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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

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

Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

R. HOWARD DOBBS, JR. FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

50 HURT PLAZA

Room/suite

1212

City or town, state, and ZIP code

ATLANTA, GA 30303

A Employer identification number

58-6033186

B Telephone number

404-574-2970

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 ☐

Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

\$ 61,260,945. (Part I, column (d) must be on cash basis)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

4 Dividends and interest from securities

1,268,361.

1,267,666.

Statement 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

3,475,642.

Statement 1

b Gross sales price for all
assets on line 6a 49,728,332.

7 Capital gain net income (from Part IV, line 2)

7,035,861.

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

39,070.

927.

Statement 3

12 Total. Add lines 1 through 11

4,783,073.

8,304,454.

13 Compensation of officers, directors, trustees, etc.

177,000.

1,770.

175,230.

14 Other employee salaries and wages

48,000.

0.

48,000.

15 Pension plans; employee benefits

76,270.

483.

75,787.

16a Legal fees

Stmt 4

13,054.

6,527.

6,527.

b Accounting fees

Stmt 5

15,887.

6,976.

8,911.

c Other professional fees

Stmt 6

31,136.

7,535.

23,601.

17 Interest

57,868.

57,868.

0.

18 Taxes

Stmt 7

1,865.

0.

227.

19 Depreciation and depletion

5,627.

0.

20 Occupancy

74,911.

0.

74,911.

21 Travel, conferences, and meetings

15,810.

0.

15,810.

22 Printing and publications

409.

0.

409.

23 Other expenses

Stmt 8

198,212.

197,837.

375.

24 Total operating and administrative

expenses. Add lines 13 through 23

716,049.

278,996.

429,788.

25 Contributions, gifts, grants paid

2,187,453.

2,187,453.

26 Total expenses and disbursements.

Add lines 24 and 25

2,903,502.

278,996.

2,617,241.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

1,879,571.

b Net investment income (if negative, enter -0-)

8,025,458.

c Adjusted net income (if negative, enter -0-)

N/A

923501
02-02-10

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

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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	12,016,222.	7,224,825.	7,224,825.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	38.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 11	22,902,843.	38,239,981.	39,050,178.
	c Investments - corporate bonds Stmt 12	3,345,046.	7,313,631.	7,732,559.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 13	10,208,218.	6,984,203.	7,226,593.
	14 Land, buildings, and equipment: basis ▶ 56,705.			
	Less accumulated depreciation Stmt 14 ▶ 29,915.	25,313.	26,790.	26,790.
	15 Other assets (describe ▶ Statement 15)	4,253,322.	693,104.	0.
	16 Total assets (to be completed by all filers)	52,751,002.	60,482,534.	61,260,945.
	17 Accounts payable and accrued expenses	501.	3,278.	
	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)	501.	3,278.	
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	12,846,521.	12,846,521.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	39,903,980.	47,632,735.	
	30 Total net assets or fund balances	52,750,501.	60,479,256.	
	31 Total liabilities and net assets/fund balances	52,751,002.	60,482,534.	

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	52,750,501.
2 Enter amount from Part I, line 27a	2	1,879,571.
3 Other increases not included in line 2 (itemize) ▶ See Statement 10	3	7,276,506.
4 Add lines 1, 2, and 3	4	61,906,578.
5 Decreases not included in line 2 (itemize) ▶ DEFERRED LOSS ON DISTRIBUTED ASSETS	5	1,427,322.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	60,479,256.

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 See Attached Statement				
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 49,728,332.		42,692,471.	7,035,861.

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			7,035,861.

