

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.

For calendar year 2017 or tax year beginning **AUG 1, 2017**, and ending **JUL 31, 2018**

Name of foundation THE JOHNNY MERCER FOUNDATION		A Employer identification number 95-3728115
Number and street (or P.O. box number if mail is not delivered to street address) PMETIS CPAS, 2381 ROSECRANS AVE, #350	Room/suite	B Telephone number 310-207-2220
City or town, state or province, country, and ZIP or foreign postal code EL SEGUNDO, CA 90245		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,071,863.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(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	12,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	490.	490.	490.	STATEMENT 1
	4 Dividends and interest from securities	5,666.	5,666.	5,666.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,547.			
	b Gross sales price for all assets on line 6a	281,697.			
	7 Capital gain net income (from Part IV, line 2)		11,547.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	678,895.	678,895.	678,895.	STATEMENT 3	
12 Total. Add lines 1 through 11	708,598.	696,598.	685,051.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14 Other employee salaries and wages	48,000.	0.	0.	36,000.
	15 Pension plans, employee benefits				
	16a Legal fees	8,553.	7,109.	7,109.	0.
	b Accounting fees	41,640.	12,492.	12,492.	0.
	c Other professional fees	4,104.	4,104.	4,104.	0.
	17 Interest				
	18 Taxes	7,904.	0.	0.	2,754.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	34,351.	0.	0.	0.
	22 Printing and publications				
	23 Other expenses	66,092.	0.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	210,644.	23,705.	23,705.	38,754.
	25 Contributions, gifts, grants paid	402,000.			402,000.
26 Total expenses and disbursements. Add lines 24 and 25	612,644.	23,705.	23,705.	440,754.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	95,954.				
b Net investment income (if negative, enter -0-)		672,893.			
c Adjusted net income (if negative, enter -0-)			661,346.		

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	342,593.	241,508.	241,508.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 9 226,049.	423,078.	430,355.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis	6,613.			
Less: accumulated depreciation	6,613.			
15 Other assets (describe ▶ JOHNNY MERCER MUSIC)	0.	0.	2,400,000.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	568,642.	664,586.	3,071,863.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ PAYROLL LIABILITIE)	975.	965.	
23 Total liabilities (add lines 17 through 22)	975.	965.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	567,667.	663,621.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	567,667.	663,621.		
31 Total liabilities and net assets/fund balances	568,642.	664,586.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	567,667.
2 Enter amount from Part I, line 27a	2	95,954.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	663,621.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	663,621.

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

(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	281,697.	270,150.	11,547.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			11,547.

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	11,547.
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	-645.

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

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

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

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

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	424,642.	2,903,479.	.146253
2015	294,601.	2,775,419.	.106146
2014	537,333.	3,093,274.	.173710
2013	488,614.	3,175,827.	.153854
2012	479,136.	3,118,231.	.153656

2 Total of line 1, column (d)	2	.733619
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.146724
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,027,240.
5 Multiply line 4 by line 3	5	444,169.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,729.
7 Add lines 5 and 6	7	450,898.
8 Enter qualifying distributions from Part XII, line 4	8	440,754.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	13,458.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	13,458.
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	13,458.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	7,120.	
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	7,120.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	6,338.	
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 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> <u>CA</u>		
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 <i>General Instruction G</i> ? 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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, website address, books in care, and foreign country interests.

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

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

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business enterprise interests.

