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

2009

Department of the Treasury
Internal Revenue Service

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

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

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 TSC Foundation, Inc	A Employer identification number 57-1124837
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 104 E Springs Street	B Telephone number (803) 416-4442
	City or town, state, and ZIP code Lancaster, SC 29720	C If exemption application is pending, check here <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	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,090,503. (Part I, column (d) must be on cash basis.)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		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	1,735,921.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	3,091.	3,091.		Statement 1
4 Dividends and interest from securities				
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)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	1,739,012.	3,091.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses Stmt 2	135.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	135.	0.		0.
25 Contributions, gifts, grants paid	1,247,895.			1,247,895.
26 Total expenses and disbursements. Add lines 24 and 25	1,248,030.	0.		1,247,895.
27 Subtract line 26 from line 12	490,982.			
a Excess of revenue over expenses and disbursements	490,982.			
b Net investment income (if negative, enter -0-)		3,091.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	599,520.	1,090,503.	1,090,503.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers)	599,520.	1,090,503.	1,090,503.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ _____)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	599,520.	1,090,503.		
30 Total net assets or fund balances	599,520.	1,090,503.		
31 Total liabilities and net assets/fund balances	599,520.	1,090,503.		

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	599,520.
2 Enter amount from Part I, line 27a	2	490,982.
3 Other increases not included in line 2 (itemize) ▶ _____	3	0.
4 Add lines 1, 2, and 3	4	1,090,502.
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	1,090,502.

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	NONE			
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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) <small>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</small>		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <small>{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }</small>		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 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	2,254,576.	1,103,023.	2.043997
2007	3,484,764.	1,608,573.	2.166370
2006	1,907,377.	1,525,909.	1.249994
2005	2,866,696.	1,107,525.	2.588380
2004	2,288,726.	1,275,234.	1.794750
2	Total of line 1, column (d)		2 9.843491
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 1.968698
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4 661,961.
5	Multiply line 4 by line 3		5 1,303,201.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 31.
7	Add lines 5 and 6		7 1,303,232.
8	Enter qualifying distributions from Part XII, line 4 <small>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</small>		8 1,247,895.

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	62.
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	62.
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	62.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	669.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	669.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	607.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 607. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.GuideStar.org</u>	X		
14	The books are in care of ▶ <u>Peyton Worley</u> Telephone no ▶ <u>(803) 416-4598</u> Located at ▶ <u>104 East Springs Street, Lancaster, SC</u> ZIP+4 ▶ <u>29720</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions) <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

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? Yes No
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? Yes No
N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
William Taylor 104 E. Springs Street Lancaster, SC 29720	President	0.00	0.	0.
Harry Emerson 104 E. Springs Street Lancaster, SC 29720	Vice President, Secretary	0.00	0.	0.
Peyton Worley 104 E. Springs Street Lancaster, SC 29720	Vice President, Treasurer	0.00	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 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	0.
b	Average of monthly cash balances	1b	672,042.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	672,042.
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	672,042.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,081.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	661,961.
6	Minimum investment return. Enter 5% of line 5	6	33,098.

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	33,098.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	62.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	62.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	33,036.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	33,036.
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	33,036.

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	1,247,895.
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	1,247,895.
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	1,247,895.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				33,036.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	2,288,815.			
b From 2005	2,811,958.			
c From 2006	1,832,404.			
d From 2007	3,406,099.			
e From 2008	2,199,923.			
f Total of lines 3a through e	12,539,199.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	1,247,895.			
a Applied to 2008, 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 2009 distributable amount				33,036.
e Remaining amount distributed out of corpus	1,214,859.			
5 Excess distributions carryover applied to 2009 (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:	13,754,058.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	2,288,815.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	11,465,243.			
10 Analysis of line 9				
a Excess from 2005	2,811,958.			
b Excess from 2006	1,832,404.			
c Excess from 2007	3,406,099.			
d Excess from 2008	2,199,923.			
e Excess from 2009	1,214,859.			

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)				
<p>a <i>Paid during the year</i> See Attachment 1</p>				
Total				▶ 3a 0.
<p>b <i>Approved for future payment</i></p> <p>None</p>				
Total				▶ 3b 0.

