C)(3)	SUPPORT FOR MNPS DUAL ENROLLMENT	60,000.
TEACH FOR AMERICA NASHVILLE-CHATTANOOGA (TFA) 25 BROADWAY, 12TH FLOOR NEW YORK, NY 10004		501(C)(3)	SUPPORT FOR PROGRAMS	425,000.
TEACH FOR AMERICA NASHVILLE-CHATTANOOGA (TFA) 25 BROADWAY, 12TH FLOOR NEW YORK, NY 10004		501(C)(3)	SUPPORT FOR PROGRAMS	500,000.
TEACH FOR AMERICA NASHVILLE-CHATTANOOGA (TFA) 25 BROADWAY, 12TH FLOOR NEW YORK, NY 10004		501(C)(3)	SUPPORT FOR PROGRAMS	375,000.
TENNESSEE CHARTER SCHOOL CENTER (TCSC) 209 10TH AVE S 416 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR OPERATIONS	50,000.
TENNESSEE COLLEGE ACCESS AND SUCCESS NETWORK 1704 CHARLOTTE AVENUE, STE 200 NASHVILLE, TN 37203		501(C)(3)	SUPPORT FOR MIRA PROGRAM AND OPERATIONS	170,000.
TENNESSEE EDUCATORS OF COLOR ALLIANCE (TECA) 1161 BUGGY COVE CLARKSVILLE, TN 37043		501(C)(3)	SUPPORT FOR ASPIRING LEADERS PROGRAM	285,000.
UPRISE NASHVILLE 235 WHITE BRIDGE PIKE NASHVILLE, TN 37209		501(C)(3)	ADULT LEARNER TRAINING CAMPS	32,000.
Total from continuation sheets				

Underpayment of Estimated Tax by Corporations

Attach to the corporation's tax return. **FORM 990-PF**

2023

Go to www.irs.gov/Form2220 for instructions and the latest information.

Name SCARLETT FAMILY FOUNDATION	Employer identification number 20-1980932
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Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1 Total tax (see instructions)		1	1,188,715.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c Credit for federal tax paid on fuels (see instructions)	2c		
d Total. Add lines 2a through 2c		2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty		3	1,188,715.
4 Enter the tax shown on the corporation's 2022 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	141,771.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	141,771.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

- 6 The corporation is using the adjusted seasonal installment method.
- 7 The corporation is using the annualized income installment method.
- 8 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

		(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	11/15/23	12/15/23	03/15/24	06/15/24
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	35,443.	66,981.	163.	906,698.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	76,622.	26,000.		907,000.
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		41,179.	198.	35.
13 Add lines 11 and 12	13		67,179.	198.	907,035.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	76,622.	67,179.	198.	907,035.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	41,179.	198.	35.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2023 and before 7/1/2023	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 7\% (0.07)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 6/30/2023 and before 10/1/2023	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 7\% (0.07)}{365}$...	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2023 and before 1/1/2024	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 8\% (0.08)}{365}$...	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2023 and before 4/1/2024	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 8\% (0.08)}{366}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2024 and before 7/1/2024	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{366}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2024 and before 10/1/2024	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2024 and before 1/1/2025	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{366}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2024 and before 3/16/2025	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	38 \$			0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120-S filers: For lines 1, 2, 3, and 21, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

Table with 5 columns: (a) First 3 months, (b) First 5 months, (c) First 8 months, (d) First 11 months. Rows include taxable income for various periods (1a-1c, 3a-3c), calculations (4-6), and final tax amounts (14-19).

Part II ^{**} Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
20	Annualization periods (see instructions)				
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	3,648,834.	3,684,316.	4,920,228.	54,457,985.
22	Annualization amounts (see instructions)	6.000000	4.000000	2.000000	1.333330
23a	Annualized taxable income. Multiply line 21 by line 22	21,893,004.	14,737,264.	9,840,456.	72,610,465.
23b	Extraordinary items (see instructions)				
23c	Add lines 23a and 23b	21,893,004.	14,737,264.	9,840,456.	72,610,465.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 1, or comparable line of corporation's return	304,313.	204,848.	136,782.	1,009,285.
25	Enter any alternative minimum tax (trusts only) for each payment period. See instructions				
26	Enter any other taxes for each payment period. See instr.				
27	Total tax. Add lines 24 through 26	304,313.	204,848.	136,782.	1,009,285.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	304,313.	204,848.	136,782.	1,009,285.
30	Applicable percentage	25%	50%	75%	100%
31	Multiply line 29 by line 30	76,078.	102,424.	102,587.	1,009,285.

Part III Required Installments

		1st installment	2nd installment	3rd installment	4th installment
		Note: Complete lines 32 through 38 of one column before completing the next column.			
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	76,078.	102,424.	102,587.	1,009,285.
33	Add the amounts in all preceding columns of line 32. See instructions		35,443.	102,424.	102,587.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	76,078.	66,981.	163.	906,698.
35	Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35,443.	558,915.	297,179.	297,179.
36	Subtract line 38 of the preceding column from line 37 of the preceding column			491,934.	788,950.
37	Add lines 35 and 36	35,443.	558,915.	789,113.	1,086,129.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	35,443.	66,981.	163.	906,698.

Form 2220 (2023)

**** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION**

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CARLYLE RSEF ELECTING INVESTORS A-II S.C.SP.	7,924.	0.	7,924.	7,924.	
EQUITABLE TRUST	5,064,222.	0.	5,064,222.	5,064,222.	
NGP NATURAL RESOURCES XII LP	7,398.	0.	7,398.	7,398.	
NGP NATURAL RESOURCES XIII PARALLEL FUND, LP	8,565.	0.	8,565.	8,565.	
STUDIO BANK	480.	0.	480.	480.	
TO PART I, LINE 4	5,088,589.	0.	5,088,589.	5,088,589.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ROYALTIES FROM NGP NATURAL RESOURCES XII LP	31,806.	31,806.	
OTHER INCOME FROM NGP NATURAL RESOURCES XII LP	757,272.	757,272.	
PFIC INCOME - ORDINARY PER PFIC STATEMENTS	126,142.	126,142.	
OTHER LOSS FROM JETSTREAM GLOBAL II LP	-3,155.	-3,155.	
OTHER INCOME FROM CAPITALSPRING SBIC II LP	-66,319.	-66,319.	
OTHER INCOME FROM NGP NATURAL RESOURCES XII LP	503,623.	503,623.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,349,369.	1,349,369.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	5,532.	0.		5,532.
TO FM 990-PF, PG 1, LN 16A	5,532.	0.		5,532.

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 FEES	39,950.	0.		39,950.
TO FORM 990-PF, PG 1, LN 16B	39,950.	0.		39,950.

