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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: COUSINS PROPERTIES FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): C/O COUSINS PROPERTIES INCORPORATED, 191 PEACHTREE STREET

Room/suite: 3600

City or town, state, and ZIP code: ATLANTA, GA 30303

A Employer identification number: 20-3982777

B Telephone number (see page 10 of the instructions): (404) 407-1000

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 ▶ ☐

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) ▶ $ 4,433,239.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	614,750.	614,781.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11 Other income (attach schedule)	460,915.			ATCH 2
	12 **Total.** Add lines 1 through 11	1,075,665.	614,781.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	21,687.	21,687.	0.	0.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)**	ATCH 4 10,000.	10,000.	0.	0.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	6,416.	8,615.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	38,103.	40,302.	0.	0.
	25 Contributions, gifts, grants paid	392,642.			392,642.
	26 **Total expenses and disbursements** Add lines 24 and 25	430,745.	40,302.	0.	392,642.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	644,920.			
	b **Net investment income** (if negative, enter -0-)		574,479.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,782,345.	4,412,265.	4,433,239.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	0.		
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	3,782,345.	4,412,265.	4,433,239.
Liabilities	17 Accounts payable and accrued expenses	15,000.	0.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	15,000.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	5,500,000.	5,500,000.	
	29 Retained earnings, accumulated income, endowment, or other funds	-1,732,655.	-1,087,735.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	3,767,345.	4,412,265.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,782,345.	4,412,265.	

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	3,767,345.
2	Enter amount from Part I, line 27a	2	644,920.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,412,265.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,412,265.

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				
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				

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2

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 pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 3

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of 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))
2008	694,859.	3,467,335.	0.200401
2007	548,745.	4,113,843.	0.133390
2006	311,189.	4,404,093.	0.070659
2005	0.	184,687.	0.000000
2004			

2	Total of line 1, column (d)	2	0.404450
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.101113
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,904,112.
5	Multiply line 4 by line 3	5	394,756.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,745.
7	Add lines 5 and 6	7	400,501.
8	Enter qualifying distributions from Part XII, line 4	8	392,642.

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	5,745.
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	
3	Add lines 1 and 2	3	5,745.
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	5,745.
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 26,938.		
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:		
7	Total credits and payments Add lines 6a through 6d	7	26,938.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	21,193.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 21,193. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ GA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ COUSINS PROPERTIES INC. Telephone no ▶ 404-407-1000
Located at ▶ 191 PEACHTREE STREET, SUITE 3600 ATLANTA, GA ZIP + 4 ▶ 30303

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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))? . . . . . . ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . . ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . . . ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . . ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b	N/A	
Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . . ☐ Yes ☒ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . . ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	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? . . ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 6		0.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 . . . . . . ▶

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ NONE

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see page 24 of the 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	2,100,862.
b	Average of monthly cash balances	1b	1,862,703.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	3,963,565.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,963,565.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	59,453.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,904,112.
6	**Minimum investment return.** Enter 5% of line 5	6	195,206.

Part XI **Distributable Amount** (see page 25 of the 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	195,206.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,745.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,745.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	189,461.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	189,461.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	189,461.

Part XII **Qualifying Distributions**(see page 25 of the 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	392,642.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	392,642.
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 (see page 26 of the instructions)	5	5,745.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	386,897.

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				189,461.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only				
b	Total for prior years 20 07 ,20 06 ,20 05				
3	Excess distributions carryover, if any, to 2009				
a	From 2004				
b	From 2005				
c	From 2006 85,372.				
d	From 2007 345,095.				
e	From 2008 524,774.				
f	Total of lines 3a through e	955,241.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 392,642.				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2009 distributable amount				189,461.
e	Remaining amount distributed out of corpus	203,181.			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,158,422.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	1,158,422.			
10	Analysis of line 9				
a	Excess from 2005				
b	Excess from 2006 85,372.				
c	Excess from 2007 345,095.				
d	Excess from 2008 524,774.				
e	Excess from 2009 203,181.				

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Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a 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 page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

ATTACHMENT 7

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

ATTACHMENT 8

c Any submission deadlines

ATTACHMENT 9

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 10				
Total ▶ 3a				392,642.
b *Approved for future payment*				
Total ▶ 3b				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	531120		14	614,750.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b MISCELLANEOUS INCOME	525990		14	460,915.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,075,665.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 1,075,665.