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

TSC Foundation, Inc

Employer identification number

57-1124837

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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization 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), and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to 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. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not 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 line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization TSC Foundation, Inc	Employer identification number 57-1124837
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Leroy S. Close 316 W. Main Rd. Little Compton, RI 02837	\$ 34,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	Patricia Close Charitable Lead Trust #2 104 E. Springs Street Lancaster, SC 29720	\$ 32,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	Springs Window Fashions, Inc. 7549 Graber Road Middleton, WI 53562	\$ 1,500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	Crandall C. Bowles 6725 Old Providence Rd. Charlotte, NC 28226	\$ 101,750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	09 PGC CLAT 104 E. Springs Street Lancaster, SC 29720	\$ 67,671.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
NBSC	2,398.
Wachovia Bank	693.
Total to Form 990-PF, Part I, line 3, Column A	3,091.

Form 990-PF Other Expenses Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Check Order	135.	0.		0.
To Form 990-PF, Pg 1, ln 23	135.	0.		0.

Attachment 1

TSC Foundation, Inc.

Charitable Distributions

January 1, 2009 through December 31, 2009

05/13/10

Date	Num	Name	Name Address	Amount
Distribution				
5/21/2009	3380	Allegro Foundation	3121 Providence Rd Charlotte NC 28211	5,000 00
		Total Allegro Fdn		5,000 00
12/15/2009	3448	Alliance for Nuclear Accountabi Alliance for Nuclear Accountability	c/o Susan Gordon 903 W Alameda St, #505 Santa Fe, NM 87501	10,000 00
		Total Alliance for Nuclear Accountabi		10,000 00
9/17/2009	3420	ALS Association	27001 Agoura Rd, Suite 150 Calabasas Hill CA 91301-5104	50,000 00
		Total ALS Association		50,000 00
6/17/2009	3387	American Red Cross	PO Box 60766 Charlotte NC 28260-0766	250 00
		Total American Red Cross		250 00
10/21/2009	3430	American Red Cross-Upper Palmet	200 Piedmont Blvd Rock Hill SC 29732	5,000 00
12/31/2009	3525	American Red Cross - York Chapter American Red Cross - Upper Palmetto Chptr	200 Piedmont Blvd Rock Hill, SC 29732	500 00
		Total American Red Cross-Upper Palmet		5,500 00
2/10/2009	3335	Arts Council of York County	York County P O Box 2797 Rock Hill, SC 29732	500 00
8/24/2009	3413	The Arts Council of Rock Hill and York Co Arts Council of York County	PO Box 2797 Rock Hill, SC 29732	1,000 00
10/21/2009	3431	Arts Council of York County	PO Box 2797 Rock Hill, SC 29732	1,000 00
		Total Arts Council of York County		2,500 00
3/6/2009	3352	Asheville School of Fine Arts	360 Asheville School Rd Asheville NC 28806	25,000 00
		Total Asheville School of Fine Arts		25,000 00
4/29/2009	3366	Ashley Hall School	172 Ruitledge Ave Charleston SC 29403-5877	250 00
		Total Ashley Hall School		250 00
10/21/2009	3432	Boy Scouts of America	420 S Church St Spartanburg, SC 29306-5232	0 00
		Total Boy Scouts of America		0 00
7/7/2009	3395	Brookgreen Gardens	c/o Kelly Callahan PO Box 3368 Pawleys Island, SC 29585-3368	3,600 00
		Total Brookgreen Gardens		3,600 00
6/17/2009	3390	Bruce Irons Camp Fund	601 E Fifth St Suite 300 Charlotte NC 28202	200 00
12/31/2009	3520	Bruce Irons Camp Fund	601 E Fifth St Suite 300 Charlotte NC 28202	300 00
		Total Bruce Irons Camp Fund		500 00