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
SCHOLARSHIP PROGRAM				
MANAGEMENT FEES	24,550.	0.		24,550.
INVESTMENT MANAGEMENT FEES	237,769.	237,769.		0.
CONSULTING FEES	112,625.	0.		112,625.
OTHER MANAGEMENT FEES	247,613.	247,613.		0.
CONTRACT LABOR	12,175.	0.		12,175.
TO FORM 990-PF, PG 1, LN 16C	634,732.	485,382.		149,350.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	35,842.	35,842.		0.
PAYROLL TAXES	26,262.	0.		26,262.
INCOME TAX	997,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,059,104.	35,842.		26,262.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PERMITS AND LICENSES	21.	0.		21.
DUES & SUBSCRIPTIONS	31,674.	0.		31,674.
OFFICE SUPPLIES	1,842.	0.		1,842.
OTHER DEDUCTIONS FROM INVESTMENT K-1'S	735,995.	735,995.		0.
MARKETING EXPENSES	113,843.	0.		113,843.
MISCELLANEOUS	4,494.	0.		4,494.
BOARD MEETING EXPENSES	1,058.	0.		1,058.
INSURANCE	3,425.	0.		3,425.
HARDWARE & EQUIPMENT	4,682.	0.		4,682.
POSTAGE & DELIVERY	3.	0.		3.
COMPUTER SUPPLIES	750.	0.		750.
AMORTIZATION	1,171.	0.		0.
TO FORM 990-PF, PG 1, LN 23	898,958.	735,995.		161,792.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 8

DESCRIPTION	AMOUNT
TIMING DIFFERENCE FROM K-1 INCOME	1,760,258.
INVESTMENT VALUE DIFFERENCE	57,749.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,818,008.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
WEBSITE DESIGN	2,854.	2,854.	0.	0.
WEBSITE DESIGN	2,621.	2,621.	0.	0.
WEBSITE DESIGN	208.	208.	0.	0.
WEBSITE DESIGN	2,764.	2,764.	0.	0.
WEBSITE DESIGN	7,023.	1,171.	5,852.	5,852.
TO 990-PF, PART II, LN 14	15,470.	9,618.	5,852.	5,852.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITABLE TRUST	COST	171,537,026.	192,927,246.
TOTAL TO FORM 990-PF, PART II, LINE 13		171,537,026.	192,927,246.

FORM 990-PF	OTHER ASSETS		STATEMENT 11	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
WEBSITE DEVELOPMENT	8,446.	0.	0.	
ACCUMULATED AMORTIZATION	-8,446.	0.	0.	
TO FORM 990-PF, PART II, LINE 15		0.	0.	

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VI-A, LINE 10	STATEMENT 12
NAME OF CONTRIBUTOR	ADDRESS	
JOSEPH H. SCARLETT, JR.	P.O. BOX 23737 NASHVILLE, TN 372023737	

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
TARA ANNE SCARLETT 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215	PRESIDENT/CEO 50.00	35,568.	28,850.	0.
DOROTHY F. SCARLETT 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215	DIRECTOR 0.00	0.	0.	0.
JOSEPH H. SCARLETT, JR. 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215-2728	CHAIRMAN 0.00	0.	0.	0.
ANDREW S. SCARLETT 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215	DIRECTOR 0.00	0.	0.	0.
JENNIFER SCARLETT 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215-2728	TREASURER 0.00	0.	0.	0.
TOM PARRISH 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215-2728	SECRETARY 50.00	279,712.	28,849.	0.
MICHAEL PEACOCK 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215-2728	DIRECTOR 0.00	0.	0.	0.
KARLA JACKSON 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215-2728	DIRECTOR 0.00	0.	0.	0.
KERI RANDOLPH 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215-2728	DIRECTOR 0.00	0.	0.	0.
JAMIE WOODSON 4117 HILLSBORO PIKE, SUITE 103255 NASHVILLE, TN 37215-2728	DIRECTOR 0.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII

<u>315,280.</u>	<u>57,699.</u>	<u>0.</u>
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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SCARLETT FAMILY FOUNDATION - KATIE HAZELWOOD
PO BOX 103255
NASHVILLE, TN 37215-2728

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
615-440-9183	COLLEGE SCHOLARSHIPS

EMAIL ADDRESS
INFO@SCARLETTFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

COLLEGE SCHOLARSHIP APPLICATIONS MAY BE ACCESSED ON-LINE AT
WWW.SCARLETTFOUNDATION.ORG.

ANY SUBMISSION DEADLINES

SUBMISSION DEADLINE IS DECEMBER 15TH.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE SCHOLARSHIP PROGRAM IS OPEN ONLY TO HIGH SCHOOL SENIORS, COLLEGE FRESHMAN, SOPHOMORES, AND JUNIORS FROM MIDDLE TENNESSEE WHO ARE PURSUING A BUSINESS STUDIES DEGREE OR STEM MAJOR ON A FULL TIME BASIS AT A 4 YEAR, NOT-FOR-PROFIT COLLEGE OR UNIVERSITY IN THE UNITED STATES. STUDENTS MUST EXHIBIT FINANCIAL NEED. ALL DETAILS ARE AVAILABLE ONLINE AT WWW.SCARLETTFOUNDATION.ORG.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SCARLETT FAMILY FOUNDATION - TOM PARRISH
PO BOX 103255
NASHVILLE, TN 37215-2728

TELEPHONE NUMBER NAME OF GRANT PROGRAM

615-440-9183 GRANTS

EMAIL ADDRESS

TOMPARRISH@SCARLETTFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

TO DETERMINE IF AN ORGANIZATION QUALIFIES - INTERESTED APPLICANTS ARE
ENCOURAGED TO REVIEW THE WEBSITE (WWW.SCARLETTFOUNDATION.ORG) THEN CONTACT
TOM PARRISH, CHIEF OPERATING OFFICER, BY EMAIL;
TOMPARRISH@SCARLETTFOUNDATION.ORG.

ANY SUBMISSION DEADLINES

NO SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

APPLICATION FOR A GRANT IS BY INVITATION ONLY.

2023 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	WEBSITE DESIGN	07/01/08		3.00		HY16	2,854.				2,854.	2,854.		0.	2,854.
2	WEBSITE DESIGN	11/25/08		3.00		HY16	2,621.				2,621.	2,621.		0.	2,621.
3	WEBSITE DESIGN	08/18/09		3.00		HY16	208.				208.	208.		0.	208.
4	WEBSITE DESIGN	10/01/11		3.00		HY16	2,764.				2,764.	2,764.		0.	2,764.
5	WEBSITE DESIGN	01/01/24		36M		HY42	7,023.				7,023.			1,171.	1,171.
	* TOTAL 990-PF PG 1 DEPR & AMORT						15,470.				15,470.	8,447.		1,171.	9,618.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						8,447.			0.	8,447.	8,447.			8,447.
	ACQUISITIONS						7,023.			0.	7,023.	0.			1,171.
	DISPOSITIONS/RETIRED						0.			0.	0.	0.			0.
	ENDING BALANCE						15,470.			0.	15,470.	8,447.			9,618.
	ENDING ACCUM DEPR											9,618.			
	ENDING BOOK VALUE											5,852.			

Form **990-W**
(Worksheet)

**Estimated Tax on Unrelated Business Taxable
Income for Tax-Exempt Organizations**

(and on Investment Income for Private Foundations) FORM 990-T

2024

► Keep for your records. Do not send to the Internal Revenue Service.

1	Unrelated business taxable income expected in the tax year		1	
2	Tax on the amount on line 1		2	
3	Alternative minimum tax for trusts		3	
4	Total. Add lines 2 and 3		4	
5	Estimated tax credits		5	
6	Subtract line 5 from line 4		6	
7	Other taxes		7	
8	Total. Add lines 6 and 7		8	
9	Credit for federal tax paid on fuels		9	
10a	Subtract line 9 from line 8. Note: If less than \$500, the organization does not need to make estimated tax payments	10a		
b	Enter the tax shown on the 2023 return. Caution: If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	91,624.	
c	2024 Estimated Tax. Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	ADJUSTED TO		10c 91,640.

		(a)	(b)	(c)	(d)	
11	Installment due dates	11	11/15/24	12/16/24	03/17/25	06/16/25
12	Installments. Enter 25% of line 10c in columns (a) through (d)	12	22,910.	22,910.	22,910.	22,910.
13	2023 Overpayment	13				
14	Payment due (Subtract line 13 from line 12)	14	22,910.	22,910.	22,910.	22,910.

Form **990-W**

IRS E-file Signature Authorization for a Tax Exempt Entity

Form 8879-TE

For calendar year 2023, or fiscal year beginning JUL 1, 2023, and ending JUN 30, 2024

2023

Department of the Treasury Internal Revenue Service

Do not send to the IRS. Keep for your records. Go to www.irs.gov/Form8879TE for the latest information.