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	7,035,861.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	3,233,005.	57,446,471.	.056279
2007	2,720,533.	65,770,258.	.041364
2006	2,287,342.	63,421,005.	.036066
2005	790,664.	49,360,331.	.016018
2004	922,795.	14,991,016.	.061557

2 Total of line 1, column (d)	2	.211284
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	.042257
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	54,595,794.
5 Multiply line 4 by line 3	5	2,307,054.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	80,255.
7 Add lines 5 and 6	7	2,387,309.
8 Enter qualifying distributions from Part XII, line 4	8	2,617,241.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	80,255.
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	80,255.
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	80,255.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	118,498.	
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	118,498.	
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	38,243.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 38,243. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)	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? Website address ► <u>www.dobbsfoundation.org</u>	13	X	
14	The books are in care of ► <u>DAVID WEITNAUER</u> Telephone no. ► <u>404-574-2970</u> Located at ► <u>50 HURT PLAZA, SUITE 1212, ATLANTA, GA</u> ZIP+4 ► <u>30303</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 checked="" type="checkbox"/> Yes <input 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		X
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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	
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)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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 ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A**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? **N/A** ☐ 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No **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 ☒ Nob If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b****Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 16		177,000.	48,283.	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**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	52,827,297.
b	Average of monthly cash balances	1b	2,599,905.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	55,427,202.
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	55,427,202.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	831,408.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	54,595,794.
6	Minimum investment return Enter 5% of line 5	6	2,729,790.

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	2,729,790.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	80,255.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	80,255.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,649,535.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,649,535.
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	2,649,535.

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	2,617,241.
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	2,617,241.
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	80,255.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,536,986.

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.

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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				2,649,535.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			21,438.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 2,617,241.				
a Applied to 2008, but not more than line 2a			21,438.	
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				2,595,803.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				53,732.
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	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
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.			

[illegible]

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
N/A		

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.

Sign Here

Signature of officer or trustee

111/8/10

President

Signature of officer or trustee

Date _____

Title

**Paid
Preparer's
Use Only**

Preparer's signature

SA

Date

11/08/10

☐ Check if self-employed

Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code

The Jackson Group, PC
127 Peachtree St, NE, Ste 555
Atlanta, GA 30303

FIN ▶

Phone no. **404-586-0050**

Form **990-PF** (2009)

R. HOWARD DOBBS, JR. FOUNDATION, INC.

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 SEC LITIGATION PROCEEDS		P		
b PUBLICLY TRADED PARTNERSHIPS		P		
c PUBLICLY TRADED PARTNERSHIPS		P		
d RHD PARTNERS LLLP - 754 STEP-UP		P		
e PUBLICLY TRADED SECURITIES - GENSPRING		P		
f RHD PARTNERS LLLP - GAIN ON LIQUIDATION		P		
g PTP - SEC 1256 CONTRACTS		P		
h PUBLICLY TRADED SECURITIES - SUNTRUST		D		
i Capital Gains Dividends				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 33,758.			33,758.
b		139,850.	<139,850.>
c 5,275,331.			5,275,331.
d		3,165,062.	<3,165,062.>
e 5,373,996.		4,239,907.	1,134,089.
f		1,021,720.	<1,021,720.>
g		8,812.	<8,812.>
h 39,006,702.		34,117,120.	4,889,582.
i 38,545.			38,545.
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			33,758.
b			<139,850.>
c			5,275,331.
d			<3,165,062.>
e			1,134,089.
f			<1,021,720.>
g			<8,812.>
h			4,889,582.
i			38,545.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	7,035,861.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

2009 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LEASEHOLD IMPROVEMENTS	090105SL		39.00	16	5,653.			5,653.	483.		145.
2	COMPUTER	050105SL		5.00	16	2,039.			2,039.	1,496.		408.
3	TELEPHONE SYSTEM	050105SL		7.00	16	2,457.			2,457.	1,288.		351.
4	DESK	070105SL		7.00	16	4,500.			4,500.	2,250.		643.
5	COMPUTER	060105SL		5.00	16	1,244.			1,244.	892.		249.
6	KITCHEN CHAIRS	051005SL		7.00	16	126.			126.	66.		18.
7	KITCHEN TABLE	051105SL		7.00	16	138.			138.	73.		20.
8	CHAIR AND BOOKCASE	051105SL		7.00	16	528.			528.	276.		75.
9	SIDE CHAIRS	051105SL		7.00	16	313.			313.	164.		45.
10	WEBSITE DESIGN	120205SL		3.00	16	2,072.			2,072.	2,072.		0.
11	MICROEDGE SOFTWARE	120705SL		3.00	16	11,074.			11,074.	11,074.		0.
12	DVD PLAYERS	061406SL		5.00	16	1,095.			1,095.	566.		219.
13	MICROEDGE SOFTWARE FURNITURE - RHD	101906SL		3.00	16	1,795.			1,795.	1,296.		499.
14	PARTNERS DELL COMPUTER - RHD	010108SL		7.00	16	900.			900.	129.		129.
15	PARTNERS (LISA) OFFICE FURNITURE -	010108SL		5.00	16	518.			518.	104.		104.
16	RHD PARTNERS (LISA) TELEPHONE SYSTEM -	010108SL		7.00	16	1,339.			1,339.	191.		191.
17	RHD PARTNERS SYMANTEC SOFTWARE -	010108SL		5.00	16	708.			708.	142.		142.
18	RHD PARTNERS	010108SL		3.00	16	206.			206.	69.		69.