Part VII-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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 DIRECT GRANTS TO CHARITABLE ORGANIZATIONS IN THE FIELDS OF HIGHER EDUCATION, COMMUNICATIONS, MUSIC AND HEALTH. TEN ORGANIZATIONS SERVED.	402,000.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	334,912.
b	Average of monthly cash balances	1b	338,428.
c	Fair market value of all other assets	1c	2,400,000.
d	Total (add lines 1a, b, and c)	1d	3,073,340.
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	3,073,340.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,100.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,027,240.
6	Minimum investment return. Enter 5% of line 5	6	151,362.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	151,362.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	13,458.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,458.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	137,904.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	137,904.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	137,904.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	440,754.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	440,754.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	440,754.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				137,904.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	479,136.			
b From 2013	335,621.			
c From 2014	394,665.			
d From 2015	201,744.			
e From 2016	293,692.			
f Total of lines 3a through e	1,704,858.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	440,754.			
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				137,904.
e Remaining amount distributed out of corpus	302,850.			
5 Excess distributions carryover applied to 2017 (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	2,007,708.			
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 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	479,136.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,528,572.			
10 Analysis of line 9:				
a Excess from 2013	335,621.			
b Excess from 2014	394,665.			
c Excess from 2015	201,744.			
d Excess from 2016	293,692.			
e Excess from 2017	302,850.			

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

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 2017, enter the date of the ruling 05/05/12

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

	Tax year		Prior 3 years		(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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:
**FRANK SCARDINO, 310-207-2220, EXECDIRECTOR@JOHNNYMERCERFOUNDATION.COM
 C/O PRAGER METIS CPAS, 2381 ROSECRANS AVE, #350, EL SEGUNDO, CA 90245**

b The form in which applications should be submitted and information and materials they should include:
INITIAL APPROACH - LETTER

c Any submission deadlines:
MAY 1

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NONE

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ART OF BRAIN C/O JUDI KAUFMAN 701 N. ALPINE DRIVE BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	UNRESTRICTED	22,000.
BRILLE INSTITUTE OF AMERICA 741 NORTH VERMONT AVENUE LOS ANGELES, CA 90029	NONE	PUBLIC CHARITY	UNRESTRICTED	50,000.
CHILDREN'S HOSPITAL LA 4650 SUNSET BOULEVARD LOS ANGELES, CA 90027	NONE	PUBLIC CHARITY	UNRESTRICTED	50,000.
DIRECTOR OF DEVELOPMENT GOODSPEED MUSICALS P.O. BOX A EAST HASSAM, CT 06423-0281	NONE	PUBLIC CHARITY	JOHNNY MERCER WRITERS COLONY AT GOODSPEED MUSICALS	55,000.
FLORIDA INTERNATIONAL UNIVERSITY 11200 SW 8TH STREET MIAMI, FL 33199	NONE	PUBLIC CHARITY	FELLOWSHIP PROGRAM	18,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	402,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	490.	
4 Dividends and interest from securities			14	5,666.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	678,895.	
8 Gain or (loss) from sales of assets other than inventory			18	11,547.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		696,598.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	696,598.	

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

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation.

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

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 [X]

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content includes 'N/A' for all entries.

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: [Signature] Date: [Date] Title: PRESIDENT

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

Paid Preparer Use Only Print/Type preparer's name: HAROLD PETERSON Preparer's signature: [Signature] Date: [Date] Check [] if self-employed PTIN: P00580491 Firm's name: PRAGER METIS CPAS, LLC Firm's EIN: 06-1667465 Firm's address: 14 PENN PLAZA, SUITE 1800 NEW YORK, NY 10122 Phone no. (212)-643-0099

THE JOHNNY MERCER 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 CALAMOS PHINEUS LONG SHORT FUND CLASS		09/18/17	05/16/18
b CALAMOS PHINEUS LONG SHORT FUND CLASS		12/14/17	05/16/18
c CALAMOS PHINEUS LONG SHORT FUND CLASS		12/14/17	05/16/18
d CATALYST/MILLBURN HEDGE STRATEGY FUND		09/18/17	05/16/18
e CATALYST/MILLBURN HEDGE STRATEGY FUND		12/15/17	05/16/18
f CATALYST/MILLBURN HEDGE STRATEGY FUND		12/15/17	05/16/18
g DELAWARE EMERGING MKTS FUNDS		09/18/17	05/16/18
h DELAWARE EMERGING MKTS FUNDS		12/22/17	05/16/18
i FIRST TRUST VALUE LINE DIVID INDEX FUND		09/18/17	05/16/18
j JOHN HANCOCK DISCIPLINED VALUE MID CAP FUND		09/18/17	05/16/18
k OAKMARK INTL FUND		09/18/17	05/16/18
l OAKMARK INTL FUND		12/14/17	05/16/18
m OAKMARK INTL FUND		12/14/17	05/16/18
n PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		09/18/17	05/16/18
o PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		09/26/17	05/16/18