Name of filer: SCARLETT FAMILY FOUNDATION; EIN or SSN: 20-1980932; Name and title of officer or person subject to tax: TARA SCARLETT, PRESIDENT/CEO

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only.

Table with 10 rows (1a-10a) and 3 columns: Form type, checkbox, and amount. Row 6b shows amount 91,624.

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that [X] I am an officer of the above entity or [] I am a person subject to tax with respect to (name of entity) ... and that I have examined a copy of the 2023 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete.

PIN: check one box only

[X] I authorize LBMC, PC to enter my PIN 30904. ERO firm name. Enter five numbers, but do not enter all zeros

as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

[] As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax: **** THIS IS NOT A FILEABLE COPY **** Date

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

62844162234 Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2023 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature: ABIGAIL CAMPBELL Date: 11/14/24

ERO Must Retain This Form - See Instructions Do Not Submit This Form to the IRS Unless Requested To Do So

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8879-TE (2023)

Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

For calendar year 2023 or other tax year beginning JUL 1, 2023, and ending JUN 30, 2024

2023

Department of the Treasury Internal Revenue Service

Go to www.irs.gov/Form990T for instructions and the latest information. Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Open to Public Inspection for 501(c)(3) Organizations Only

Form header section including: A Check box if address changed, B Exempt under section 501(c)(3), C Book value of all assets at end of year 240,277,580, D Employer identification number 20-1980932, E Group exemption number, F Check box if an amended return.

G Check organization type: [X] 501(c) corporation, [] 501(c) trust, [] 401(a) trust, [] Other trust, [] State college/university, [] 6417(d)(1)(A) Applicable entity

H Check if filing only to claim: [] Credit from Form 8941, [] Refund shown on Form 2439, [] Elective payment amount from Form 3800

I Check if a 501(c)(3) organization filing a consolidated return with a 501(c)(2) titleholding corporation []

J Enter the number of attached Schedules A (Form 990-T) 1

K During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? [] Yes [X] No

L The books are in care of LBMC Telephone number 615-377-4600

Part I Total Unrelated Business Taxable Income

Table with 11 rows for Part I: Total Unrelated Business Taxable Income. Line 1: 437,304. Line 11: 436,304.

Part II Tax Computation

Table with 7 rows for Part II: Tax Computation. Line 1: 91,624. Line 7: 91,624.

Part III Tax and Payments

Table with 5 rows for Part III: Tax and Payments. Line 4: 91,624. Line 5: 0.

Part III Tax and Payments <i>(continued)</i>				
6 a	Payments: Preceding year's overpayment credited to the current year	6a		
b	Current year's estimated tax payments. Check if section 643(g) election applies <input type="checkbox"/>	6b		
c	Tax deposited with Form 8868	6c		
d	Foreign organizations: Tax paid or withheld at source (see instructions)	6d		
e	Backup withholding (see instructions)	6e		
f	Credit for small employer health insurance premiums (attach Form 8941)	6f		
g	Elective payment election amount from Form 3800	6g		
h	Payment from Form 2439	6h		
i	Credit from Form 4136	6i		
j	Other (see instructions)	6j		
7	Total payments. Add lines 6a through 6j	7		
8	Estimated tax penalty (see instructions). Check if Form 2220 is attached <input checked="" type="checkbox"/>	8		
9	Tax due. If line 7 is smaller than the total of lines 4, 5, and 8, enter amount owed	9		91,624.
10	Overpayment. If line 7 is larger than the total of lines 4, 5, and 8, enter amount overpaid	10		
11	Enter the amount of line 10 you want: Credited to 2024 estimated tax Refunded	11		

Part IV Statements Regarding Certain Activities and Other Information <i>(see instructions)</i>			
1	At any time during the 2023 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If "Yes," the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country here _____	Yes	No
2	During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust?		X
3	Enter the amount of tax-exempt interest received or accrued during the tax year \$ _____		
4	Enter available pre-2018 NOL carryovers here \$ _____ Do not include any post-2017 NOL carryover shown on Schedule A (Form 990-T). Don't reduce the NOL carryover shown here by any deduction reported on Part I, line 6.		
5	Post-2017 NOL carryovers. Enter the Business Activity Code and available post-2017 NOL carryovers. Don't reduce the amounts shown below by any NOL claimed on any Schedule A, Part II, line 17 for the tax year. See instructions.		
	Business Activity Code	Available post-2017 NOL carryover	
		\$	
		\$	
		\$	
		\$	
6 a	Reserved for future use		
b	Reserved for future use		

Part V Supplemental Information

Provide any additional information. See instructions.

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature of officer	Date	PRESIDENT/CEO	Title
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date
	ABIGAIL CAMPBELL			11/14/24
	Firm's name LBMC, PC		Check <input type="checkbox"/> if self-employed	
	Firm's address P.O. BOX 1869 BRENTWOOD, TN 37024-1869		PTIN P01296738	
			Firm's EIN 62-1199757	Phone no. (615) 377-4600

May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

**SCHEDULE A
(Form 990-T)**

Department of the Treasury
Internal Revenue Service

**Unrelated Business Taxable Income
From an Unrelated Trade or Business**

Go to www.irs.gov/Form990T for instructions and the latest information.
Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

1
OMB No. 1545-0047

2023

Open to Public Inspection for
501(c)(3) Organizations Only

A Name of the organization SCARLETT FAMILY FOUNDATION	B Employer identification number 20-1980932
C Unrelated business activity code (see instructions) 900099	D Sequence: 1 of 1

E Describe the unrelated trade or business **PASSTHROUGH INCOME FROM QUALIFIED PARTNERSHIP**

Part I Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
1 a Gross receipts or sales _____				
b Less returns and allowances _____ c Balance	1c			
2 Cost of goods sold (Part III, line 8)	2			
3 Gross profit. Subtract line 2 from line 1c	3			
4 a Capital gain net income (attach Schedule D (Form 1041 or Form 1120)). See instructions	4a			
b Net gain (loss) (Form 4797) (attach Form 4797). See instructions)	4b			
c Capital loss deduction for trusts	4c			
5 Income (loss) from a partnership or an S corporation (attach statement) STATEMENT 15	5	437,304.		437,304.
6 Rent income (Part IV)	6			
7 Unrelated debt-financed income (Part V)	7			
8 Interest, annuities, royalties, and rents from a controlled organization (Part VI)	8			
9 Investment income of section 501(c)(7), (9), or (17) organizations (Part VII)	9			
10 Exploited exempt activity income (Part VIII)	10			
11 Advertising income (Part IX)	11			
12 Other income (see instructions; attach statement)	12			
13 Total. Combine lines 3 through 12	13	437,304.		437,304.

Part II Deductions Not Taken Elsewhere. See instructions for limitations on deductions. Deductions must be directly connected with the unrelated business income

1 Compensation of officers, directors, and trustees (Part X)				1
2 Salaries and wages				2
3 Repairs and maintenance				3
4 Bad debts				4
5 Interest (attach statement). See instructions				5
6 Taxes and licenses				6
7 Depreciation (attach Form 4562). See instructions	7			
8 Less depreciation claimed in Part III and elsewhere on return	8a			8b
9 Depletion				9
10 Contributions to deferred compensation plans				10
11 Employee benefit programs				11
12 Excess exempt expenses (Part VIII)				12
13 Excess readership costs (Part IX)				13
14 Other deductions (attach statement)				14
15 Total deductions. Add lines 1 through 14				15 0.
16 Unrelated business income before net operating loss deduction. Subtract line 15 from Part I, line 13, column (C)	16			437,304.
17 Deduction for net operating loss. See instructions	17			0.
18 Unrelated business taxable income. Subtract line 17 from line 16	18			437,304.

For Paperwork Reduction Act Notice, see instructions.