928102
08-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2009 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	POWER EDGE XEON SERVER - RHD PARTNERE	010108SL		5.00	16	349.			349.	70.		70.
20	SONIC WALL TZ - RHD PARTNERS	010108SL		5.00	16	76.			76.	15.		15.
21	COMPUTER - RHD PARTNERS (CODY)	010108SL		5.00	16	406.			406.	81.		81.
22	DISHWASHER - RHD PARTNERS	010108SL		7.00	16	136.			136.	19.		19.
23	QUICKBOOKS UPGRADE - RHD PARTNERS	010108SL		3.00	16	67.			67.	22.		22.
24	CHAIRS - RHD PARTNERS (LISA)	010108SL		7.00	16	40.			40.	6.		6.
25	TELEPHONE SYSTEM - WIRING - RHD PARTNERE	010108SL		5.00	16	225.			225.	45.		45.
26	TELEPHONE SYSTEM - DANIELLE	022108SL		5.00	16	385.			385.	64.		77.
27	OFFICE FURNITURE - DANIELLE	022108SL		7.00	16	11,212.			11,212.	1,335.		1,602.
28	Office for Mac software	071609SL		3.00	16	415.			415.	58.		58.
29	LAPTOP ACCESSORIES	071609SL		5.00	16	1,040.			1,040.	87.		87.
30	MACBOOK PRO LAPTOP	071609SL		5.00	16	1,986.			1,986.	166.		166.
31	SAFE	091709SL		7.00	16	459.			459.	16.		16.
32	RECEPTION CONSOLE TABLE	100109SL		7.00	16	756.			756.	27.		27.
33	DESK FOR DW	112209SL		7.00	16	2,448.			2,448.	29.		29.
	* Total 990-PF Pg 1 Depr					56,705.		0.	56,705.	24,288.	0.	5,627.

928102
08-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
SEC LITIGATION PROCEEDS			Purchased		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
33,758.	0.	0.	0.		33,758.

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
PUBLICLY TRADED PARTNERSHIPS			Purchased		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	139,850.	0.	0.		<139,850.>

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
PUBLICLY TRADED PARTNERSHIPS			Purchased		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
5,275,331.	0.	0.	0.		5,275,331.

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
RHD PARTNERS LLLP - 754 STEP-UP			Purchased		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	3,165,062.	0.	0.	<3,165,062.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
PUBLICLY TRADED SECURITIES - GENSPRING			Purchased		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
5,373,996.	4,239,907.	0.	0.	1,134,089.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
RHD PARTNERS LLLP - GAIN ON LIQUIDATION			Purchased		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	1,021,720.	0.	0.	<1,021,720.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
PTP - SEC 1256 CONTRACTS			Purchased		
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	8,812.	0.	0.	<8,812.>	

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
PUBLICLY TRADED SECURITIES - SUNTRUST		Donated		
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
39,006,702.	37,677,339.	0.	0.	1,329,363.
Capital Gains Dividends from Part IV				38,545.
Total to Form 990-PF, Part I, line 6a				3,475,642.