(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 9,805.		9,283.	522.
b 54.		52.	2.
c 65.		63.	2.
d 9,212.		9,283.	-71.
e 133.		136.	-3.
f 171.		176.	-5.
g 6,587.		6,866.	-279.
h 119.		121.	-2.
i 6,725.		6,677.	48.
j 793.		781.	12.
k 5,192.		5,196.	-4.
l 71.		70.	1.
m 89.		88.	1.
n 9,007.		9,283.	-276.
o 30.		31.	-1.

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			** 522.
b			** 2.
c			** 2.
d			** -71.
e			** -3.
f			** -5.
g			** -279.
h			** -2.
i			** 48.
j			** 12.
k			** -4.
l			** 1.
m			** 1.
n			** -276.
o			** -1.

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
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

THE JOHNNY MERCER 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 PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		10/26/17	05/16/18
b PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		11/27/17	05/16/18
c PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		12/27/17	05/16/18
d PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		01/26/18	05/16/18
e PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		02/23/18	05/16/18
f PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		03/26/18	05/16/18
g PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		04/25/18	05/16/18
h ALGER SPECTRA FUND		05/16/18	07/30/18
i JOHN HANCOCK DISCIPLINED VALUE MID CAP FUND		09/18/17	07/30/18
j MAINSTAY MACKAY UNCONSTRAINED BOND FUND		05/16/18	07/30/18
k MAINSTAY MACKAY UNCONSTRAINED BOND FUND		05/31/18	07/30/18
l MAINSTAY MACKAY UNCONSTRAINED BOND FUND		06/29/18	07/30/18
m MFS MID CAP GROWTH CL		05/16/18	07/30/18
n OPPENHEIMER INTERNATIONAL SMALL-MID COMPANY FUND		09/18/17	07/30/18
o PIMCO INCOME FUND		05/16/18	07/30/18

(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 30.		31.	-1.
b 33.		34.	-1.
c 48.		49.	-1.
d 33.		34.	-1.
e 34.		34.	0.
f 34.		35.	-1.
g 35.		35.	0.
h 519.		505.	14.
i 10.		10.	0.
j 12,147.		12,161.	-14.
k 39.		39.	0.
l 41.		42.	-1.
m 202.		196.	6.
n 230.		203.	27.
o 15.		15.	0.

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			** -1.
b			** -1.
c			** -1.
d			** -1.
e			** 0.
f			** -1.
g			** 0.
h			** 14.
i			** 0.
j			** -14.
k			** 0.
l			** -1.
m			** 6.
n			** 27.
o			** 0.

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
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

THE JOHNNY MERCER 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 SKYBRIDGE DIVIDEND VALUE FUND		05/16/18	07/30/18
b TEMPLETON GLBAL BOND		05/16/18	07/30/18
c VIRTUS WCM INTERNATIONAL EQUITY FUND		05/16/18	07/30/18
d PUTNAM CAPITAL SPECTRUM FUND		09/18/17	05/16/18
e CALAMOS PHINEUS LONG SHORT FUND CLASS		12/14/17	05/16/18
f CALAMOS PHINEUS LONG SHORT FUND CLASS		12/14/17	05/16/18
g CATALYST/MILLBURN HEDGE STRATEGY FUND		12/15/17	05/16/18
h CATALYST/MILLBURN HEDGE STRATEGY FUND		12/15/17	05/16/18
i OAKMARK INTL FUND		12/14/17	05/16/18
j CALAMOS PHINEUS LONG SHORT FUND CLASS		04/28/17	05/16/18
k CATALYST/MILLBURN HEDGE STRATEGY FUND		01/24/17	05/16/18
l CATALYST/MILLBURN HEDGE STRATEGY FUND		04/28/17	05/16/18
m DELAWARE EMERGING MKTS FUNDS		04/28/17	05/16/18
n FIRST TRUST VALUE LINE DIVID INDEX FUND		04/28/17	05/16/18
o JOHN HANCOCK DISCIPLINED VALUE MID CAP FUND		04/28/17	05/16/18