Schedule A (Form 990-T) 2023

Part III Cost of Goods Sold Enter method of inventory valuation

1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	
4	Additional section 263A costs (attach statement)	4	
5	Other costs (attach statement)	5	
6	Total. Add lines 1 through 5	6	
7	Inventory at end of year	7	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and in Part I, line 2	8	
9	Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization? <input type="checkbox"/> Yes <input type="checkbox"/> No		

Part IV Rent Income (From Real Property and Personal Property Leased With Real Property)

1 Description of property (property street address, city, state, ZIP code). Check if a dual-use. See instructions.

A _____

B _____

C _____

D _____

	A	B	C	D
2 Rent received or accrued				
a From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)				
b From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)				
c Total rents received or accrued by property. Add lines 2a and 2b, columns A through D				
3 Total rents received or accrued. Add line 2c, columns A through D. Enter here and on Part I, line 6, column (A)				0.
4 Deductions directly connected with the income in lines 2a and 2b (attach statement)				
5 Total deductions. Add line 4, columns A through D. Enter here and on Part I, line 6, column (B)				0.

Part V Unrelated Debt-Financed Income (see instructions)

1 Description of debt-financed property (street address, city, state, ZIP code). Check if a dual-use. See instructions.

A _____

B _____

C _____

D _____

	A	B	C	D
2 Gross income from or allocable to debt-financed property				
3 Deductions directly connected with or allocable to debt-financed property				
a Straight line depreciation (attach statement)				
b Other deductions (attach statement)				
c Total deductions (add lines 3a and 3b, columns A through D)				
4 Amount of average acquisition debt on or allocable to debt-financed property (attach statement)				
5 Average adjusted basis of or allocable to debt-financed property (attach statement)				
6 Divide line 4 by line 5	%	%	%	%
7 Gross income reportable. Multiply line 2 by line 6				
8 Total gross income (add line 7, columns A through D). Enter here and on Part I, line 7, column (A)				0.
9 Allocable deductions. Multiply line 3c by line 6				
10 Total allocable deductions. Add line 9, columns A through D. Enter here and on Part I, line 7, column (B)				0.
11 Total dividends-received deductions included in line 10				0.

Part VI Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

1. Name of controlled organization		2. Employer identification number	Exempt Controlled Organizations			6. Deductions directly connected with income in column 5
			3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	
(1)						
(2)						
(3)						
(4)						
Nonexempt Controlled Organizations						
7. Taxable Income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10		
(1)						
(2)						
(3)						
(4)						
			Add columns 5 and 10. Enter here and on Part I, line 8, column (A).	Add columns 6 and 11. Enter here and on Part I, line 8, column (B).		
Totals			0.	0.		

Part VII Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach statement)	4. Set-asides (attach statement)	5. Total deductions and set-asides (add cols 3 and 4)
(1)				
(2)				
(3)				
(4)				
		Add amounts in column 2. Enter here and on Part I, line 9, column (A).		Add amounts in column 5. Enter here and on Part I, line 9, column (B).
Totals		0.		0.

Part VIII Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

1	Description of exploited activity: _____		
2	Gross unrelated business income from trade or business. Enter here and on Part I, line 10, column (A)	2	
3	Expenses directly connected with production of unrelated business income. Enter here and on Part I, line 10, column (B)	3	
4	Net income (loss) from unrelated trade or business. Subtract line 3 from line 2. If a gain, complete lines 5 through 7	4	
5	Gross income from activity that is not unrelated business income	5	
6	Expenses attributable to income entered on line 5	6	
7	Excess exempt expenses. Subtract line 5 from line 6, but do not enter more than the amount on line 4. Enter here and on Part II, line 12	7	

Part IX Advertising Income

1 Name(s) of periodical(s). Check box if reporting two or more periodicals on a consolidated basis.

- A B C D checkboxes

Enter amounts for each periodical listed above in the corresponding column.

Table with 4 columns (A, B, C, D) and 2 rows (Gross advertising income, Add columns A through D)

Table with 4 columns (A, B, C, D) and 2 rows (Direct advertising costs by periodical, Add columns A through D)

4 Advertising gain (loss). Subtract line 3 from line 2. For any column in line 4 showing a gain, complete lines 5 through 8. For any column in line 4 showing a loss or zero, do not complete lines 5 through 7, and enter -0- on line 8

Table with 4 columns (A, B, C, D) and 4 rows (Readership costs, Circulation income, Excess readership costs, Excess readership costs allowed as a deduction)

a Add line 8, columns A through D. Enter the greater of the line 8a columns total or -0- here and on Part II, line 13

Part X Compensation of Officers, Directors, and Trustees (see instructions)

Table with 4 columns (1. Name, 2. Title, 3. Percentage of time devoted to business, 4. Compensation attributable to unrelated business) and 4 rows (1-4)

Total. Enter here and on Part II, line 1

Part XI Supplemental Information (see instructions)

Multiple horizontal lines for supplemental information input

FORM 990-T (A)	INCOME (LOSS) FROM PARTNERSHIPS	STATEMENT 15
DESCRIPTION		NET INCOME OR (LOSS)
CAPITAL SPRING SBIC - ORDINARY BUSINESS INCOME (LOSS)		-66,319.
NGP NATURAL RESOURCES XII - ORDINARY BUSINESS INCOME (LOSS)		503,623.
TOTAL INCLUDED ON SCHEDULE A, PART I, LINE 5		437,304.

FORM 990-T SCHEDULE A	DESCRIPTION OF ORGANIZATION'S UNRELATED BUSINESS ACTIVITY	STATEMENT 16
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PASSTHROUGH INCOME FROM QUALIFIED PARTNERSHIP INTERESTS

TO FORM 990-T, SCHEDULE A, LINE E

Underpayment of Estimated Tax by Corporations

Attach to the corporation's tax return. **FORM 990-T**

2023

Go to www.irs.gov/Form2220 for instructions and the latest information.

Name SCARLETT FAMILY FOUNDATION	Employer identification number 20-1980932
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Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1 Total tax (see instructions)		1	91,624.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c Credit for federal tax paid on fuels (see instructions)	2c		
d Total. Add lines 2a through 2c		2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty		3	91,624.
4 Enter the tax shown on the corporation's 2022 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	91,624.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

6 The corporation is using the adjusted seasonal installment method.

7 The corporation is using the annualized income installment method.

8 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment		(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	11/15/23	12/15/23	03/15/24	06/15/24
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	3.	1.		
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11				
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12				
13 Add lines 11 and 12	13				
14 Add amounts on lines 16 and 17 of the preceding column	14		3.		
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	0.	0.		
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		3.		
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17	3.	1.		
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18				

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions 19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2023 and before 7/1/2023	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 7\% (0.07)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 6/30/2023 and before 10/1/2023	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 7\% (0.07)}{365}$...	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2023 and before 1/1/2024	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 8\% (0.08)}{365}$...	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2023 and before 4/1/2024	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 8\% (0.08)}{366}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2024 and before 7/1/2024	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{366}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2024 and before 10/1/2024	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2024 and before 1/1/2025	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{366}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2024 and before 3/16/2025	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	38 \$			0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120-S filers: For lines 1, 2, 3, and 21, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

Table with 5 columns: (a) First 3 months, (b) First 5 months, (c) First 8 months, (d) First 11 months. Rows include taxable income for various periods (1a-1c, 3a-3c), calculations (4-6), and final tax amounts (14-19).

Part II ^{**} **Annualized Income Installment Method**

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
20	Annualization periods (see instructions)	20			
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21	10.	10.	10.
22	Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000
23a	Annualized taxable income. Multiply line 21 by line 22 ..	23a	60.	40.	20.
23b	b Extraordinary items (see instructions)	23b			
23c	c Add lines 23a and 23b	23c	60.	40.	20.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 1, or comparable line of corporation's return	24	13.	8.	4.
25	Enter any alternative minimum tax (trusts only) for each payment period. See instructions	25			
26	Enter any other taxes for each payment period. See instr.	26			
27	Total tax. Add lines 24 through 26	27	13.	8.	4.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	28			
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	13.	8.	4.
30	Applicable percentage	30	25%	50%	75%
31	Multiply line 29 by line 30	31	3.	4.	3.