(See worksheet in line 13 instructions on page 28 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) (See page 29 of the instructions)
	NOT APPLICABLE

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date: 11/15/10 | Title: Senior Vice President

Paid Preparer's Use Only

Preparer's signature	Date NOV 09 2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	DELOITTE TAX LLP 191 PEACHTREE STREET, SUITE 2000 ATLANTA, GA 30303-1924	EIN ▶ 86-1065772	Phone no 404-220-1500

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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME	614,750.	614,750.
PASS THROUGH INTEREST INCOME		31.
TOTAL	614,750.	614,781.

COUSINS PROPERTIES FOUNDATION, INC. 20-3982777

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FMV ADJUSTMENT ON WARRANTS		460,915.
	TOTALS	460,915.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		21,687.	21,687.		
	TOTALS	21,687.	21,687.	0.	0.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BUSINESS TAXES AND LICENSES	10,000.	10,000.	0.	0.
TOTALS	10,000.	10,000.	0.	0.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS	6,416.	6,416.
EXPENSES FROM PASS THROUGH		2,199.
TOTALS	6,416.	8,615.

COUSINS PROPERTIES FOUNDATION, INC.

20-3982777

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
LARRY L. GELLERSTEDT III 191 PEACHTREE STREET, STE 3600 ATLANTA, GA 30303	PRESIDENT, CEO, DIRECTOR	0.
JAMES A. FLEMING 191 PEACHTREE STREET, STE 3600 ATLANTA, GA 30303	EXECUTIVE VP, CFO, DIRECTOR	0.
ROBERT M. JACKSON 191 PEACHTREE STREET, STE 3600 ATLANTA, GA 30303	SENIOR VP,G. COUNSEL,CORP SEC	0.
CRAIG B JONES 191 PEACHTREE STREET, STE 3600 ATLANTA, GA 30303	EXECUTIVE VP, CIO	0.
MOLLY FAIRCLOTH 191 PEACHTREE STREET, STE 3600 ATLANTA, GA 30303	VP, TREASURER	0.
	GRAND TOTALS	0.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

ROBERT M. JACKSON
191 PEACHTREE STREET, SUITE 3600
ATLANTA, GA 30303
404-407-1000

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

COUSINS PROPERTIES FOUNDATION, INC. DOES NOT USE A FORMAL APPLICATION FORM. SEE ATTACHED "NARRATIVE DESCRIPTION OF ACTIVITIES" FOR EXPLANATION OF GRANT REQUEST CONSIDERATION (ATTACHMENT 11).

