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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

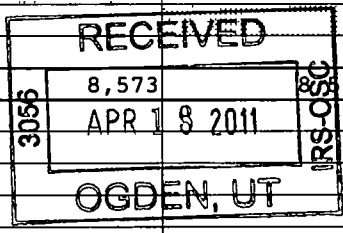
**For calendar year 2009, or tax year beginning** 03-01, 2009, and ending 02-28, 2010

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

|  |   |   |   |
|--|---|---|---|
| <b>Use the IRS label. Otherwise, print or type. See Specific Instructions.</b>   | Name of foundation<br><b>The Gillespie Foundation Inc</b>   |   | <b>A</b> Employer identification number<br>56-2019456   |
|  | Number and street (or P O box number if mail is not delivered to street address) Room/suite<br><b>824 Barrington Oaks Rdg</b> |   | <b>B</b> Telephone number (see page 10 of the instructions)<br><b>(404) 580-2667</b>  |
|  | City or town, state, and ZIP code<br><b>Roswell, GA 30075</b>   |   | <b>C</b> If exemption application is pending, check here <input type="checkbox"/><br><b>D 1.</b> Foreign organizations, check here <input type="checkbox"/><br><b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| <b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation |   |   | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>94,061</b>  |   | <b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis) |   |
|  |   |   | <b>F</b> 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** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

|   | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|------------------------------------|---------------------------|-------------------------|---|
| <b>1</b> Contributions, gifts, grants, etc., received (attach schedule)   |                                    |                           |                         |   |
| <b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . |                                    |                           |                         |   |
| <b>3</b> Interest on savings and temporary cash investments . . . . .   |                                    |                           |                         |   |
| <b>4</b> Dividends and interest from securities . . . . .   | 2,412                              | 2,412                     |                         |   |
| <b>5a</b> Gross rents . . . . .   |                                    |                           |                         |   |
| <b>b</b> Net rental income or (loss) . . . . .  |                                    |                           |                         |   |
| <b>6a</b> Net gain or (loss) from sale of assets not on line 10 . . . . .   | 6,161                              |                           |                         |   |
| <b>b</b> Gross sales price for all assets on line 6a <b>145,716</b>   |                                    |                           |                         |   |
| <b>7</b> Capital gain net income (from Part IV, line 2) . . . . .   |                                    | 6,161                     |                         |   |
| <b>8</b> Net short-term capital gain . . . . .  |                                    |                           |                         |   |
| <b>9</b> Income modifications . . . . .   |                                    |                           |                         |   |
| <b>10a</b> Gross sales less returns and allowances . . . . .  |                                    |                           |                         |   |
| <b>b</b> Less Cost of goods sold . . . . .  |                                    |                           |                         |   |
| <b>c</b> Gross profit or (loss) (attach schedule) . . . . .   |                                    |                           |                         |   |
| <b>11</b> Other income (attach schedule) . . . . .  |                                    |                           |                         |   |
| <b>12 Total.</b> Add lines 1 through 11 . . . . .   | 8,573                              |                           |                         |   |
| <b>13</b> Compensation of officers, directors, trustees, etc . . . . .  |                                    |                           |                         |   |
| <b>14</b> Other employee salaries and wages . . . . .   |                                    |                           |                         |   |
| <b>15</b> Pension plans, employee benefits . . . . .  |                                    |                           |                         |   |
| <b>16a</b> Legal fees (attach schedule) . . . . .   |                                    |                           |                         |   |
| <b>b</b> Accounting fees (attach schedule) . . . . . <b>STM109</b>  | 1,418                              | 1,418                     |                         |   |
| <b>c</b> Other professional fees (attach schedule) . . . . .  |                                    |                           |                         |   |
| <b>17</b> Interest . . . . .  |                                    |                           |                         |   |
| <b>18</b> Taxes (attach schedule) (see page 14 of the instructions) . . . . . <b>STM110</b>                       | 21                                 | 21                        |                         |   |
| <b>19</b> Depreciation (attach schedule) and depletion . . . . .  |                                    |                           |                         |   |
| <b>20</b> Occupancy . . . . .   |                                    |                           |                         |   |
| <b>21</b> Travel, conferences, and meetings . . . . .   | 8,530                              | 7,134                     |                         | 1,396   |
| <b>22</b> Printing and publications . . . . .   |                                    |                           |                         |   |
| <b>23</b> Other expenses (attach schedule) . . . . .  |                                    |                           |                         |   |
| <b>24 Total operating and administrative expenses.</b><br>Add lines 13 through 23 . . . . .                       | 9,969                              | 8,573                     |                         | 1,396   |
| <b>25</b> Contributions, gifts, grants paid . . . . .   | 0                                  |                           |                         | 0   |
| <b>26 Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .   | 9,969                              | 8,573                     |                         | 1,396   |
| <b>27</b> Subtract line 26 from line 12   |                                    |                           |                         |   |
| <b>a Excess of revenue over expenses and disbursements . . . . .</b>  | (1,396)                            |                           |                         |   |
| <b>b Net investment income</b> (if negative, enter -0-) . . . . .   |                                    | 0                         |                         |   |
| <b>c Adjusted net income</b> (if negative, enter -0-) . . . . .   |                                    |                           | 0                       |   |