TSC Foundation, Inc.
Charitable Distributions
 January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
Catawba Care Coalition				
2/12/2009	3339	Catawba Care Coalition	1151 Camden Ave Rock Hill SC 29732	1,000 00
12/17/2009	3504	Catawba Care Coalition	1151 Camden Ave Rock Hill SC 29732	1,000 00
Total Catawba Care Coalition				
Catawba Riverkeeper Foundation				
6/17/2009	3389	Catawba Riverkeeper Fdn	421 Minuet Lane, Ste 205 Charlotte NC 28217-2784	250 00
12/17/2009	3503	Catawba Riverkeeper Fdn	421 Minuet Lane, Ste 205 Charlotte NC 28217-2784	5,000 00
Total Catawba Riverkeeper Foundation				
Charlotte Country Day School				
6/16/2009	3385	Charlotte Country Day School	1440 Carmel Road Charlotte, NC 28226-5096	12,500 00
12/17/2009	3506	Charlotte Country Day School	1440 Carmel Road Charlotte, NC 28226-5096	50,000 00
Total Charlotte Country Day School				
Charlotte Firefighters Assoc				
2/18/2009	3343	Charlotte Firefighters Assoc	4419 Monroe Rd , Ste A Charlotte NC 28205-7713	50 00
Total Charlotte Firefighters Assoc				
Charlotte Symphony				
12/15/2009	3447	Charlotte Symphony	Midtown Plaza 1300 Baxter St , Suite 300 Charlotte, NC 28204-3083	30,000 00
12/17/2009	3514	Charlotte Symphony	Midtown Plaza 1300 Baxter St , Suite 300 Charlotte, NC 28204-3083	10,000 00
Total Charlotte Symphony				
Children's Cancer Fund of America				
6/17/2009	3391	Children's Cancer Fund of America	Charlotte Area Cancer Drive PO Box 96009 Washington DC 20090-6009	50 00
Total Children's Cancer Fund of America				
Children's Theatre of Charlott				
12/31/2009	3524	Children's Theatre of Charlott	300 East 7th St Charlotte, NC 28202-2514	500 00
Total Children's Theatre of Charlott				
Conservation Voters of SC Educ				
8/24/2009	3411	Conservation Voters of SC Education Fund	PO Box 50632 Columbia SC 29201	5,000 00
Total Conservation Voters of SC Educ				
Council for Children's Rights				
3/6/2009	3355	Council for Children's Rights	601 East Fifth St , Ste 510 Charlotte NC 28202	500 00
Total Council for Children's Rights				
Culture & Heritage Museums				
3/6/2009	3347	Culture & Heritage Museums	4621 Mt. Gallant Road Rock Hill, SC 29732	1,000 00
Total Culture & Heritage Museums				
Dalton Help Foundation, Inc				
4/9/2009	3359	Dalton Help Foundation, Inc	900 Timber Creek Drive York SC 29745	2,000 00
Total Dalton Help Foundation, Inc				
Daniel Stowe Botanical Garden				

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TSC Foundation, Inc.
Charitable Distributions
January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
10/21/2009	3433	Daniel Stowe Botanical Garden	6500 S New Hope Rd Belmont, NC 28012	1,000 00
		Total Daniel Stowe Botanical Garden		1,000 00
6/17/2009	3386	Disabled American Veterans	PO Box 14301 Cincinnati, OH 45250-0301	50 00
		Total Disabled American Veterans		50 00
9/17/2009	3426	Domestic Violence Center	601 E Fifth St. Ste 400 Charlotte NC 28202	20,000 00
		Total Domestic Violence Center		20,000 00
8/12/2009	3405	Eaglebrook School	129 Pinenood Rd Deerfield MA 01342	5,000 00
		Total Eaglebrook School		5,000 00
12/17/2009	3501	Early Learning Partnership	120 Withers Building Winthrop University Rock Hill, SC 29733	2,500 00
		Total Early Learning Partnership		2,500 00
4/29/2009	3367	Emergency Winter Shelter	PO Box 31125 Charlotte NC 28231	750 00
		Total Emergency Winter Shelter		750 00
8/12/2009	3406	First United Methodist Church	200 West Gay St Lancaster SC 29720	1,000 00
		Total First United Methodist Church		1,000 00
6/17/2009	3392	Good Friends	363 Rice Bluff Rd Pawleys Island SC 29585	55 00
11/13/2009	3438	Good Friends	363 Rice Bluff Rd Pawleys Island SC 29585	1,500 00
		Total Good Friends		1,555 00
12/17/2009	3502	Grace Presbyterian Church	c/o Al Steele 2650 Island Cove Rd Fort Mill SC 29708	2,500 00
		Total Grace Presbyterian Church		2,500 00
5/12/2009	3373	The Grant Foundation	Pittsburgh Office PO Box 81046 Pittsburgh, PA 15217	10,000 00
5/18/2009	3376	The Grant Foundation	Pittsburgh Office PO Box 81046 Pittsburgh, PA 15217	40,000 00
5/18/2009	3377	The Grant Foundation	Pittsburgh Office PO Box 81046 Pittsburgh, PA 15217	5,000 00
		Total Grant Foundation		55,000 00
5/13/2009	Wire	Haiti Project	Wire to Haiti Project Bank Acct	5,000 00
5/14/2009	Wire	Haiti Project	Wire to Haiti Project Bank Acct	1,000 00
		Total Haiti Project		6,000 00
4/6/2009	3358	Harry Hampton Memorial Wildlife Fund	c/o Ell Close PO Box 4200 Rock Hill SC 29732	4,500 00