(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 592.		567.	25.
b 9.		9.	0.
c 168.		165.	3.
d 8,648.		9,282.	-634.
e 186.		180.	6.
f 225.		218.	7.
g 456.		470.	-14.
h 588.		605.	-17.
i 336.		331.	5.
j 34,005.		31,693.	2,312.
k 26,477.		24,788.	1,689.
l 5,244.		5,216.	28.
m 26,989.		23,443.	3,546.
n 23,568.		22,802.	766.
o 10,617.		10,040.	577.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 25.
b			** 0.
c			** 3.
d			** -634.
e			** 6.
f			** 7.
g			** -14.
h			** -17.
i			** 5.
j			2,312.
k			1,689.
l			28.
m			3,546.
n			766.
o			577.

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
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

THE JOHNNY MERCER 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 OAKMARK INTL FUND		04/28/17	05/16/18
b PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND		04/28/17	05/16/18
c PUTNAM CAPITAL SPECTRUM FUND		01/05/17	05/16/18
d PUTNAM CAPITAL SPECTRUM FUND		03/01/17	05/16/18
e CAPITAL GAINS DIVIDENDS			
f			
g			
h			
i			
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 19,525.		17,740.	1,785.
b 31,429.		31,693.	-264.
c 16,436.		16,863.	-427.
d 11,525.		12,516.	-991.
e 3,171.			3,171.
f			
g			
h			
i			
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			1,785.
b			-264.
c			-427.
d			-991.
e			3,171.
f			
g			
h			
i			
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	11,547.
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	-645.

Part XV 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
GEORGIA STATE UNIVERSITY P.O. BOX 3963 ATLANTA, GA 30302-3963	NONE	PUBLIC CHARITY	UNRESTRICTED	50,000.
NEW JERSEY PERFORMING ARTS CENTER 1 CENTER STREET NEWARK, NJ 07102	NONE	PUBLIC CHARITY	NJPAC PROJECT, JMF/NJPAC MUSICAL THEATER	41,000.
NORTHWESTERN UNIVERSITY 633 CLARK STREET EVANSTON, IL 60208	NONE	PUBLIC CHARITY	JOHNNY MERCER SONGWRITERS PROJECT	57,000.
THE JAZZ BAKERY 1836 BENEDICT CANYON DR BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
KAUFMAN CENTER 129 WEST 67 STREET NEW YORK, NY 10023	NONE	PUBLIC CHARITY	ACCENTUATE THE POSITIVE PROGRAM	54,000.
Total from continuation sheets				207,000.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Name of the organization

THE JOHNNY MERCER FOUNDATION

Employer identification number

95-3728115

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization THE JOHNNY MERCER FOUNDATION	Employer identification number 95-3728115
-----------------------------------------------------------------	---------------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	VARIOUS CONTRIBUTIONS C/O P-M CPAS, LLC 2381 ROSECRANS AVE, #350 EL SEGUNDO, CA 90245	\$ 12,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization THE JOHNNY MERCER FOUNDATION	Employer identification number 95-3728115
-----------------------------------------------------------------	---------------------------------------------------------

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____

Name of organization THE JOHNNY MERCER FOUNDATION	Employer identification number 95-3728115
-----------------------------------------------------------------	---------------------------------------------------------