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| <b>Part II Balance Sheets</b>  |  | Attached schedules and amounts in the description column should be for end-of-year amounts only (See Instructions)                               |   |        |        |
|--|--|--|---|--------|--------|
|  |  | Beginning of year<br>(a) Book Value  | End of year<br>(b) Book Value (c) Fair Market Value |        |        |
| <b>A<br/>s<br/>s<br/>e<br/>t<br/>s</b>   | 1  | Cash - non-interest-bearing . . . . .  |   |        |        |
|  | 2  | Savings and temporary cash investments . . . . .   |   | 16,242 | 16,242 |
|  | 3  | Accounts receivable ▶<br>Less allowance for doubtful accounts ▶  |   |        |        |
|  | 4  | Pledges receivable ▶<br>Less allowance for doubtful accounts ▶   |   |        |        |
|  | 5  | Grants receivable . . . . .  |   |        |        |
|  | 6  | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions) . . . . . |   |        |        |
|  | 7  | Other notes and loans receivable (attach schedule) ▶<br>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 (attach schedule)   | 26,123  | 14,112 | 14,463 |
|  | b  | Investments - corporate stock (attach schedule) . . . . . STM137   | 65,874  | 39,139 | 40,268 |
|  | c  | Investments - corporate bonds (attach schedule) . . . . . STM138   | 9,052   | 22,525 | 23,088 |
|  | 11   | Investments - land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶  |   |        |        |
|  | 12   | Investments - mortgage loans . . . . .   |   |        |        |
|  | 13   | Investments - other (attach schedule) . . . . .  |   |        |        |
|  | 14   | Land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶  |   |        |        |
| 15   | Other assets (describe ▶ )   |  |   |        |        |
| 16   | <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .                        | 101,049  | 92,018  | 94,061 |        |
| <b>L<br/>i<br/>a<br/>b<br/>i<br/>l<br/>i<br/>t<br/>i<br/>e<br/>s</b>   | 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 (attach schedule) . . . . .  |   |        |        |
|  | 22   | Other liabilities (describe ▶ STM121 )   | 7,635   |        |        |
|  | 23   | <b>Total liabilities</b> (add lines 17 through 22) . . . . .   | 7,635   | 0      |        |
| <b>N<br/>e<br/>t<br/>A<br/>s<br/>s<br/>e<br/>t<br/>s<br/>o<br/>r<br/>F<br/>u<br/>n<br/>d<br/>B<br/>a<br/>l<br/>a<br/>n<br/>c<br/>e<br/>s</b> | <b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b> |  |   |        |        |
|  | 24   | Unrestricted . . . . .   |   |        |        |
|  | 25   | Temporarily restricted . . . . .   |   |        |        |
|  | 26   | Permanently restricted . . . . .   |   |        |        |
|  | <b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.</b>   |  |   |        |        |
|  | 27   | Capital stock, trust principal, or current funds . . . . .   |   |        |        |
|  | 28   | Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .  |   |        |        |
| 29   | Retained earnings, accumulated income, endowment, or other funds   | 93,414   | 92,018  |        |        |
| 30   | <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .   | 93,414   | 92,018  |        |        |
| 31   | <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .                                    | 101,049  | 92,018  |        |        |