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TSC Foundation, Inc.
Charitable Distributions
 January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
		Total Harry Hampton Memorial Wildlife		4,500 00
2/28/2009	3337	Hejaz Shimmers Charities	P O Box 2663 Easley, SC 29641-2663	500 00
		Total Hejaz Shimmers Charities		500 00
8/12/2009	3404	Holy Cross Faith Memorial Epis	P O Box 990 Pawleys Island, SC 29585	20,000 00
		Total Holy Cross Faith Memorial Epis		20,000 00
8/12/2009	3407	Hope in Lancaster	P O Box 166 Lancaster SC 29721	1,000 00
		Total Hope in Lancaster		1,000 00
9/17/2009	3423	Hospice and Palliative Care Charlotte	1420 East Seventh St Charlotte NC 28204	10,000 00
12/17/2009	3513	Hospice and Palliative Care Charlotte	1420 East Seventh St Charlotte NC 28204	10,000 00
		Total Hospice		20,000 00
2/28/2009	3336	Hospice & Community Care	P O Box 993 Rock Hill, SC 29731	10,000 00
8/24/2009	3410	Hospice & Community Care	PO Box 993 Rock Hill, SC 29731	1,000 00
		Total Hospice & Community Care		11,000 00
8/24/2009	3412	Humane Soc & Adopt Ctr of Rockport-Fulton	c/o Kathy Noble PO Box 782 Rockport, TX 78381	1,000 00
		Total Human Soc & Adoption Ctr of Rock		1,000 00
12/31/2009	3518	Jacob's Ladder	P O Box 9215 Charlotte NC 28299	500 00
		Total Jacob's Ladder Job Center		500 00
12/21/2009	3516	James J Harris YMCA	5900 Quail Hollow Road Charlotte, NC 28210	8,000 00
		Total James J Harris YMCA		8,000 00
9/17/2009	3418	Juvenile Diabetes Research Foundation	120 Wall St Floor 19 New York, NY 10269-0652	25,000 00
		Total JDRF		25,000 00
5/17/2009	3375	Jr Achievement of Central Caro	201 South Tryon St Charlotte NC 28202	200 00
		Total Jr Achievement of Central Caro		200 00
12/17/2009	3512	Kappa Alpha Order Educational F	PO Box 2187 Columbus GA 31902	12,500 00
		Total Kappa Alpha Order Educational F		12,500 00
		Katawba Valley Land Trust		

TSC Foundation, Inc.
Charitable Distributions
 January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
1/13/2009	3437	Katawba Valley Land Trust	c/o Lindsay Pertus PO Box 1776 Lancaster SC 29721	300 00
		Total Katawba Valley Land Trust		300 00
		KindertMour		
12/31/2009	3517	KindertMour	1320 Harding Place Charlotte NC 28204	200 00
		Total KindertMour		200 00
		King's Kitchen		
7/7/2009	3394	The King's Kitchen	PO Box 77065 Charlotte NC 28271	8,500 00
		Total King's Kitchen		8,500 00
		Lancaster County Council of the Arts		
12/17/2009	3454	Lancaster County Council of the Arts	PO Box 613 Lancaster, SC 29721	2,500 00
		Total Lancaster County Council of the Arts		2,500 00
		Latin American Coalition		
12/31/2009	3528	Latin American Coalition	4938 Central Ave Suite 101 Charlotte, NC 28205	1,000 00
		Total Latin American Coalition		1,000 00
		League of Conserv Voters Ed Fd		
4/27/2009	3363	League of Conservation Voters Educ Fund		1,000 00
		Total League of Conserv Voters Ed Fd		1,000 00
		Leroy Springs & Co , Inc		
10/21/2009	3427	Leroy Springs & Company, Inc	P O Box 1209 Fort Mill, SC 29716	1,000 00
		Total Leroy Springs & Co , Inc		1,000 00
		Leukemia & Lymphoma Society		
7/23/2009	3398	Leukemia & Lymphoma Society	3430 Wilmot Avenue Columbia, SC 29205	1,000 00
		Total Leukemia & Lymphoma Society		1,000 00
		Levin Museum of the New South		
1/13/2009	3436	Levine Museum of the New South	200 E Seventh St Charlotte NC 28202	1,000 00
		Total Levin Museum of the New South		1,000 00
		Levine Children's Hospital		
9/17/2009	3422	Levine Children's Hospital	PO Box 32861 Charlotte NC 28232-2861	10,000 00
12/17/2009	3509	Levine Children's Hospital	PO Box 32861 Charlotte NC 28232-2861	10,000 00
		Total Levine Children's Hospital		20,000 00
		M A R R		
12/17/2009	3452	M A R R	Administration PO Box 48349 Doraville, GA 30362	10,000 00
		Total M A R R		10,000 00
		March of Dimes		
2/10/2009	3332	March of Dimes	240 Stoneridge Dr Suite 206 Columbia, SC 29210-8013	1,000 00
		Total March of Dimes		1,000 00
		Men's Shelter of Charlotte		