Part III **Required Installments**

		1st	2nd	3rd	4th	
		installment	installment	installment	installment	
Note: Complete lines 32 through 38 of one column before completing the next column.						
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32	3.	4.	3.	3.
33	Add the amounts in all preceding columns of line 32. See instructions	33		3.	4.	4.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0- ..	34	3.	1.	0.	0.
35	Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35	22,906.	22,906.	22,906.	22,906.
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		22,903.	45,808.	68,714.
37	Add lines 35 and 36	37	22,906.	45,809.	68,714.	91,620.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	38	3.	1.	0.	0.

Form 2220 (2023)

**** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION**

Depreciation and Amortization (Including Information on Listed Property) 990-PF

2023

Attachment Sequence No. 179

Department of the Treasury Internal Revenue Service

Go to www.irs.gov/Form4562 for instructions and the latest information.

Attach to your tax return.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

SCARLETT FAMILY FOUNDATION

FORM 990-PF PAGE 1

20-1980932

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

Table with 5 main rows for Part I. Line 1: 1,160,000. Line 2: Total cost. Line 3: 2,890,000. Line 4: Reduction in limitation. Line 5: Dollar limitation. Line 6: Description of property, Cost, Elected cost. Line 7: Listed property amount. Line 8: Total elected cost. Line 9: Tentative deduction. Line 10: Carryover. Line 11: Business income limitation. Line 12: Section 179 expense deduction. Line 13: Carryover to 2024.

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property.)

Table with 3 rows for Part II. Line 14: Special depreciation allowance. Line 15: Property subject to section 168(f)(1) election. Line 16: Other depreciation (including ACRS).

Part III MACRS Depreciation (Don't include listed property. See instructions.)

Section A

Table with 2 rows for Section A. Line 17: MACRS deductions for assets placed in service in tax years beginning before 2023. Line 18: If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here.

Section B - Assets Placed in Service During 2023 Tax Year Using the General Depreciation System

Table with 7 columns: (a) Classification of property, (b) Month and year placed in service, (c) Basis for depreciation, (d) Recovery period, (e) Convention, (f) Method, (g) Depreciation deduction. Rows include 3-year, 5-year, 7-year, 10-year, 15-year, 20-year, 25-year properties, Residential rental property, and Nonresidential real property.

Section C - Assets Placed in Service During 2023 Tax Year Using the Alternative Depreciation System

Table with 7 columns: (a) Class life, (b) Month and year placed in service, (c) Basis for depreciation, (d) Recovery period, (e) Convention, (f) Method, (g) Depreciation deduction. Rows include 12-year, 30-year, and 40-year class lives.

Part IV Summary (See instructions.)

Table with 3 rows for Part IV. Line 21: Listed property amount. Line 22: Total amount. Line 23: Portion of the basis attributable to section 263A costs.

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25	
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
30 Total business/investment miles driven during the year (don't include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who aren't more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2023 tax year:					
WEBSITE DESIGN	010124	7,023.		36M	1,171.
43 Amortization of costs that began before your 2023 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44 1,171.

Alternative Minimum Tax-Corporations

2023

Attach to your tax return.

Go to www.irs.gov/Form4626 for instructions and the latest information.

Name SCARLETT FAMILY FOUNDATION	Employer identification number 20-1980932
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- A** Is the corporation filing this form a member of a controlled group treated as a single employer under sections 59(k)(1)(D) and 52? Yes No
If "Yes," the corporation must complete Part V listing the names, EINs, and separate company financial statement income or loss for each member of the controlled group treated as a single employer taken into account in the determination of "applicable corporation" under section 59(k)(1)(D).
- B** Is the corporation filing this form a member of a foreign-parented multinational group (FPMG) within the meaning of section 59(k)(2)(B)? Yes No
If "Yes," the corporation must complete Part V listing the names, EINs, and separate company financial statement income or loss for each member of the FPMG under section 59(k)(2)(B).

Part I Applicable Corporation Determination (Report all amounts in U.S. dollars.)

If you have already determined in current or prior years you are an applicable corporation, skip Part I and continue to Part II.

	(a) First Preceding Year Ended	(b) Second Preceding Year Ended	(c) Third Preceding Year Ended
1 Net income or loss per applicable financial statement(s) (AFS) (see inst):			
a Consolidated net income or loss per the AFS of the corporation	1a		
b Include AFS net income or loss of other includible entities (add net income and subtract net loss)	1b		
c Exclude AFS net income or loss of excludible entities (add net loss and subtract net income)	1c		
d Adjustment for certain consolidating entries (see instructions)	1d		
e Specified additional net income or loss item B. Reserved for future use	1e		
f AFS net income or loss of all entities in the test group before adjustments. Combine lines 1a through 1d	1f		
2 Adjustments:			
a Financial statements covering different tax years	2a		
b Corporations that are not included on the taxpayer's consolidated return (see instructions)	2b		
c Pro-rata share of net income from controlled foreign corporations for which the corporation is a U.S. shareholder. If zero or less, enter -0- (see instructions for special rules if completing this form for an FPMG)	2c		
d Amounts that are not effectively connected to a U.S. trade or business (see instructions for special rules if completing this form for an FPMG)	2d		
e Certain taxes (see instructions)	2e		
f Patronage dividends and per-unit retain allocations (cooperatives only)	2f		
g Alaska native corporations	2g		
h Certain credits (see instructions)	2h		
i Mortgage servicing income	2i		
j Tax-exempt entities (organizations subject to tax under section 511)	2j		
k Depreciation	2k		
l Qualified wireless spectrum	2l		
m Covered transactions	2m		
n Adjustments related to bankruptcy and insolvency	2n		
o Certain insurance company adjustments	2o		
p Adjustment P - Reserved for future use	2p		
q Adjustment Q - Reserved for future use	2q		
r Adjustment R - Reserved for future use	2r		
s Adjustment S - Reserved for future use	2s		
z Other (see instructions)	2z		
3 Specified adjustment. Reserved for future use	3		
4 Total adjustments. Combine lines 2a through 2z	4		
5 AFSI. Combine lines 1f and 4	5		
6 AFSI of first, second, and third preceding tax years. Combine columns (a), (b), and (c) of line 5			6
7 3-year average annual AFSI (see instructions)			7

Part I **Applicable Corporation Determination** (Report all amounts in U.S. dollars.) *(continued)*

- 8** Is line 7 more than \$1 billion?
 Yes. Continue to line 9.
 No. STOP here and attach to your tax return.
- 9** Is the corporation a member of an FPMG within the meaning of section 59(k)(2)(B)?
 Yes. Continue to line 10.
 No. Continue to Part II.

	(a) First Preceding Year Ended	(b) Second Preceding Year Ended	(c) Third Preceding Year Ended	
10 AFSI for purposes of the \$100 million test before adjustments:				
a AFSI from line 5	10a			
b Aggregation differences (see instructions)	10b			
c Total AFSI for purposes of the \$100 million test before adjustments. Combine lines 10a and 10b	10c			
11 Adjustments:				
a Income not effectively connected to a U.S. trade or business	11a			
b Pro-rata share of CFC net income described in section 56A(c)(3) (attach worksheet) (see instructions)	11b			
c Reserved for future use - Other adjustments 1	11c			
d Reserved for future use - Other adjustments 2	11d			
12 Total adjustments. Combine lines 11a and 11b	12			
13 Total AFSI for purposes of the \$100 million test. Combine lines 10c and 12	13			
14 AFSI of first, second, and third preceding tax years. Combine columns (a), (b), and (c) of line 13				14
15 3-year average annual AFSI for purposes of the \$100 million test				15

- 16** Is line 15 \$100 million or more?
 Yes. Continue to Part II.
 No. STOP here. Attach to your tax return.