Form 990-PF	Dividends and Interest from Securities	Statement	2
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
AMA US EQUITY FUND LP	2,810.	0.	2,810.
ARCHSTONE EQUITY STRATEGIES FD LP	4,174.	0.	4,174.
GENSPRING - 7919816	5,775.	0.	5,775.
GROWTH CAPITAL TEI PORTFOLIO LLC	7.	0.	7.
PROTEGE PARTNERS LP	28,065.	0.	28,065.
RHD PARTNERS LLLP	146,813.	0.	146,813.
SILVER CREEK LOW VOL STRATEGIES LP	33,058.	0.	33,058.
SUNTRUST CUSTODIAL ACCOUNT	1,086,204.	38,545.	1,047,659.
Total to Fm 990-PF, Part I, ln 4	1,306,906.	38,545.	1,268,361.

Form 990-PF	Other Income	Statement	3
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
UBTI - partnership investments	38,143.	0.	
Royalty income - partnerships	927.	927.	
Total to Form 990-PF, Part I, line 11	39,070.	927.	

Form 990-PF	Legal Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ALSTON & BIRD - GENERAL CORP COUNSELING	13,054.	6,527.		6,527.	
To Fm 990-PF, Pg 1, ln 16a	13,054.	6,527.		6,527.	

Form 990-PF	Accounting Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
THE JACKSON GROUP - 990-PF PREP	13,912.	6,956.		6,956.	
MOORE STEPHENS - PAYROLL RETURN PREP	1,975.	20.		1,955.	
To Form 990-PF, Pg 1, ln 16b	15,887.	6,976.		8,911.	

Form 990-PF	Other Professional Fees			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
SE COMMUNICATIONS - IT CONSULTING	2,970.	0.		2,970.	
JESSIE BOND - PROGRAM REVIEW	8,999.	0.		8,999.	
INVESTMENT MGMT FEES - SUNTRUST BANK	7,535.	7,535.		0.	
BOARDWALK CONSULTING	5,300.	0.		5,300.	
SPERDUTO & ASSOC	5,886.	0.		5,886.	
TIMES 3	115.	0.		115.	
ZCONNECT	331.	0.		331.	
To Form 990-PF, Pg 1, ln 16c	31,136.	7,535.		23,601.	

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN TAXES (K-1)	1,638.	0.		0.	
PROPERTY TAX	227.	0.		227.	
To Form 990-PF, Pg 1, ln 18	1,865.	0.		227.	

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
CORP REGISTRATION EXPENSE	30.	0.		30.	
PORTFOLIO EXPENSES	158,578.	158,578.		0.	
SEC 59(e)(2) EXPENDITURES	97.	97.		0.	
BANK FEES	345.	0.		345.	
K-1 business loss	39,162.	39,162.		0.	
To Form 990-PF, Pg 1, ln 23	198,212.	197,837.		375.	

Footnotes				Statement	9
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Part XV: Supplementary Information

Line 2.b. All applications must submit an initial letter of inquiry, which should include the following: description of organization; its mission and programs; detailed information on the funding request; and sources of funding received and anticipated. In addition, applicants should enclose a copy of the organization's IRS Letter of Determination and a list of Board of Directors.

Line 2.d. The Foundation primarily supports capital campaigns and special projects and will not fund requests for endowment or annual operating support. Priority is given to institutions located in the state of Georgia, although grants may be made in other Southeastern states. Exceptions may be made when a proposal falls under an area of specific interest for one or more Trustees.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement 10
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Description	Amount
754 BASIS ADJUSTMENT ON DISTRIBUTED ASSETS	7,276,506.
Total to Form 990-PF, Part III, line 3	7,276,506.