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET ACCOUNT	490.	490.	490.
TOTAL TO PART I, LINE 3	490.	490.	490.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UBS INVESTMENT ACCOUNT	8,837.	3,171.	5,666.	5,666.	5,666.
TO PART I, LINE 4	8,837.	3,171.	5,666.	5,666.	5,666.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	678,895.	678,895.	678,895.
TOTAL TO FORM 990-PF, PART I, LINE 11	678,895.	678,895.	678,895.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES: ROYALTIES AND COPYRIGHTS	7,109.	7,109.	7,109.	0.
OTHER LEGAL FEES	1,444.	0.	0.	0.
TO FM 990-PF, PG 1, LN 16A	8,553.	7,109.	7,109.	0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES: ROYALTIES AND COPYRIGHTS	12,492.	12,492.	12,492.	0.
ACCOUNTING AND TAX FEES	29,148.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	41,640.	12,492.	12,492.	0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	4,104.	4,104.	4,104.	0.
TO FORM 990-PF, PG 1, LN 16C	4,104.	4,104.	4,104.	0.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	3,672.	0.	0.	2,754.
FEDERAL EXCISE TAX	4,232.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	7,904.	0.	0.	2,754.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	916.	0.	0.	0.
INSURANCE	1,533.	0.	0.	0.
BANK FEES	53.	0.	0.	0.
UNIVERSITY OF MIAMI-NAMING RIGHTS EVENT	1,000.	0.	0.	0.
FIU WORKSHOP	36,900.	0.	0.	0.
MANAGEMENT AND MENTORSHIP OF GOODSPEED	1,500.	0.	0.	0.
NORTHWESTERN SONGWRITERS WORKSHOP	1,118.	0.	0.	0.
BROCHURES/INSERTS	22,136.	0.	0.	0.
DUES & SUBSCRIPTION	936.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	66,092.	0.	0.	0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK	423,078.	430,355.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	423,078.	430,355.	

FORM 990-PF	OTHER ASSETS			STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
JOHNNY MERCER MUSIC CATALOGUE	0.	0.	2,400,000.	
TO FORM 990-PF, PART II, LINE 15	0.	0.	2,400,000.	

FORM 990-PF

OTHER LIABILITIES

STATEMENT 11

DESCRIPTION

BOY AMOUNT

EOY AMOUNT

PAYROLL LIABILITIES

975.

965.

TOTAL TO FORM 990-PF, PART II, LINE 22

975.

965.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES S. TIGERMAN C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR, OFFICER 0.00	0.	0.	0.
JOHN MARSHALL C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	PRESIDENT, CHAIRMAN, DIREC 0.00	0.	0.	0.
ALVIN DEUTSCH, ESQ. C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR, OFFICER 0.00	0.	0.	0.
JEANNE ROCCON ROHM C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	VP, DIRECTOR 0.00	0.	0.	0.
NEIL J. GILLIS C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	TREASURER, DIRECTOR 0.00	0.	0.	0.
AMANDA MCBROOM C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR 0.00	0.	0.	0.
JONATHAN BRIELLE C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	VP, DIRECTOR 0.00	0.	0.	0.
ALAN BERGMAN C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR 0.00	0.	0.	0.

THE JOHNNY MERCER FOUNDATION

95-3728115

MICHAEL A. KERKER C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR 0.00	0.	0.	0.
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DIANE S. THURMAN C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR 0.00	0.	0.	0.
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BOB FEAD C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR 0.00	0.	0.	0.
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MICHAEL P. PRICE C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	DIRECTOR 0.00	0.	0.	0.
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SUSAN M. BALLATI C/O PRAGER METIS CPAS, LLC 2381 ROSECRANS AVE. #350 EL SEGUNDO, CA 90245	SECRETARY, DIRECTOR 0.00	0.	0.	0.
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TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>0.</u>	<u>0.</u>	<u>0.</u>
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