990PF, PART XV - SUBMISSION DEADLINES

GRANT REQUESTS ARE CONSIDERED ON A ROLLING BASIS THROUGHOUT THE FISCAL YEAR.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WOODRUFF ARTS CENTER 1280 PEACHTREE STREET NE ATLANTA, GA 30309	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	15,000.
AMERICAN DIABETES ASSOCIATION 17 EXECUTIVE PARK DR NE SUITE 115 ATLANTA, GA 30329	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.
UNITED WAY 100 EDGEWOOD AVENUE ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	27,000
METRO ATLANTA CHAMBER OF COMMERCE 235 ANDREW YOUNG INTERNATIONAL BLVD ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	50,000
GEORGIA CHAMBER OF COMMERCE 233 PEACHTREE STREET NE SUITE 2000 ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	30,000.
EAST LAKE COMMUNITY FOUNDATION 2606 ALSTON DRIVE ATLANTA, GA 30317	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	150,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S HEALTHCARE OF ATLANTA 1600 TULLIE CIRCLE NE ATLANTA, GA 30329	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	10,500.
AMERICAN CANCER SOCIETY 2200 LAKE BLVD NE ATLANTA, GA 30319	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	12,500.
ATLANTA UNION MISSION PO BOX 1807 ATLANTA, GA 30301-9904	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.
ATLANTA REGIONAL COMMISSION 40 COURTLAND STREET NE ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	15,000
SENIOR CITIZEN SERVICES OF METRO ATLANTA 1705 COMMERCE DRIVE NW ATLANTA, GA 30318	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	500.
THE OSHMAN FOUNDATION OVARIAN CANCER RESEARCH FUND C/O THE METHODIST HOSPITABLE FOUNDATION PO BOX 4384 HOUSTON, TX 77210-4384	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGIA RESEARCH ALLIANCE THE HURT BUILDING 50 HURT PLAZA, SUITE 1220 ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	6,250.
NATIONAL MULTIPLE SCELEROSIS SOCIETY, GA CHAPTER 1117 PERIMETER CENTER WEST SUITE E101 ATLANTA, GA 30338	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	500
GEORGIA STATE UNIVERSITY FOUNDATION PO BOX 3983 ATLANTA, GA 30302-3983	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	12,500.
KATE'S CLUB, INC 1330 WEST PEACHTREE ST NW SUITE 520 ATLANTA, GA 30309	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.
QUALITY OF LIFE FOUNDATION 210 BARTON SPRINGS ROAD SUITE 400 AUSTIN, TX	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	30,000.
SENIOR SERVICES OF NORTH FULTON 3000 OLD ALABAMA ROAD SUITE 119-267 ALPHARETTA, GA 30022	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,250.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOYS & GIRLS CLUB OF METRO ATLANTA 100 EDGEWOOD AVENUE NE SUITE 700 ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	5,500.
MARCH OF DIMES 1776 PEACHTREE ST NW SUITE 100 ATLANTA, GA 30309	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	150.
HILL COUNTRY CONSERVANCY 301 CONGRESS AVENUE SUITE 1200 AUSTIN, TX 78701	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000
ATLANTA CONVENTION & VISITORS BUREAU 233 PEACHTREE STREET NE SUITE 1400 ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.
CENTER FOR THE VISUALLY IMPAIRED 739 WEST PEACHTREE ST NW ATLANTA, GA 30308	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.
THE RISE SCHOOL OF DALLAS 5923 ROYAL LANE DALLAS, TX 75230	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGE WEST MENTAL HEALTH FOUNDATION 1903 N DRUID HILLS RD NE ATLANTA, GA 30319	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.
COBB COUNTY CHAMBER OF COMMERCE PO BOX 671868 MARIETTA, GA 30006-0032	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	4,500.
EAST LAKE GOLF COURSE 2575 ALSTON DRIVE ATLANTA, GA 30317	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,392.
WEXNER CENTER FOUNDATION 22 EAST 16TH AVENUE 2ND FLOOR COLUMBUS, OH 43201	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	5,000.
BIG BROTHERS BIG SISTERS OF METRO ATLANTA 100 EDGEWOOD AVENUE ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.
CHASTAIN PARK CONSERVANCY 4001 POWERS FERRY ROAD ATLANTA, GA 30342	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGIA PARTNERSHIP FOR EXCELLENCE 235 PEACHTREE STREET SUITE 900 ATLANTA, GA 30303	AVAILABLE UPON REQUEST	CHARITABLE CONTRIBUTIONS	5,000
		TOTAL CONTRIBUTIONS PAID	392,642

Cousins Properties Foundation
EIN – 20-3982777

Form 1023
Part IV Narrative Description of Activities

The Cousins Properties Foundation (the "Foundation") was formed on December 23, 2005 as a Georgia non-profit corporation. The Foundation is a grant making organization that seeks to support qualified charitable organizations and initiatives that stabilize and sustain communities through social welfare programs. The Foundation intends to provide financial support to successful applicants, where applicants will be qualified 501(c)(3) organizations, except those organizations described in 509(a)(3) of the Internal Revenue Code. The Foundation is the product of the historical practice of charitable contributions by Cousins Properties Incorporated, a Georgia corporation, Cousins Real Estate Corporation, a Georgia corporation ("CREC") and their associated companies. It is intended that the Foundation will better organize the corporate practice of charitable contribution and will focus funds and energies on targeted efforts and issues.

The Foundation considers grant requests on a rolling basis throughout the fiscal year Upon receipt of a grant application, the Foundation officers evaluate the grant requests and then review the request and evaluation with the President of the Foundation. The President of the Foundation then determines whether, when and how much to grant with respect to each request, taking into consideration the recommendation of the Foundation officers. Successful applicants will demonstrate substantive programming that improves the conditions and social welfare of the targeted communities In addition, grant making criteria include demonstration that the activities selected for funding will result in a sustainable and measurable improvement in the target community. While unsolicited grants may be reviewed, the Foundation intends to focus its grant making on the Southeastern and Southwestern United States. but may make grants in other geographic areas. Since its formation, the Foundation has made grants to several 501(c)(3) organizations, including:

- $55,000 00 to the East Lake Foundation. The East Lake Foundation collaborates with public and private organizations to offer community building and redevelopment to the economically disadvantaged East Lake community of Atlanta.
- $10,000 to the International Convention of Shopping Centers Foundation (the "ICSC Foundation"). The ICSC Foundation promotes the educational and athletic needs of underprivileged youth.
- $10,000 to the Hill County Conservancy. The Hill County Conservancy's mission is to preserve and maintain the natural settings in Austin, Texas
- $5,000 to the Georgia Partnership for Excellence in Education This charity is a part of the Georgia Chamber of Commerce and serves as the educational advocate for children in Georgia.
- $5,000 to the American Heart Association. The American Heart Association promotes health and education and targets underserved populations.