Form 990-PF	Corporate Stock	Statement 11
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Description	Book Value	Fair Market Value
STI SM CAP VAL EQUITY - 118,604.96 SH	1,346,296.	1,279,748.
PIMCO FDS PAC INVT MGMT SER - 73,145.085 SH	680,573.	688,295.
STI AGGRESS GROWTH STK - 96,487.952 SH	1,041,796.	1,195,486.
STI LARGE CAP RELATIVE - 100,024.431 SH	1,872,457.	1,251,306.
STI LARGE CAP VALUE EQ - 425,258.46 SH	4,748,495.	4,669,338.
GOLDMAN SACHS TR EMERGING	0.	0.
LIGHTHOUSE CREDIT OPPS - 393.871 SH	465,000.	441,352.
LHP DIV LTD OFFSHORE - 2656.161 SH	4,210,505.	4,114,232.
LHP GLOBAL L/S LTD - 850.03 SH	1,175,000.	1,132,199.
PIMCO COMMODITY REALRETURN - 248,599.005	2,012,122.	2,058,400.
PRICE T ROWE REAL ESTATE - 44,653.249 SH	1,466,065.	1,193,485.
STI CLASSIC - HI INC I SHS - 137,999.305 SH	748,118.	899,755.
STI CLASSIC - INTL EQUITY INDEX - 151,497.04 SH	4,129,793.	3,898,477.
JANUS INVT FD MIDCAP VAL - 25817.439 SH	530,848.	514,283.
ARTISAN FDS INTL FD - 7,282.43	0.	0.
CAUSEWAY CAP MGMT INTL VALUE - 31,449 SH	0.	0.
STI LARGE CAP GROWTH - 154252.141 SH	1,635,073.	1,391,354.
STI MIDCAP VAL EQ - 149718.78 SH	1,338,308.	1,489,702.
STI SM CAP GROWTH	0.	0.
MFS SER TR I RESH INTL FD - 85012.945 SH	973,861.	1,217,385.
LEGG MASON GLOBAL EMRG MKTS - 54432.939 SH	702,365.	1,129,483.
ISHARES TR RUSSELL MIDCAP GROWTH - 30295	1,143,909.	1,373,575.
ISHARES TR RUSSELL 3000 INDEX - 30542 SH	1,702,738.	1,993,782.
ISHARES TR RUSSELL 2000 INDEX - 8380 SH	481,310.	523,247.
ISHARES TR RUSSELL 1000 INDEX - 7744 SH	196,474.	474,785.
ISHARES TR RUSSELL 1000 GRWTH - 71287 SH	3,511,869.	3,553,657.
ISHARES TR MSCI EMERGING MKTS - 12768 SH	467,866.	529,872.
ISHARES TR MSCI EAFE INDEX - 15415	769,382.	852,141.
DREYFUS SMALLCAP GROWTH - 26559.951 SH	889,758.	1,184,839.
Total to Form 990-PF, Part II, line 10b	38,239,981.	39,050,178.

Form 990-PF	Corporate Bonds	Statement 12
Description	Book Value	Fair Market Value
STI INSTL TOTAL RETURN BOND FUND - 343,479.945 SH	3,448,569.	3,599,670.
STI INSTL SHORT-TERM BOND FD - 159,985.505 SH	1,538,538.	1,575,857.
STI CORP BOND FD #414 - 268032.689 SH	2,326,524.	2,557,032.
Total to Form 990-PF, Part II, line 10c	7,313,631.	7,732,559.

Form 990-PF	Other Investments	Statement	13
Description	Valuation Method	Book Value	Fair Market Value
GLOBEFLEX INTL SMALL CAP LP	COST	0.	0.
LYRICAL MULTI MGR OFFSHORE FD	COST	1,900,000.	1,789,287.
SILVER CREEK LOW VOL STRAT II LTD	COST	2,496,119.	2,054,542.
ARCHSTONE OFFSHORE FUND	COST	0.	0.
AMA US EQUITY FUND	COST	0.	0.
DREYFUS ADVANTAGEFD	COST	0.	0.
DWS INVESTMENT TRADE CAP	COST	0.	0.
FEDERATED EQUITY FUNDS - 108791.157 SH	COST	1,597,499.	1,846,186.
SILVER CREEK LOW VOL STRAT I	COST	542,522.	1,066,376.
GROWTH CAPITAL TEI PORTFOLIO LLC	COST	448,063.	470,202.
Total to Form 990-PF, Part II, line 13		6,984,203.	7,226,593.