| <b>Part III Analysis of Changes in Net Assets or Fund Balances</b> |  |   |         |
|--|--|---|---------|
| 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 | 93,414  |
| 2  | Enter amount from Part I, line 27a . . . . .   | 2 | (1,396) |
| 3  | Other increases not included in line 2 (itemize) ▶   | 3 |         |
| 4  | Add lines 1, 2, and 3 . . . . .  | 4 | 92,018  |
| 5  | Decreases not included in line 2 (itemize) ▶   | 5 |         |
| 6  | <b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>   | 6 | 92,018  |

**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<br>P-Purchase<br>D-Donation    | (c) Date acquired<br>(yr, mo, day)   | (d) Date sold<br>(yr, mo, day) |
|---|--|---|--|--------------------------------|
| 1a Publicly traded securities   |  |   |  |                                |
| b   |  |   |  |                                |
| c   |  |   |  |                                |
| d   |  |   |  |                                |
| e   |  |   |  |                                |
| (e) Gross sales price   | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)   |                                |
| a 145,716   |  | 139,555   | 6,161  |                                |
| b   |  |   |  |                                |
| c   |  |   |  |                                |
| d   |  |   |  |                                |
| e   |  |   |  |                                |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   |  |   | (i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |                                |
| (j) FMV as of 12/31/69  | (k) Adjusted basis<br>as of 12/31/69       | (l) Excess of col (i)<br>over col (j), if any   |  |                                |
| a   |  |   | 6,161  |                                |
| b   |  |   |  |                                |
| c   |  |   |  |                                |
| d   |  |   |  |                                |
| e   |  |   |  |                                |
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }   |  |   | 2  | 6,161                          |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) . . . }<br>If (loss), enter -0- in Part I, line 8 . . . . . } |  |   | 3  |                                |

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

| (a) Base period years<br>Calendar year (or tax year beginning in)   | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col (b) divided by col (c)) |
|---|---------------------------------------|---|--|
| 2008  | 21,532                                | 115,280                                   | 0.18678  |
| 2007  | 9,029                                 | 180,814                                   | 0.049935   |
| 2006  | 8,963                                 | 176,251                                   | 0.050854   |
| 2005  | 8,164                                 | 169,630                                   | 0.048128   |
| 2004  | 8,629                                 | 174,709                                   | 0.049391   |
| 2 Total of line 1, column (d)   |                                       |   | 2 0.385088   |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years  |                                       |   | 3 0.077018   |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5  |                                       |   | 4 89,512   |
| 5 Multiply line 4 by line 3   |                                       |   | 5 6,894  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)  |                                       |   | 6  |
| 7 Add lines 5 and 6   |                                       |   | 7 6,894  |
| 8 Enter qualifying distributions from Part XII, line 4<br>If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18 |                                       |   | 8 1,396  |

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax based on investment income', and 'Credits/Payments'.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions like 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', and 'Did the foundation have at least \$5,000 in assets at any time during the year?'.