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TSC Foundation, Inc.
Charitable Distributions
 January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
12/31/2009	3527	Men's Shelter of Charlotte	PO Box 36471 Charlotte NC 28236	1,000 00
		Total Men's Shelter of Charlotte		1,000 00
8/12/2009	3402	Metro-Atlanta Recovery Resid M A R R	Administration PO Box 48349 Doraville, GA 30362	10,000 00
		Total Metro-Atlanta Recovery Resid		10,000 00
10/21/2009	3429	Museum of York County	4621 Mt Gallant Rd Rock Hill SC 29732	5,000 00
		Total Museum of York County		5,000 00
12/31/2009	3526	NC Botanical Gardens	CB 3375 Totten Center Chapel Hill NC 27599-3375	1,000 00
		Total NC Botanical Gardens		1,000 00
12/17/2009	3465	NC State Foundation	Office of the University Advancement Campus Box 7004 Raleigh NC 27695-7004	0 00
		Total NC State Foundation		0 00
12/15/2009	3450	NC State Fraternal Order of Pol	PMB 304 3900 C Battleground Ave Greensboro, NC 27410-8574	50 00
		Total NC State Fraternal Order of Pol		50 00
12/17/2009	3510	NC State Univ Alumni Assoc	NC State Univ Campus Box 7503 Raleigh NC 27695-7503	5,000 00
		Total NC State Univ Alumni Assoc		5,000 00
5/8/2009	3372	NC Textile Foundation	Box 8301 Raleigh, NC 27695-8301	3,000 00
9/11/2009	3417	North Carolina Textile Foundation	Box 8301 Raleigh, NC 27695-8301	12,500 00
		Total NC Textile Foundation		15,500 00
5/19/2009	3378	NCGV Education Fund	PO Box 51565 Durham, NC 27717	500 00
		Total NCGV Education Fund		500 00
2/10/2009	3334	Palmetto Area Council Boy Scou	420 South Church St Spartanburg, SC 29306	3,000 00
10/21/2009	3435	Palmetto Area Council Boy Scouts	420 South Church St Spartanburg, SC 29306	5,000 00
12/17/2009	3505	Palmetto Area Council Boy Scouts	420 South Church St Spartanburg, SC 29306	5,000 00
		Total Palmetto Area Council Boy Scou		13,000 00
10/21/2009	3434	Palmetto Horizon Foundation	c/o Bud Farrilo PO Box 5975 Columbia SC 29250	1,000 00
		Total Palmetto Horizon Foundation		1,000 00
11/13/2009	3440	People of Faith Against the De	110 W Main St Suite 2G Carrboro, NC 27510-2026	100 00
		Total People of Faith Against the Death Penalty		100 00

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**TSC Foundation, Inc.
Charitable Distributions**