Part II Corporate Alternative Minimum Tax

1 Net income or loss per applicable financial statement(s) (AFS) (see instructions):		
a	Consolidated net income or loss per the AFS of the corporation	1a 436,304.
b	Include AFS net income or loss of other includible entities (add net income and subtract net loss)	1b
c	Exclude AFS net income or loss of excludible entities (add net loss and subtract net income)	1c
d	Adjustment for certain consolidating entries (see instructions)	1d
e	Specified additional net income or loss item D. Reserved for future use	1e
f	AFS net income or loss before adjustments. Combine lines 1a through 1d	1f 436,304.
2 Adjustments:		
a	Financial statements covering different tax years	2a
b	Reserved for future use - Adjustment 2b	2b
c	Corporations that are not included on the taxpayers - consolidated return (see instructions)	2c
d	The corporation's distributive share of adjusted financial statement income of partnerships	2d
e	Pro-rata share of net income from controlled foreign corporations for which the corporation is a U.S. shareholder. If zero or less, enter -0-. (See instructions)	2e
f	Amounts that are not effectively connected to a U.S. trade or business	2f
g	Certain taxes. Enter the amount from Part III, line 7	2g
h	Patronage dividends and per-unit retain allocations (cooperatives only)	2h
i	Alaska native corporations	2i
j	Certain credits (see instructions)	2j
k	Mortgage servicing income	2k
l	Covered benefit plans described in section 56A(c)(11)(B)	2l
m	Tax-exempt entities (organizations subject to tax under section 511)	2m
n	Depreciation	2n
o	Qualified wireless spectrum	2o
p	Covered transactions	2p
q	Adjustments related to bankruptcy and insolvency	2q
r	Certain insurance company adjustments	2r
s	AFSI adjustment S - Reserved for future use	2s
t	AFSI adjustment T - Reserved for future use	2t
u	AFSI adjustment U - Reserved for future use	2u
z	Other (see instructions)	2z
3	Total adjustments. Combine lines 2a through 2z	3
4	AFSI before financial statement net operating loss carryover. Combine lines 1f and 3	4 436,304.
5	Financial statement net operating loss (FSNOL) (see instructions)	5
6	AFSI. Subtract line 5 from line 4. If zero or less, enter -0-	6 436,304.
7	Multiply line 6 by 15% (0.15)	7 65,446.
8	Corporate alternative minimum tax foreign tax credit (CAMT FTC). Enter amount from Part IV, Section I, line 6 (see inst)	8
9	Tentative minimum tax. Subtract line 8 from line 7. If zero or less, enter -0-	9 65,446.
10	Regular tax liability (see instructions)	10 91,624.
11	Base erosion minimum tax (see instructions)	11 0.
12	Combine lines 10 and 11	12 91,624.
13	Alternative minimum tax. Subtract line 12 from line 9. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return	13 0.

Part III Adjustment for Certain Taxes Under Section 56A(c)(5)

1	Current income tax provision - Foreign	1
2	Current income tax provision - Federal	2
3	Deferred income tax provision - Foreign	3
4	Deferred income tax provision - Federal	4
5	Income taxes included in equity method investment income	5
6a	Adjustment A - Reserved for future use	6a
b	Adjustment B - Reserved for future use	6b
c	Adjustment C - Reserved for future use	6c
d	Adjustment D - Reserved for future use	6d
e	Adjustment E - Reserved for future use	6e
f	Adjustment F - Reserved for future use	6f
g	Adjustment G - Reserved for future use	6g
h	Adjustment H - Reserved for future use	6h
z	Income taxes in other places	6z
7	Total. Combine lines 1 through 6z. Enter here and on Part II, line 2g	7

Part IV Alternative Minimum Tax - Corporations Foreign Tax Credit

Section I - AMT Foreign Tax Credit

1	Domestic corporation AMT foreign income taxes:			
a	Total foreign taxes paid or accrued as reported on Form 1118, Schedule B, Part I, column 2(j)	1a		
b	Adjustment	1b		
c	Adjustment	1c		
d	Adjustment	1d		
e	Adjustment	1e		
f	Adjustment	1f		
g	Adjustment	1g		
2	Total domestic corporation AMT foreign income taxes. Combine lines 1a through 1g			2
3	Allowable controlled foreign corporation (CFC) AMT foreign income taxes:			
a	Pro-rata share of CFC AMT foreign income taxes from Part IV, Section II, line 11, column (n)	3a		
b	Carryover of excess foreign taxes (from Part IV, Section III, line 4, column (vii))	3b		
c	Total CFC AMT foreign income taxes. Add lines 3a and 3b			3c
d	Percentage specified in section 55(b)(2)(A)(i)	3d	15%	
e	Pro-rata share of CFC net income described in section 56A(c)(3) (attach worksheet) (see instructions)	3e		
f	CFC AMT foreign tax credit limitation (multiply line 3d by line 3e)			3f
g	Allowable CFC AMT foreign income taxes (lesser of line 3c or line 3f)			3g
4	CAMT FTC Line 4 - Reserved for future use			4
5	CAMT FTC Line 5 - Reserved for future use			5
6	Total AMT foreign income taxes. Combine lines 2 and 3g. Enter this amount on Part II, line 8			6

Statement of Specified Foreign Financial Assets

▶ Go to www.irs.gov/Form8938 for instructions and the latest information.

▶ Attach to your tax return.

For calendar year _____ or tax year beginning **07/01/23** and ending **06/30/24**.

If you have attached additional statements, check here

Number of additional statements _____

1 Name(s) shown on return
SCARLETT FAMILY FOUNDATION

2 Taxpayer identification number (TIN)
20-1980932

3 Type of filer
a Specified individual **b** Partnership **c** Corporation **d** Trust

4 If you checked box 3a, skip this line 4. If you checked box 3b or 3c, enter the name and TIN of the specified individual who closely holds the partnership or corporation. If you checked box 3d, enter the name and TIN of the specified person who is a current beneficiary of the trust. (See instructions for definitions and what to do if you have more than one specified individual or specified person to list.)

a Name _____ **b** TIN _____

Part I Foreign Deposit and Custodial Accounts Summary

5 Number of deposit accounts (reported in Part V) _____ ▶

6 Maximum value of all deposit accounts \$ _____

7 Number of custodial accounts (reported in Part V) _____ ▶

8 Maximum value of all custodial accounts \$ _____

9 Were any foreign deposit or custodial accounts closed during the tax year? Yes No

Part II Other Foreign Assets Summary

10 Number of foreign assets (reported in Part VI) ▶ **5**

11 Maximum value of all assets (reported in Part VI) \$ **2,499,276.**

12 Were any foreign assets acquired or sold during the tax year? Yes No

Part III Summary of Tax Items Attributable to Specified Foreign Financial Assets (see instructions)

(a) Asset category	(b) Tax item	(c) Amount reported on form or schedule	Where reported	
			(d) Form and line	(e) Schedule and line
13 Foreign deposit and custodial accounts	a Interest	\$		
	b Dividends	\$		
	c Royalties	\$		
	d Other income	\$		
	e Gains (losses)	\$		
	f Deductions	\$		
	g Credits	\$		
14 Other foreign assets	a Interest	\$		
	b Dividends	\$		
	c Royalties	\$		
	d Other income	\$		
	e Gains (losses)	\$		
	f Deductions	\$		
	g Credits	\$		

Part IV Excepted Specified Foreign Financial Assets (see instructions)

If you reported specified foreign financial assets on one or more of the following forms, enter the number of such forms filed. You do not need to include these assets on Form 8938 for the tax year.