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 page 20 of the instructions) . . . . . 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address None
14 The books are in care of John M Gillespie III Telephone no 404-580-2667
Located at 824 Barrington Oaks Rdg Roswell, GA ZIP+4 30075
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041-Check here . . . . . 15

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) . . . . . Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . . . 1b
Organizations relying on a current notice regarding disaster assistance check here . . . . .
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions ) . . . . . 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009 ) . . . . . 3b
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)? (see page 22 of the instructions) . . . . .  Yes  No
  - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .  Yes  No
- b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .  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

|           |  |   |
|-----------|--|---|
|           |  |   |
| <b>5b</b> |  |   |
| <b>6b</b> |  | X |
| <b>7b</b> |  |   |

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

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

| (a) Name and address                                      | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---------------------------------------|
| John M Gillespie III<br>824 Barrington Oaks Rdg, GA 30075 | Fdn Mgr<br>2  | 0   | 0   | 0                                     |
|   |   |   |   |                                       |
|   |   |   |   |                                       |

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions).**

If none, enter "NONE."

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

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

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

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

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

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

**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 Provides support to other 501(c)(3) organizations   | 0        |
| 2   |          |
| 3   |          |
| 4   |          |

**Part IX-B** Summary of Program-Related Investments (see page 24 of the instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1  |        |
| 2  |        |
| All other program-related investments. See page 24 of the instructions   |        |
| 3  |        |

Total. Add lines 1 through 3 . . . . . ▶

**Part X** **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

|          |  |           |        |
|----------|--|-----------|--------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes               |           |        |
| <b>a</b> | Average monthly fair market value of securities  | <b>1a</b> | 82,842 |
| <b>b</b> | Average of monthly cash balances   | <b>1b</b> | 8,033  |
| <b>c</b> | Fair market value of all other assets (see page 24 of the instructions)  | <b>1c</b> | 0      |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)  | <b>1d</b> | 90,875 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)                | <b>1e</b> |        |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets   | <b>2</b>  | 0      |
| <b>3</b> | Subtract line 2 from line 1d   | <b>3</b>  | 90,875 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) | <b>4</b>  | 1,363  |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.             | <b>5</b>  | 89,512 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5.  | <b>6</b>  | 4,476  |

**Part XI** **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

|           |  |           |       |
|-----------|--|-----------|-------|
| <b>1</b>  | Minimum investment return from Part X, line 6  | <b>1</b>  | 4,476 |
| <b>2a</b> | Tax on investment income for 2009 from Part VI, line 5   | <b>2a</b> |       |
| <b>b</b>  | Income tax for 2009 (This does not include the tax from Part VI)   | <b>2b</b> |       |
| <b>c</b>  | Add lines 2a and 2b  | <b>2c</b> |       |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1.                                     | <b>3</b>  | 4,476 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions.   | <b>4</b>  |       |
| <b>5</b>  | Add lines 3 and 4  | <b>5</b>  | 4,476 |
| <b>6</b>  | Deduction from distributable amount (see page 25 of the instructions)                                      | <b>6</b>  |       |
| <b>7</b>  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | <b>7</b>  | 4,476 |

**Part XII** **Qualifying Distributions** (see page 25 of the instructions)

|          |   |           |       |
|----------|---|-----------|-------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes   |           |       |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26   | <b>1a</b> | 1,396 |
| <b>b</b> | Program-related investments - total from Part IX-B  | <b>1b</b> |       |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes   | <b>2</b>  |       |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the   |           |       |
| <b>a</b> | Suitability test (prior IRS approval required)  | <b>3a</b> |       |
| <b>b</b> | Cash distribution test (attach the required schedule)   | <b>3b</b> |       |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.  | <b>4</b>  | 1,396 |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) | <b>5</b>  |       |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.  | <b>6</b>  | 1,396 |