January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
Total People of Faith Against the De				
3/6/2009	3353	Pilgrm's Inn	PO Box 11328 Rock Hill, SC 29731	100 00
Total Pilgrm's Inn				
2/18/2009	3341	Planned Parenthood Charlotte	4482 Albemarle Rd Suite 104 Charlotte NC 28205	500 00
Total Planned Parenthood Charlotte				
3/2/2009	3345	Precious Blood of Chrst Church	1633 Waverly Road Pawleys Island SC 29585	1,000 00
Total Precious Blood of Chrst Church				
12/17/2009	3462	Prince George Winyah Episc Ch	P O Box 674 Georgetown, SC 29442	1,000 00
Total Prince George Winyah Episc Ch				
2/28/2009	3338	Rock Hill NAACP Branch	P O Box 11406 Rock Hill, SC 29731	0 00
Total Rock Hill NAACP Branch				
1/9/2009	wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
2/3/2009	wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
3/4/2009	wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
3/19/2009	wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	40,000 00
4/9/2009	wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	40,000 00
4/9/2009	wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
5/5/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
6/4/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
7/14/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
7/17/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	42,000 00
8/7/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
9/29/2009	wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
10/5/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
11/17/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
12/21/2009	Wire	Salesian Sisters	655 Belmont Ave Haledon, NJ 07508	14,600 00
Total Salesian Sisters				
12/31/2009	3523	The Salvation Army	PO Box 241506 Charlotte, NC 28224-1506	297,200 00
Total Salvation Army				
12/9/2009	wire	Sathi Sansar	Wired to Barcelona Spain Bank Account	500 00
12/9/2009	Wire	Sathi Sansar	Wired to Barcelona Spain Bank Account	0 00
12/21/2009	Wire	Sathi Sansar	Wired to Barcelona Spain Bank Account	5,039 54

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TSC Foundation, Inc.
Charitable Distributions
 January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
		Total Sathi Sansar		5,539.54
		SC Environmental Law Project		
1/26/2009	3330	SC Environmental Law Project	c/o Jimmy Chandler P O Box 1380 Pawleys Island, SC 29585	50,000.00
		Total SC Environmental Law Project		50,000.00
		SC State Museum Fdn		
10/21/2009	3428	SC State Museum Foundation	P O Box 11442 Columbia, SC 29211-1442	10,000.00
		Total SC State Museum Fdn		10,000.00
		SC Wildlife Federation		
3/6/2009	3349	South Carolina Wildlife Federation	215 Pickens St Columbia SC 29205-2911	1,000.00
		Total SC Wildlife Federation		1,000.00
		SCLEOA		
3/17/2009	3357	SCLEOA	PO Box 210709 Columbia SC 29221-0709	1,000.00
		Total SCLEOA		1,000.00
		Second Harvest Food Bank		
2/18/2009	3342	Second Harvest Food Bank	500 B Spratt St Charlotte NC 28206-2913	500.00
11/13/2009	3439	Second Harvest Food Bank	500 B Spratt St Charlotte NC 28206-2913	200.00
12/31/2009	3522	Second Harvest Food Bank	500 B Spratt St Charlotte NC 28206-2913	500.00
		Total Second Harvest Food Bank		1,200.00
		Smith Medical Clinic of Baskerv		
3/2/2009	3346	Smith Medical Clinic of Baskervill	P O Box 1740 Pawleys Island, SC 29585	10,000.00
8/4/2009	3401	Smith Medical Clinic	P O Box 1740 Pawleys Island, SC 29585	15,000.00
		Total Smith Medical Clinic of Baskerv		25,000.00
		Social Justice Fund, NW		
5/5/2009	3371	Social Justice Fund, NW	603 Stewart St Ste 1007 Seattle WA 98101-1229	20,000.00
12/10/2009	3446	Social Justice Fund, NW	603 Stewart St Ste 1007 Seattle WA 98101-1229	5,000.00
		Total Social Justice Fund, NW		25,000.00
		Solid Rock Pentacostal Church		
2/10/2009	3333	Solid Rock Pentacostal Church	198 Sidney St Rock Hill SC 29730	1,000.00
		Total Solid Rock Pentacostal Church		1,000.00
		Spirit in Action		
12/15/2009	3449	Spirit in Action	274 North Street Belchertown, MA 01007	100,000.00
		Total Spirit in Action		100,000.00
		St. Mary's School		
8/12/2009	3403	St. Mary's School	900 Hillsborough St Raleigh NC 27603-1681	10,000.00
		Total St. Mary's School		10,000.00
		St. Peter's Episc Church		
9/17/2009	3424	St. Peter's Episcopal Church	115 W Seventh St Charlotte NC 28202	25,000.00