15 Number of Forms 3520 _____ **16** Number of Forms 3520-A _____ **17** Number of Forms 5471 _____

18 Number of Forms 8621 _____ **19** Number of Forms 8865 _____

Part V Detailed Information for Each Foreign Deposit and Custodial Account Included in the Part I Summary

(see instructions)

If you have more than one account to report in Part V, attach a separate statement for each additional account. See instructions.

20 Type of account	a <input type="checkbox"/> Deposit b <input type="checkbox"/> Custodial	21 Account number or other designation
22 Check all that apply	a <input type="checkbox"/> Account opened during tax year c <input type="checkbox"/> Account jointly owned with spouse	b <input type="checkbox"/> Account closed during tax year d <input type="checkbox"/> No tax item reported in Part III with respect to this asset
23 Maximum value of account during tax year \$	
24 Did you use a foreign currency exchange rate to convert the value of the account into U.S. dollars? <input type="checkbox"/> Yes <input type="checkbox"/> No	
25 If you answered "Yes" to line 24, complete all that apply.		
(a) Foreign currency in which account is maintained	(b) Foreign currency exchange rate used to convert to U.S. dollars	(c) Source of exchange rate used if not from U.S. Treasury Department's Bureau of the Fiscal Service
26a Name of financial institution in which account is maintained	b Global Intermediary Identification Number (GIIN) (Optional)	
27 Mailing address of financial institution in which account is maintained. Number, street, and room or suite no.		
28 City or town, state or province, country, and ZIP or foreign postal code		

Part VI Detailed Information for Each "Other Foreign Asset" Included in the Part II Summary (see instructions)

If you have more than one asset to report in Part VI, attach a separate statement for each additional asset. See instructions.

29 Description of asset SPECIFIED FOREIGN FINANCIAL ASSET	30 Identifying number or other designation 98-0330949	
31 Complete all that apply. See instructions for reporting of multiple acquisition or disposition dates.		
a Date asset acquired during tax year, if applicable..... b Date asset disposed of during tax year, if applicable..... c <input type="checkbox"/> Check if asset jointly owned with spouse d <input type="checkbox"/> Check if no tax item reported in Part III with respect to this asset		
32 Maximum value of asset during tax year (check box that applies)		
a <input type="checkbox"/> \$0 - \$50,000 b <input type="checkbox"/> \$50,001 - \$100,000 c <input type="checkbox"/> \$100,001 - \$150,000 d <input type="checkbox"/> \$150,001 - \$200,000 e If more than \$200,000, list value..... \$		
33 Did you use a foreign currency exchange rate to convert the value of the asset into U.S. dollars? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
34 If you answered "Yes" to line 33, complete all that apply.		
(a) Foreign currency in which asset is denominated	(b) Foreign currency exchange rate used to convert to U.S. dollars	(c) Source of exchange rate used if not from U.S. Treasury Department's Bureau of the Fiscal Service
35 If asset reported on line 29 is stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.		
a Name of foreign entity CARLYLE STRUCTURED CREDIT FUND	b GIIN (Optional)	
c Type of foreign entity (1) <input checked="" type="checkbox"/> Partnership (2) <input type="checkbox"/> Corporation (3) <input type="checkbox"/> Trust (4) <input type="checkbox"/> Estate		
d Mailing address of foreign entity. Number, street, and room or suite no. 520 MADISON AVE 40TH FLOOR		
e City or town, state or province, country, and ZIP or foreign postal code NEW YORK 10022		
36 If asset reported on line 29 is not stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.		
Note: If this asset has more than one issuer or counterparty, attach a separate statement with the same information for each additional issuer or counterparty. See instructions.		
a Name of issuer or counterparty..... Check if information is for <input type="checkbox"/> Issuer <input type="checkbox"/> Counterparty		
b Type of issuer or counterparty (1) <input type="checkbox"/> Individual (2) <input type="checkbox"/> Partnership (3) <input type="checkbox"/> Corporation (4) <input type="checkbox"/> Trust (5) <input type="checkbox"/> Estate		
c Check if issuer or counterparty is a <input type="checkbox"/> U.S. person <input type="checkbox"/> Foreign person		
d Mailing address of issuer or counterparty. Number, street, and room or suite no.		
e City or town, state or province, country, and ZIP or foreign postal code		

Part VI Other Foreign Assets

29 Description of asset SPECIFIED FOREIGN FINANCIAL ASSET	30 Identifying number or other designation 98-1645882
--	---

31 Complete all that apply

a Date asset acquired during tax year, if applicable _____

b Date asset disposed of during tax year, if applicable _____

c Check if asset jointly owned with spouse **d** Check if no tax item reported in Part III with respect to this asset

32 Maximum value of asset during tax year (check box that applies)

a \$0 - \$50,000 **b** \$50,001 - \$100,000 **c** \$100,001 - \$150,000 **d** \$150,001 - \$200,000

e If more than \$200,000, list value _____ \$

33 Did you use a foreign currency exchange rate to convert the value of the asset into U.S. dollars? Yes No

34 If you answered "Yes" to line 33, complete all that apply.

(1) Foreign currency in which asset is denominated	(2) Foreign currency exchange rate used to convert to U.S. dollars	(3) Source of exchange rate used if not from U.S. Treasury Department's Bureau of the Fiscal Service
---	---	---

35 If asset reported on line 29 is stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

a Name of foreign entity **b** GIIN (Optional)

CARLYLE RSEF ELECTING INVESTOR

c Type of foreign entity **(1)** Partnership **(2)** Corporation **(3)** Trust **(4)** Estate

d Mailing address of foreign entity. Number, street, and room or suite no.

1001 PENNSYLVANIA AVE NW STE 220 SOUTH

e City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON

20004

36 If asset reported on line 29 is not stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

Note. If this asset has more than one issuer or counterparty, attach a separate statement with the same information for each additional issuer or counterparty. See instructions.

a Name of issuer or counterparty _____
Check if information is for Issuer Counterparty

b Type of issuer or counterparty

(1) Individual **(2)** Partnership **(3)** Corporation **(4)** Trust **(5)** Estate

c Check if issuer or counterparty is a U.S. person Foreign person

d Mailing address of issuer or counterparty. Number, street, and room or suite no.

e City or town, state or province, country, and ZIP or foreign postal code

Part VI Other Foreign Assets

29 Description of asset SPECIFIED FOREIGN FINANCIAL ASSET	30 Identifying number or other designation 98-1523878
--	---

31 Complete all that apply

a Date asset acquired during tax year, if applicable _____

b Date asset disposed of during tax year, if applicable _____

c Check if asset jointly owned with spouse **d** Check if no tax item reported in Part III with respect to this asset

32 Maximum value of asset during tax year (check box that applies)

a \$0 - \$50,000 **b** \$50,001 - \$100,000 **c** \$100,001 - \$150,000 **d** \$150,001 - \$200,000

e If more than \$200,000, list value \$ **1,740,503.**

33 Did you use a foreign currency exchange rate to convert the value of the asset into U.S. dollars? Yes No

34 If you answered "Yes" to line 33, complete all that apply.

(1) Foreign currency in which asset is denominated	(2) Foreign currency exchange rate used to convert to U.S. dollars	(3) Source of exchange rate used if not from U.S. Treasury Department's Bureau of the Fiscal Service
---	---	---

35 If asset reported on line 29 is stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

a Name of foreign entity **CARLYLE RSEF ELECTING INVESTOR** **b** GIIN (Optional)

c Type of foreign entity **(1)** Partnership **(2)** Corporation **(3)** Trust **(4)** Estate

d Mailing address of foreign entity. Number, street, and room or suite no.
1001 PENNSYLVANIA AVE NW STE 220 SOUTH

e City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON
20004

36 If asset reported on line 29 is not stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

Note. If this asset has more than one issuer or counterparty, attach a separate statement with the same information for each additional issuer or counterparty. See instructions.