Form 990-PF	Depreciation of Assets Not Held for Investment		Statement 14
Description	Cost or Other Basis	Accumulated Depreciation	Book Value
LEASEHOLD IMPROVEMENTS	5,653.	628.	5,025.
COMPUTER	2,039.	1,904.	135.
TELEPHONE SYSTEM	2,457.	1,639.	818.
DESK	4,500.	2,893.	1,607.
COMPUTER	1,244.	1,141.	103.
KITCHEN CHAIRS	126.	84.	42.
KITCHEN TABLE	138.	93.	45.
CHAIR AND BOOKCASE	528.	351.	177.
SIDE CHAIRS	313.	209.	104.
WEBSITE DESIGN	2,072.	2,072.	0.

MICROEDGE SOFTWARE	11,074.	11,074.	0.
DVD PLAYERS	1,095.	785.	310.
MICROEDGE SOFTWARE	1,795.	1,795.	0.
FURNITURE - RHD PARTNERS	900.	258.	642.
DELL COMPUTER - RHD PARTNERS (LISA)	518.	208.	310.
OFFICE FURNITURE - RHD PARTNERS (LISA)	1,339.	382.	957.
TELEPHONE SYSTEM - RHD PARTNERS	708.	284.	424.
SYMANTEC SOFTWARE - RHD PARTNERS	206.	138.	68.
POWER EDGE XEON SERVER - RHD PARTNERS	349.	140.	209.
SONIC WALL TZ - RHD PARTNERS	76.	30.	46.
COMPUTER - RHD PARTNERS (CODY)	406.	162.	244.
DISHWASHER - RHD PARTNERS	136.	38.	98.
QUICKBOOKS UPGRADE - RHD PARTNERS	67.	44.	23.
CHAIRS - RHD PARTNERS (LISA)	40.	12.	28.
TELEPHONE SYSTEM - WIRING - RHD PARTNERS	225.	90.	135.
TELEPHONE SYSTEM - DANIELLE	385.	141.	244.
OFFICE FURNITURE - DANIELLE	11,212.	2,937.	8,275.
Office for Mac software	415.	58.	357.
LAPTOP ACCESSORIES	1,040.	87.	953.
MACBOOK PRO LAPTOP	1,986.	166.	1,820.
SAFE	459.	16.	443.
RECEPTION CONSOLE TABLE	756.	27.	729.
DESK FOR DW	2,448.	29.	2,419.
Total To Fm 990-PF, Part II, ln 14	56,705.	29,915.	26,790.

Form 990-PF	Other Assets		Statement 15
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
UNREALIZED APPRECIATION ON ASSETS	4,253,322.	693,104.	0.
To Form 990-PF, Part II, line 15	4,253,322.	693,104.	0.

Form 990-PF Part VIII - List of Officers, Directors Statement 16
 Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
E. CODY LAIRD, JR. 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	CHAIRMAN & TRUSTEE 5.00	0.	0. 0.
NANCY L. CROSSWELL 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	SECRETARY & TRUSTEE 1.00	0.	0. 0.
DOROTHY L. WILLIAMS 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	TRUSTEE 1.00	0.	0. 0.
DAVID WEITNAUER 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	PRESIDENT 40.00	177,000.	48,283. 0.
MARK CROSSWELL 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	TRUSTEE 1.00	0.	0. 0.
NANCY CLAIR L. MCINANEY 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	TRUSTEE 1.00	0.	0. 0.
WILLIAM CLARKSON, IV 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	TRUSTEE 1.00	0.	0. 0.
LAIIRD M WILLIAMS 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	TRUSTEE 1.00	0.	0. 0.
CIANNAT M HOWETT 50 HURT PLAZA, STE 1212 ATLANTA, GA 30303	TRUSTEE 1.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		177,000.	48,283. 0.