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

|  | (a)<br>Corpus | (b)<br>Years prior to 2008 | (c)<br>2008 | (d)<br>2009 |
|--|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2009 from Part XI,<br>line 7 . . . . .   |               |                            |             | 4,476       |
| <b>2</b> Undistributed income, if any, as of the end of 2009   |               |                            |             |             |
| <b>a</b> Enter amount for 2008 only . . . . .  |               |                            |             |             |
| <b>b</b> Total for prior years . . . . .   |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2009   |               |                            |             |             |
| <b>a</b> From 2004 . . . . .   |               |                            |             |             |
| <b>b</b> From 2005 . . . . .   |               |                            |             |             |
| <b>c</b> From 2006 . . . . .   |               |                            |             | 212         |
| <b>d</b> From 2007 . . . . .   |               |                            |             |             |
| <b>e</b> From 2008 . . . . .   |               |                            |             | 15,768      |
| <b>f</b> Total of lines 3a through e . . . . .   | 15,980        |                            |             |             |
| <b>4</b> Qualifying distributions for 2009 from Part XII,<br>line 4 ▶ \$ 1,396   |               |                            |             |             |
| <b>a</b> Applied to 2008, but not more than line 2a . . . . .  |               |                            |             |             |
| <b>b</b> Applied to undistributed income of prior years<br>(Election required - see page 26 of the instructions)   |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election<br>required - see page 26 of the instructions) . . . . .   |               |                            |             |             |
| <b>d</b> Applied to 2009 distributable amount . . . . .  |               |                            |             | 1,396       |
| <b>e</b> Remaining amount distributed out of corpus . . . . .  |               |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2009 . . . . .<br>(If an amount appears in column (d), the same<br>amount must be shown in column (a) )   | 3,080         |                            |             | 3,080       |
| <b>6</b> Enter the net total of each column as<br>indicated below:   |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .   | 12,900        |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract<br>line 4b from line 2b . . . . .  |               |                            |             |             |
| <b>c</b> Enter the amount of prior years' undistributed<br>income for which a notice of deficiency has<br>been issued, or on which the section 4942(a)<br>tax has been previously assessed . . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable<br>amount - see page 27 of the instructions . . . . .   |               |                            |             |             |
| <b>e</b> Undistributed income for 2008 Subtract line<br>4a from line 2a Taxable amount - see page<br>27 of the instructions . . . . .  |               |                            |             |             |
| <b>f</b> Undistributed income for 2009 Subtract lines<br>4d and 5 from line 1 This amount must be<br>distributed in 2010 . . . . .   |               |                            |             | 0           |
| <b>7</b> Amounts treated as distributions out of corpus<br>to satisfy requirements imposed by section<br>170(b)(1)(F) or 4942(g)(3) (see page 27 of the<br>instructions) . . . . .                   |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2004 not<br>applied on line 5 or line 7 (see page 27 of the<br>instructions) . . . . .  |               |                            |             |             |
| <b>9</b> Excess distributions carryover to 2010.<br>Subtract lines 7 and 8 from line 6a . . . . .  | 12,900        |                            |             |             |
| <b>10</b> Analysis of line 9   |               |                            |             |             |
| <b>a</b> Excess from 2005 . . . . .  |               |                            |             |             |
| <b>b</b> Excess from 2006 . . . . .  |               |                            |             |             |
| <b>c</b> Excess from 2007 . . . . .  |               |                            |             |             |
| <b>d</b> Excess from 2008 . . . . .  |               |                            |             | 12,900      |
| <b>e</b> Excess from 2009 . . . . .  |               |                            |             |             |

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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

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

|  | Tax year | Prior 3 years |          |          | (e) Total |
|--|----------|---------------|----------|----------|-----------|
|  | (a) 2009 | (b) 2008      | (c) 2007 | (d) 2006 |           |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .                      |          |               |          |          |           |
| <b>b</b> 85% of line 2a . . . . .  |          |               |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .   |          |               |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .   |          |               |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c. . . . .                                    |          |               |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon   |          |               |          |          |           |
| <b>a</b> "Assets" alternative test - enter   |          |               |          |          |           |
| <b>(1)</b> Value of all assets. . . . .  |          |               |          |          |           |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .   |          |               |          |          |           |
| <b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .                              |          |               |          |          |           |
| <b>c</b> "Support" alternative test - enter  |          |               |          |          |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |          |               |          |          |           |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .                                      |          |               |          |          |           |
| <b>(3)</b> Largest amount of support from an exempt organization . . . . .   |          |               |          |          |           |
| <b>(4)</b> Gross investment income . . . . .   |          |               |          |          |           |