a Name of issuer or counterparty _____
Check if information is for Issuer Counterparty

b Type of issuer or counterparty
(1) Individual **(2)** Partnership **(3)** Corporation **(4)** Trust **(5)** Estate

c Check if issuer or counterparty is a U.S. person Foreign person

d Mailing address of issuer or counterparty. Number, street, and room or suite no. _____

e City or town, state or province, country, and ZIP or foreign postal code _____

Part VI Other Foreign Assets

29 Description of asset SPECIFIED FOREIGN FINANCIAL ASSET	30 Identifying number or other designation 98-1567916
--	---

31 Complete all that apply

a Date asset acquired during tax year, if applicable _____

b Date asset disposed of during tax year, if applicable _____

c Check if asset jointly owned with spouse **d** Check if no tax item reported in Part III with respect to this asset

32 Maximum value of asset during tax year (check box that applies)

a \$0 - \$50,000 **b** \$50,001 - \$100,000 **c** \$100,001 - \$150,000 **d** \$150,001 - \$200,000

e If more than \$200,000, list value \$ **560,150.**

33 Did you use a foreign currency exchange rate to convert the value of the asset into U.S. dollars? Yes No

34 If you answered "Yes" to line 33, complete all that apply.

(1) Foreign currency in which asset is denominated	(2) Foreign currency exchange rate used to convert to U.S. dollars	(3) Source of exchange rate used if not from U.S. Treasury Department's Bureau of the Fiscal Service
---	---	---

35 If asset reported on line 29 is stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

a Name of foreign entity **CARLYLE RSEF ELECTING INVESTOR** **b** GIIN (Optional)

c Type of foreign entity **(1)** Partnership **(2)** Corporation **(3)** Trust **(4)** Estate

d Mailing address of foreign entity. Number, street, and room or suite no.
1001 PENNSYLVANIA AVE NW STE 220 SOUTH

e City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON
20004

36 If asset reported on line 29 is not stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

Note. If this asset has more than one issuer or counterparty, attach a separate statement with the same information for each additional issuer or counterparty. See instructions.

a Name of issuer or counterparty _____
Check if information is for Issuer Counterparty

b Type of issuer or counterparty
(1) Individual **(2)** Partnership **(3)** Corporation **(4)** Trust **(5)** Estate

c Check if issuer or counterparty is a U.S. person Foreign person

d Mailing address of issuer or counterparty. Number, street, and room or suite no. _____

e City or town, state or province, country, and ZIP or foreign postal code _____

Part VI Other Foreign Assets

29 Description of asset SPECIFIED FOREIGN FINANCIAL ASSET	30 Identifying number or other designation 98-1630755
--	---

- 31** Complete all that apply
- a Date asset acquired during tax year, if applicable _____
 - b Date asset disposed of during tax year, if applicable _____
 - c Check if asset jointly owned with spouse
 - d Check if no tax item reported in Part III with respect to this asset

- 32** Maximum value of asset during tax year (check box that applies)
- a \$0 - \$50,000
 - b \$50,001 - \$100,000
 - c \$100,001 - \$150,000
 - d \$150,001 - \$200,000
 - e If more than \$200,000, list value _____ \$

- 33** Did you use a foreign currency exchange rate to convert the value of the asset into U.S. dollars? Yes No

34 If you answered "Yes" to line 33, complete all that apply.

(1) Foreign currency in which asset is denominated	(2) Foreign currency exchange rate used to convert to U.S. dollars	(3) Source of exchange rate used if not from U.S. Treasury Department's Bureau of the Fiscal Service
---	---	---

- 35** If asset reported on line 29 is stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

- a Name of foreign entity **CARLYLE RSEF ELECTING INVESTOR**
- b GIIN (Optional)
- c Type of foreign entity (1) Partnership (2) Corporation (3) Trust (4) Estate
- d Mailing address of foreign entity. Number, street, and room or suite no.
1001 PENNSYLVANIA AVE NW STE 220 SOUTH
- e City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON
20004

- 36** If asset reported on line 29 is not stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.

Note. If this asset has more than one issuer or counterparty, attach a separate statement with the same information for each additional issuer or counterparty. See instructions.

- a Name of issuer or counterparty _____
Check if information is for Issuer Counterparty
- b Type of issuer or counterparty (1) Individual (2) Partnership (3) Corporation (4) Trust (5) Estate
- c Check if issuer or counterparty is a U.S. person Foreign person
- d Mailing address of issuer or counterparty. Number, street, and room or suite no. _____
- e City or town, state or province, country, and ZIP or foreign postal code _____

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Part I U.S. Transferor Information (see instructions)

Name of transferor SCARLETT FAMILY FOUNDATION	Identifying number (see instructions) 20-1980932
---	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? Yes No
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? Yes No

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) CARLYLE PRIVATE EQUITY ACCESS FUND IV (PARALLELL) L.P.	5a Identifying number, if any 98-1424120
--	---

6 Address (including country) 1001 PENNSYLVANIA AVE NW STE 220 S WASHINGTON, DC 20004	5b Reference ID number
--	-------------------------------

7 Country code of country of incorporation or organization
CJ

8 Foreign law characterization (see instructions)
PARTNERSHIP

- 9** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			302,534.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before 3.771 % (b) After 3.771 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor SCARLETT FAMILY FOUNDATION	Identifying number (see instructions) 20-1980932
---	--

- 1** Is the transferee a specified 10%-owned foreign corporation that is not a controlled foreign corporation? Yes No
- 2** If the transferor was a corporation, complete questions 2a through 2d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by five or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(4) been made? Yes No

- 3** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 3a through 3d.
- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

4 Name of transferee (foreign corporation) CARLYLE PRIVATE EQUITY ACCESS BLOCKER FUND III, L.P.	5a Identifying number, if any 98-1332661
6 Address (including country) 1001 PENNSYLVANIA AVE NW STE 220 S WASHINGTON, DC 20004	5b Reference ID number
7 Country code of country of incorporation or organization CJ	
8 Foreign law characterization (see instructions) PARTNERSHIP	
9 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			747,142.		

10 Was cash the only property transferred? **Yes** **No**
 If "Yes," skip the remainder of Part III and go to Part IV.

Section B - Other Property (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Stock and securities					
Inventory					
Other property (not listed under another category)					
Property with built-in loss					
Totals					

11 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? **Yes** **No**

12 a Were any assets of a foreign branch (including a branch that is a foreign disregarded entity) transferred to a foreign corporation? **Yes** **No**
 If "Yes," go to line 12b.

b Was the transferor a domestic corporation that transferred substantially all of the assets of a foreign branch (including a branch that is a foreign disregarded entity) to a specified 10%-owned foreign corporation? **Yes** **No**
 If "Yes," continue to line 12c. If "No," skip lines 12c and 12d, and go to line 13.

c Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? **Yes** **No**
 If "Yes," continue to line 12d. If "No," skip line 12d, and go to line 13.

d Enter the transferred loss amount included in gross income as required under section 91 ► \$ _____

13 Did the transferor transfer property described in section 367(d)(4)? **Yes** **No**
 If "No," skip Section C and questions 14a through 15.

Section C - Intangible Property Subject to Section 367(d)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 367(d)(4)						
Totals						

- 14 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed 20 years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 14c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 15 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 16 Enter the transferor's interest in the transferee foreign corporation before and after the transfer.
(a) Before 19.120 % (b) After 19.120 %
- 17 Type of nonrecognition transaction (see instructions) ▶ SECTION 351
- 18 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 19 Did this transfer result from a change in entity classification? Yes No
- 20 a Did a domestic corporation make a distribution of property covered by section 367(e)(2)? (see instructions) Yes No
If "Yes," complete lines 20b and 20c.
 - b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
 - c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No
- 21 Did a domestic corporation make a section 355 distribution of stock in a foreign controlled corporation covered by section 367(e)(1)? See instructions Yes No