Form 990-PF

Grants and Contributions
Paid During the Year

Statement 17

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
CENTER FOR A SUSTAINABLE COAST 221B MALLORY ST ST SIMONS ISLAND, GA 31522	N/A SAVE OUR COAST ENFORCEMENT	509(a)(1)(charity)	70,253.
CHILDREN'S HEALTHCARE OF ATLANTA 1687 TULLIE CIRCLE, NE ATLANTA, GA 30329	N/A CAP CAMP FOR HUGHES SPALDING	509(a)(1)(charity)	250,000.
COMMUNITIES IN SCHOOLS OF ATLANTA 600 W PEACHTREE ST, STE 1250 ATLANTA, GA 30308	N/A DATA COLLECTION & ANALYSIS	509(a)(1)(charity)	50,000.
COMMUNITY FDN OF GREATER GREENVILLE 27 CLEVELAND ST, STE 101 GREENVILLE, SC 29601	N/A HEALTH/ACCESS TO HEALTH SERVICES	509(a)(1)(charity)	25,000.
FOUNDATION CENTER - ATLANTA 50 HURT PLAZA, STE 150 ATLANTA, GA 30303	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	5,000.
GA STATE UNIVERSITY P O BOX 3999 ATLANTA, GA 30302	N/A MATCHING GIFT	509(a)(1)(charity)	5,000.
GEORGIA FOREST WATCH INC 15 TOWER ROAD ELLIJAY, GA 30540	N/A GENERAL OPERATING SUPPORT	509(a)(2)(charity)	10,000.
INSTITUTE FOR GA ENVIRONMENTAL LEADERSHIP P O BOX 363 CAMILLA, GA 31730	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	30,000.

POSSE FOUNDATION INC 101 MARIETTA ST NW, STE 1040 ATLANTA, GA 30303	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	50,000.
SOUTHERN ENVIRONMENTAL LAW CENTER 127 PEACHTREE ST, STE 605 ATLANTA, GA 30303	N/A SAVE OUR COAST INITIATIVE	509(a)(1)(charity)	225,000.
AGNES SCOTT COLLEGE 141 E COLLEGE AVE DECATUR, GA 30030	N/A PLANNING FOR CREATIVE ARTS FACILITIES	509(a)(1)(charity)	175,000.
AGNES SCOTT COLLEGE 141 E COLLEGE AVE DECATUR, GA 30030	N/A ANNUAL FUND - B CLAY ROLADER	509(a)(1)(charity)	5,000.
ANGEL FLIGHT 2000 AIRPORT RD, STE 227 ATLANTA, GA 30341	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	23,700.
ATLANTA COMMUNITY FOOD BANK 732 J L LOWERY BLVD NW ATLANTA, GA 30318	N/A SCHOOL SUPPLIES FOR EDUCATORS	509(a)(1)(charity)	20,000.
ATLANTA SHAKESPEARE COMPANY 499 PEACHTREE ST ATLANTA, GA 30308	N/A THEATER RENOVATION	509(a)(1)(charity)	30,000.
CATHEDRAL PRESCHOOL, THE 2744 PEACHTREE RD NE ATLANTA, GA 30305	N/A ANNUAL FUND MATCHING GIFT	509(a)(1)(charity)	500.
CHASTAIN HORSE PARK 4371 POWERS FERRY RD ATLANTA, GA 30327	N/A GROOMING BAY CONSTRUCTION	509(a)(1)(charity)	21,175.
CHRIS KIDS 3109 CLAIRMONT RD, STE B ATLANTA, GA 30329	N/A CAPITAL CAMPAIGN	509(a)(1)(charity)	100,000.