TSC Foundation, Inc.
Charitable Distributions

January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
		Total St. Peter's Episc Church		25,000 00
		Tara Hall Boys Home		10,000 00
12/16/2009	3451	Tara Hall Boys Home		10,000 00
		Total Tara Hall Boys Home		
		The Asheville School	360 Asheville School Rd Asheville, NC 28806	7,000 00
5/12/2009	3374	The Asheville School		7,000 00
		Total The Asheville School		
		The Blessing Way		2,000 00
12/31/2009	3521	The Blessing Way	70 Pemberton St. Providence, RI 02908	2,000 00
		Total The Blessing Way		
		The Echo Foundation		3,500 00
2/9/2009	3331	The Echo Foundation	926 Elizabeth Ave , Suite 403 Charlotte, NC 28204	1,000 00
3/6/2009	3356	The Echo Foundation	926 Elizabeth Ave , Suite 403 Charlotte, NC 28204	1,000 00
		Total The Echo Foundation		4,500 00
		The Episcopal Diocese of Upper		1,000 00
4/27/2009	3364	The Episcopal Diocese of Upper SC	115 Maron St. Columbia SC 29201	1,000 00
		Total The Episcopal Diocese of Upper		
		The George Hunt HELP Center		5,000 00
7/21/2009	3397	The George Hunt HELP Center	121 Mathewson St. Providence RI 02903	5,000 00
8/4/2009	3399	The George Hunt HELP Center	121 Mathewson St. Providence RI 02903	10,000 00
		Total The George Hunt HELP Center		
		The Junior Woman's Club of Rock		500 00
3/6/2009	3348	The Junior Woman's Club of Rock Hill	PO Box 4066 Rock Hill SC 29730	500 00
		Total The Junior Woman's Club of Rock		
		The Leukemia & Lymphoma Societ		100 00
2/5/2009	3340	The Leukemia & Lymphoma Society	1311 Mamaroneck Ave White Plains NY 10605	100 00
12/2/2009	3443	The Leukemia & Lymphoma Society	1311 Mamaroneck Ave White Plains NY 10605	200 00
		Total The Leukemia & Lymphoma Societ		
		The Minority Scholarship Fdn		2,500 00
8/24/2009	3414	The Minority Scholarship Foundation	PO Box 12156 Rock Hill SC 29731	2,500 00
		Total The Minority Scholarship Fdn		
		The Robert Packard Ctr for ALS		25,000 00
9/17/2009	3419	The Robert Packard Ctr for ALS Research	One Charles Center 100 N Charles St, Suite 408 Baltimore, MD 21201	25,000 00
		Total The Robert Packard Ctr for ALS		
		The Verdi Society		5,000 00
12/17/2009	3515	The Verdi Society - Opera Carolina	2 Wachovia Center 301 S Tryon St Suite 1550 Charlotte, NC 28282	5,000 00
		Total The Verdi Society		

TSC Foundation, Inc.
Charitable Distributions
 January 1, 2009 through December 31, 2009

Date	Num	Name	Name Address	Amount
9/17/2009	3425	The Wilderness Society	1615 M Street, N W Washington, DC 20036	10,000 00
		Total The Wilderness Society		10,000 00
4/29/2009	3368	The Women's Impact Fund		1,000 00
9/17/2009	3421	Foundation for the Carolinas	217 South Tryon St Charlotte, NC 28202	1,200 00
12/17/2009	3507	Foundation for the Carolinas	217 South Tryon St Charlotte, NC 28202	1,100 00
12/18/2009		Foundation for the Carolinas	217 South Tryon St Charlotte, NC 28202	0 00
		Total The Women's Impact Fund		3,300 00
12/17/2009	3453	The Women's Shelter	3425 N Main St Columbia, SC 29203	5,000 00
12/31/2009	3529	The Women's Shelter	3425 N Main St Columbia, SC 29203	1,000 00
		Total The Women's Shelter		6,000 00
4/9/2009	3361	Thompson Child and Family Focus	6800 St Peter's Lane Matthews NC 28105-8458	2,000 00
		Total Thompson Child and Family Focus		2,000 00
4/29/2009	3365	Upper Palmetto YMCA	323 Oakland Ave Rock Hill SC 29730	2,000 00
		Total Upper Palmetto YMCA		2,000 00
6/17/2009	3388	Uptown Shelter	P O Box 36471 Charlotte, NC 28236-6471	1,000 00
		Total Uptown Day Shelter, Inc		1,000 00
8/12/2009	3408	University of South Carolina-Lancaster	PO Box 889 Lancaster SC 29721	1,000 00
		Total USC-L		1,000 00
9/11/2009	3416	USC-L Educational Foundation	PO Box 889 Lancaster SC 29721	45,000 00
		Total USC-L Educational Foundation		45,000 00
11/13/2009	3441	USC Educational Foundation	Development Office 1700 College St Columbia SC 29201-9980	1,500 00
		Total USC Educational Fdn		1,500 00
6/10/2009	3383	Waccamaw Band Booster Support	P O Box 1136 Pawleys Island, SC 29585	1,700 00
		Total Waccamaw Band Booster Support		1,700 00
9/11/2009	3415	Washington CAN Educ & Research	220 S River St Seattle, WA 98108	600 00
		Total Washington CAN Educ & Research		600 00
		We are Seigle Family		

TSC Foundation, Inc.