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**

**1 Information Regarding Foundation Managers:**

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

None,

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

None,

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

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

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

990APP

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

**c** Any submission deadlines

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient                           | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|-------------------------------------|---|--------------------------------|----------------------------------|-----------|
| Name and address (home or business) |   |                                |                                  |           |
| a Paid during the year              |   |                                |                                  |           |
| <b>Total</b> . . . . .              |   |                                |                                  | <b>3a</b> |
| b Approved for future payment       |   |                                |                                  |           |
| <b>Total</b> . . . . .              |   |                                |                                  | <b>3b</b> |



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

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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.
Signature of officer or trustee: [Signature] Date: 4-12-11 Title: Fdn Mgr
Preparer's signature: [Signature] Date: 4-11-11 Check if self-employed: [ ] Preparer's identifying number: [ ]
Firm's name (or yours if self-employed), address, and ZIP code: William A Morrisett CPA LLC, Cumming, GA 30040 EIN: [ ] Phone no: 678-947-8900

**Federal Supporting Statements****2009 PG 01**

Name(s) as shown on return

Your Social Security Number

The Gillespie Foundation Inc

56-2019456

**Form 990PF, Part XV, Line 2  
Application Submission Information**

990APP

**Grant Program**

Grants

**Applicant Name**

John M Gillespie III

**Address**

335 Roswell Hills Ct Roswell GA 30075

**Telephone**

404-580-2667

**Form & Content**

Written request specifying name, title, address, telephone number, amount requested and its purpose, and a brief description of the organization.

**Submission Deadline**

None

**Restrictions on Award**

None

**Federal Supporting Statements**

**2009 PG 01**

Name(s) as shown on return

FEIN

The Gillespie Foundation Inc

56-2019456

Form 990PF, Part II, Line 22  
Other Liabilities Schedule

Statement #121

| <u>Description</u> | <u>BOY Amount</u> | <u>EOY Amount</u> |
|--------------------|-------------------|-------------------|
| Cash overdraft     | 7,635             | _____             |
| Total              | <u>7,635</u>      | <u>_____</u>      |

PG 01

Form 990PF, Part II, Line 10(a)  
Investments: Government Obligation Schedule

Statement #136

| <u>Category</u>           | <u>Book Value (BOY)</u> | <u>Book Value (EOY)</u> | <u>FMV (EOY)</u> |
|---------------------------|-------------------------|-------------------------|------------------|
| Fed Home Ln Mtg Corp 2010 | 1,012                   |                         |                  |
| Fed Natl Mtg Assoc 2011   | 3,061                   | 1,010                   | 1,040            |
| Fed Natl Mtg Assoc 2030   | 1,197                   | 1,192                   | 1,226            |
| US Treasury Bill 2009     | 999                     |                         |                  |
| US Treasury Note 2013     | 1,140                   | 1,110                   | 1,092            |
| US Treasury Bond 2016     | 1,215                   | 1,188                   | 1,256            |
| US Treasury Bond 2029     | 1,206                   | 1,200                   | 1,229            |
| US Treasury Note 2011     | 1,259                   | 1,050                   | 1,062            |
| US Treasury Note 2019     | 2,036                   | 910                     | 943              |
| US Treasury Note 2015     | 5,257                   | 1,045                   | 1,106            |
| US Treasury Note 2017     | 2,117                   | 1,142                   | 1,110            |
| US Treasury Note          | 1,159                   | 1,091                   | 1,092            |
| US Treasury Note 2018     | 959                     | 958                     | 1,017            |
| US Treasury Bond 2038     | 956                     | 956                     | 980              |
| US Treasury Bond 2023     | 2,550                   | 1,260                   | 1,310            |
| Totals                    | <u>26,123</u>           | <u>14,112</u>           | <u>14,463</u>    |