COMMUNITY FND OF GREATER ATLANTA 50 HURT PLAZA, STE 449 ATLANTA, GA 30303	N/A ATLANTA ARTS RECOVERY INITIATIVE	509(a)(1)(charity)	80,000.
CURE ALZHEIMER'S FUND 34 WASHINGTON ST STE 300 WELLESLEY HILLS, MA 02481	N/A ALZHEIMER'S RESEARCH	509(a)(1)(charity)	25,000.
FERNBANK MUSEUM OF NATURAL HISTORY 767 CLIFTON RD NE ATLANTA, GA 30307	N/A NEW CHILDREN'S EXHIBIT	509(a)(1)(charity)	150,000.
GEORGIA CONSERVANCY, THE 817 W PEACHTREE ST STE 200 ATLANTA, GA 30308	N/A STRATEGIC PLANNING	509(a)(1)(charity)	35,000.
GEORGIA COUNCIL ON ECONOMIC EDUCATION P O BOX 1619 ATLANTA, GA 30301	N/A TEACHERS WORKSHOP	509(a)(1)(charity)	25,000.
GEORGIA TECH FOUNDATION 760 SPRING ST STE 400 ATLANTA, GA 30308	N/A G WAYNE CLOUGH LEARNING CENTER COMMONS	509(a)(1)(charity)	150,000.
GEORGIA VOLUNTEER LAWYERS FOR THE ARTS STE J-101, 887 W MARIETTA ST ATLANTA, GA 30309	N/A MORTGAGE REFINANCE	509(a)(1)(charity)	25,000.
GEORGIA WILDLIFE FEDERATION 11600 HAZELBRAND RD COVINGTON, GA 30014	N/A CAPITAL CAMPAIGN	509(a)(2)(charity)	75,000.
LAND TRUST ALLIANCE 1660 L ST NW STE 1100 WASHINGTON, DC 20036	N/A CAPACITY BUILDING - GA LAND TRUSTS	509(a)(1)(charity)	30,000.
LONGLEAF ALLIANCE P O BOX 131 ANDALUSIA, AL 36420	N/A EXECUTIVE DIRECTOR SEARCH	509(a)(1)(charity)	15,035.

MOUNTAIN CONSERVATION TRUST OF GA 104 N MAIN STREET STE B3 JASPER, GA 30143	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	10,000.
LAND CONSERVATION PARTNERS 1330 W PEACHTREE ST STE 410 ATLANTA, GA 30309	N/A LAND CONSERVATION PLANNING	509(a)(1)(charity)	100,000.
OFFICE OF SUSTAINABILITY 1599 CLIFTON RD ATLANTA, GA 30322	N/A CARBON OFFSET MODEL PROJECT	509(a)(1)(charity)	41,790.
PROJECT OPEN HAND 176 OTTLEY DR NE ATLANTA, GA 30324	N/A IT UPGRADE	509(a)(1)(charity)	50,000.
SOUTHFACE ENERGY INSTITUTE 241 PINE STREET ATLANTA, GA 30308	N/A VISIONARY DINNER HOST COMMITTEE	509(a)(1)(charity)	5,000.
THEATRICAL OUTFIT P O BOX 1555 ATLANTA, GA 30301	N/A DEVELOPMENT DIRECTOR	509(a)(1)(charity)	45,000.
TRUANCY INTERVENTION PROJECT 395 PRYOR ST STE 4122 ATLANTA, GA 30312	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	15,000.
WESTMINSTER SCHOOLS 1424 W PACES FERRY RD NW ATLANTA, GA 30327	N/A CENTER FOR TEACHING	509(a)(1)(charity)	135,000.
WESTMINSTER SCHOOLS 1424 W PACES FERRY RD NW ATLANTA, GA 30327	N/A ANNUAL FUND - B CLAY ROLADER	509(a)(1)(charity)	5,000.
WHITEFOORD COMMUNITY PROGRAM 1353 G W BRUMLEY WAY SE ATLANTA, GA 30317	N/A SCHOOL CLINICS	509(a)(1)(charity)	75,000.

Total to Form 990-PF, Part XV, line 3a

2,187,453.

Form 990-PF

Grants and Contributions
Approved for Future Payment

Statement 18

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
MOUNTAIN CONSERVATION TRUST OF GA 104 N MAIN STREET STE B3 JASPER, GA 30143	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	15,000.
COMMUNITIES IN SCHOOLS OF ATLANTA 600 W PEACHTREE ST, STE 1250 ATLANTA, GA 30308	N/A DATA COLLECTION & ANALYSIS	509(a)(1)(charity)	50,000.
THEATRICAL OUTFIT P O BOX 1555 ATLANTA, GA 30301	N/A DEVELOPMENT DIRECTOR	509(a)(1)(charity)	45,000.
INSTITUTE FOR GA ENVIRONMENTAL LEADERSHIP P O BOX 363 CAMILLA, GA 31730	N/A GENERAL OPERATING SUPPORT	509(a)(1)(charity)	25,000.

Total to Form 990-PF, Part XV, line 3b

135,000.