Charitable Distributions

January 1, 2009 through December 31, 2009

05/13/10

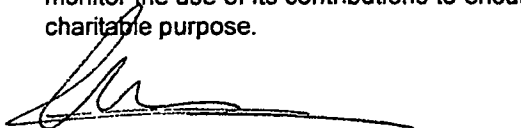
Date	Num	Name	Name Address	Amount
6/17/2009	3393	We Are Seigle Family	Seigle Avenue Partners PO Box 37363 Charlotte NC 28237	1,500 00
		Total We are Seigle Family		1,500 00
7/21/2009	3396	Western States Center	Attn Yee Won Chong P O Box 40305 Portland, Oregon 97240	500 00
		Total Western States Center		500 00
8/4/2009	3400	WFAE 90 7 FM	8801 J M Keynes Drive Suite 9J Charlotte, NC 28262-8485	1,000 00
		Total WFAE 90 7 FM		1,000 00
3/2/2009	3344	Wofford College	429 N Church St Spartanburg, SC 29303-3663	10,000 00
		Total Wofford College		10,000 00
6/17/2009	3384	YMCA of Greater Charlotte	500 East Morehead St, Ste 300 Charlotte, NC 28202	1,000 00
		Total YMCA of Greater Charlotte		1,000 00
3/6/2009	3354	York County Community Fdn	P O Box 11412 Rock Hill, SC 29731	5,000 00
4/22/2009	3360	York County Community Foundation	P O Box 11412 Rock Hill, SC 29731	2,500 00
		Total York County Community Fdn		7,500 00
5/20/2009	3379	York County Cultural & Heritage	4621 Mt Gallant Rd Rock Hill, SC 29732	2,500 00
		Total York County Cultural & Heritage		2,500 00
12/2/2009	3442	York County Regional Chamber	PO Box 590 Rock Hill SC 29731	0 00
12/3/2009	3444	York County Regional Chamber	PO Box 590 Rock Hill SC 29731	0 00
12/3/2009	3445	York County Regional Chamber	PO Box 590 Rock Hill SC 29731	0 00
		Total York County Regional Chamber		0 00
3/6/2009	3351	York County Sports Hall of Fame	PO Box 36954 Rock Hill SC 29732	400 00
		Total York County Sports Hall of Fame		400 00
3/6/2009	3350	York Place	234 Kings Mountain St York, SC 29745-1131	500 00
4/27/2009	3362	York Place	234 Kings Mountain St York, SC 29745-1131	5,000 00
		Total York Place		5,500 00
		Total Distribution		1,247,894 54
		TOTAL		1,247,894 54

GENERAL AFFIDAVIT

Sathi Sansar, a charitable organization located in SPAIN and headquartered in BARCELONA and organized under the laws of CATALONIA, is organized for the sole purpose of providing medical care and aid to the impoverished people of Spain and Nepal. The organization receives approximately \$20,000 annually in contributions and utilizes 100 % of the funds for the expenses incurred in directly carrying out its primary charitable purpose.

Although this organization is not located in the United States and, hence, has not applied for 501(c)(3) status in the United States, it would definitely qualify as such if it were to apply.

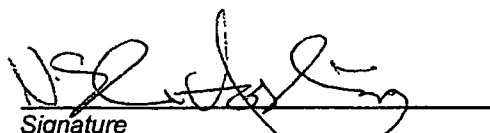
Sathi Sansar will be willing to provide any and all documentation to TSC Foundation in order to monitor the use of its contributions to ensure the funds are being used solely to carry out its charitable purpose.



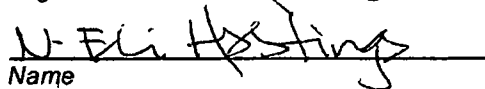
Witness



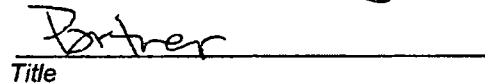
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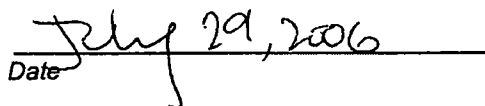
Signature



Name



Title



Date