- $5, 000 to Teach for America, Inc. Teach for America places college graduates in underserved communities in need of strong teachers.
- $2,500 to the Arch Foundation. The Arch Foundation assists low income patients who do not have insurance coverage for specific preventative health care options.

The organization has made additional grants to the following entities:

Greater Atlanta Chamber Foundation	$50,000
Woodruff Arts Center	$45,000
Liveable Communities Coalition	$25,000
Sheltering Arms	$15,000
Atlanta History Center	$10,000
Children's Healthcare of Atlanta Foundation	$10,000
Johnson & Wales University	$10,000
Marcus Institute	$10,000
American Heart Association	$5,000
American ORT	$5,000
Boys & Girls Clubs of America	$5,000
~~My House~~	~~$2,500~~
Arthritis Foundation, GA Chapter	$1,000
Georgia Council on Economic Education	$1,000
Partnership Against Domestic Violence	$1,000

The Foundation is controlled by a board of directors designated by CREC. CREC is the sole contributor to the Foundation In December 2005, CREC contributed $4,500,000 to the Foundation. The Foundation anticipates that CREC may make future grants to the Foundation. However, CREC is not obligated to make any future contributions, and the Foundation is not dependent upon any such future grants to pursue its mission In addition, the Foundation does not intend to solicit or accept contributions from any other person

The Foundation operates through the offices of CREC in Atlanta, Georgia The officers of the Foundation are all also officers of CREC. The Foundation does not compensate or otherwise reimburse CREC for the cost of any service provided by the officers. Further, the Foundation does not compensate or reimburse CREC for the cost of the use of space or office overhead related to the Foundation activities.

The Foundation does not intend to engage in any direct service activities, and it will dedicate 100% of its time to the provision of grants to qualified organizations Further, the Foundation does not intend to engage in any prohibited activities, including lobbying or otherwise influencing legislation. The Foundation does not discriminate in its determination of grant recipients nor will it support any organizations that discriminate on the basis of race, class, color, religion or national origin. The Foundation will not make grants to individuals

Form 8868 (Rev April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box . . . . ▶ ☒
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (*e-file*). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization COUSINS PROPERTIES FOUNDATION INC.	Employer identification number 20-3982777
	Number, street, and room or suite no If a P O box, see instructions. 191 PEACHTREE STREET NE SUITE 3600	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30303	

Check type of return to be filed (file a separate application for each return)

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☒ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ COUSINS PROPERTIES INCORPORATED

Telephone No. ▶ 404-407-1000 FAX No. ▶ 404-407-1002

- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________. If this is for the whole group, check this box . . . . . ▶ ☐ . If it is for part of the group, check this box . . . ▶ ☐ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above The extension is for the organization's return for.

▶ ☒ calendar year 2009 or

▶ ☐ tax year beginning ________, 20 __, and ending ________, 20__.

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See Instructions.	3a	$ 26,938.00
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 11,938.00
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 15,000.00

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print. File by the extended due date for filing the return. See instructions.	Name of Exempt Organization: COUSINS PROPERTIES FOUNDATION INC.	Employer identification number: 20-3982777
	Number, street, and room or suite no. If a P.O. box, see instructions: 191 PEACHTREE STREET NE SUITE 3600	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions: ATLANTA, GA 30303	

Check type of return to be filed (File a separate application for each return):

☐ Form 990 ☒ Form 990-PF ☐ Form 1041-A ☐ Form 6069
☐ Form 990-BL ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 4720 ☐ Form 8870
☐ Form 990-EZ ☐ Form 990-T (trust other than above) ☐ Form 5227

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ COUSINS PROPERTIES INCORPORATED

Telephone No. ▶ 404-407-1000 FAX No. ▶ 404-407-1002

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009, or other tax year beginning ______, 20__, and ending ______, 20__.

6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 26,938
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 26,938
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.00

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Robert M. Jurk Title ▶ Senior Vice President Date ▶ 7/26/10