## Federal Supporting Statements

2009 PG 01

Name(s) as shown on return

FEIN

The Gillespie Foundation Inc

56-2019456

Form 990PF, Part II, Line 10(b)  
Investments: Corporate Stock Schedule

Statement #137

| <u>Category</u>            | <u>BOY</u> | <u>Book Value</u> | <u>EOY FMV</u> |
|----------------------------|------------|-------------------|----------------|
| CMS Energy Corp            |            | 5,158             | 4,886          |
| Danaher Corp               |            | 941               | 1,036          |
| General Mills              |            | 708               | 1,008          |
| Chevron                    |            | 9,577             | 8,676          |
| JP Morgan Chase            | 1,519      |                   |                |
| Schlumberger               | 1,271      |                   |                |
| Verizon Communications     | 1,025      |                   |                |
| Wal-Mart                   | 1,563      | 1,034             | 1,135          |
| Northeast Utilities        |            | 5,336             | 5,120          |
| AMR Corp                   | 458        |                   |                |
| AMD                        | 862        |                   |                |
| Air Products & Chem        | 1,231      | 763               | 892            |
| ABB Ltd                    | 1,346      |                   |                |
| Amazon.com                 | 1,572      |                   |                |
| Aflac                      | 756        |                   |                |
| Alcon                      | 635        |                   |                |
| Activision Blizzard Inc    | 2,079      |                   |                |
| Apache Corp                | 702        | 530               | 829            |
| Apple Inc                  | 1,936      | 925               | 1,637          |
| Borg Warner Inc            | 1,445      |                   |                |
| Barrick Gold Corp          | 539        | 1,416             | 1,619          |
| Baxter Interntl Inc        | 662        |                   |                |
| Consol Energy Inc          | 595        |                   |                |
| Corning Inc                | 1,459      |                   |                |
| Cummins Inc                | 630        |                   |                |
| Denbury Res Inc            | 2,747      |                   |                |
| D R Horton Inc             | 1,081      |                   |                |
| Disney                     | 1,080      |                   |                |
| Eog Resources Inc          | 1,146      |                   |                |
| Exelon Corporation         | 2,251      |                   |                |
| Freeprt-Mcmran Cpr & Gld   | 925        | 1,128             | 1,503          |
| Google Inc                 | 310        |                   |                |
| Gilead Sciences Inc        | 1,128      | 1,164             | 1,143          |
| Illinois Tool Works        | 691        |                   |                |
| Illumina Inc               | 1,830      |                   |                |
| Juniper Networks Inc       | 2,181      |                   |                |
| Kellogg Co PV              | 819        |                   |                |
| Lockheed Martin Corp       | 873        |                   |                |
| Lauder Estee Cos Inc A     | 688        |                   |                |
| Medco Health Solutions     | 863        | 889               | 1,202          |
| NASDAQ Omx Grp Inc         | 1,329      |                   |                |
| National-Oilwell Varco Inc | 844        |                   |                |
| Netapp Inc                 | 1,670      |                   |                |
| Occidental Pete Corp       | 1,930      | 9,570             | 9,582          |
| Paccar Inc                 | 754        |                   |                |

**Federal Supporting Statements**

**2009 PG 02**

Name(s) as shown on return

FEIN

The Gillespie Foundation Inc

56-2019456

**Form 990PF, Part II, Line 10(b)  
Investments: Corporate Stock Schedule**

Statement #137

| <u>Category</u>              | <u>BOY</u>    | <u>Book Value</u> | <u>EOY FMV</u> |
|------------------------------|---------------|-------------------|----------------|
| Polo Ralph Lauren Corp A     | 1,465         |                   |                |
| Praxair Inc                  | 812           |                   |                |
| Qualcomm Inc                 | 2,579         |                   |                |
| Red Hat Inc                  | 1,831         |                   |                |
| Shaw Group Inc               | 2,473         |                   |                |
| Schwab Charles Corp          | 868           |                   |                |
| Salesforce.com Inc           | 1,534         |                   |                |
| Taiwan Mfg ADR               | 998           |                   |                |
| TD Ameritrade Hldg Corp      | 1,600         |                   |                |
| Thermo Fisher Scientific Inc | 1,690         |                   |                |
| Toyota Motor Corp ADR        | 1,182         |                   |                |
| Union Pacific Corp           | 981           |                   |                |
| Visa Inc Cl A                | 436           |                   |                |
| <b>Totals</b>                | <u>65,874</u> | <u>39,139</u>     | <u>40,268</u>  |

**Form 990PF, Part II, Line 10(c)  
Investments: Corporate Bond Schedule**

**PG 01  
Statement #138**

| <u>Category</u>             | <u>BOY</u>   | <u>Book Value</u> | <u>EOY FMV</u> |
|-----------------------------|--------------|-------------------|----------------|
| General Dyn Corp 2013       | 989          | 989               | 1,065          |
| Goldman Sachs 2012          | 1,019        | 1,014             | 1,078          |
| Citigroup Inc 2011          | 1,026        | 1,017             | 1,035          |
| Concophillips 2012          | 1,013        | 1,010             | 1,080          |
| JP Morgan Chase 2013        | 1,007        | 1,005             | 1,087          |
| Morgan Stanley 2012         | 993          |                   |                |
| Verizon Global 2013         | 965          | 965               | 1,064          |
| Wal-mart Stores 2013        | 1,009        | 1,007             | 1,084          |
| Nm Genl Elec Cap Corp 2012  | 1,031        | 1,022             | 1,082          |
| US Bancorp 2012             |              | 1,003             | 1,024          |
| FPC Capital I               |              | 4,601             | 4,581          |
| General Elec Cap Public Inc |              | 4,356             | 4,408          |
| Georgia Pwr Cap Tr VII 2044 |              | 4,536             | 4,500          |
| <b>Totals</b>               | <u>9,052</u> | <u>22,525</u>     | <u>23,088</u>  |

# Federal Supporting Statements

**2009** PG 01

Your Social Security Number

56-2019456

Name(s) as shown on return

The Gillespie Foundation Inc

Statement #109

Form 990PF, Part I, Line 16(c) - Other Professional Fees Schedule

| Description               | Revenue and expenses | Net investment | Adjusted net income | Charitable purpose |
|---------------------------|----------------------|----------------|---------------------|--------------------|
| Portfolio management fees | 1,418                | 1,418          | 0                   | 0                  |
| <b>Totals</b>             | <u>1,418</u>         | <u>1,418</u>   | <u>0</u>            | <u>0</u>           |

PG 01

Statement #110

Form 990PF, Part I, Line 18 - Taxes Schedule

| Description          | Revenue and expenses | Net investment | Adjusted net income | Charitable purpose |
|----------------------|----------------------|----------------|---------------------|--------------------|
| Foreign dividend tax | 21                   | 21             | 0                   | 0                  |
| <b>Totals</b>        | <u>21</u>            | <u>21</u>      | <u>0</u>            | <u>0</u>           |

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

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

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

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

Form fields for Name of Exempt Organization (The Gillespie Foundation Inc), Employer identification number (56-2019456), and address (335 Roswell Hills Court, Roswell, GA 30075).

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

- Form 990, Form 990-BL, Form 990-EZ, Form 990-PF, Form 990-T, Form 990-T (trust other than above), Form 1041-A, Form 4720, Form 5227, Form 6069, Form 8870.

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

The books are in the care of John M Gillespie III Telephone No 404-580-2667 FAX No

If the organization does not have an office or place of business in the United States, check this box

If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box If it is for part of the group, check this box and attach a

list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 01-18, 2011
5 For calendar year, or other tax year beginning 03-01, 2009 and ending 02-28, 2010
6 If this tax year is for less than 12 months, check reason Initial return, Final return, Change in accounting period

State in detail why you need the extension Additional third-party information is needed in order to file a complete and accurate return.

Table with 3 rows (8a, 8b, 8c) and 2 columns (Label, Amount). 8a: tentative tax less nonrefundable credits \$0. 8b: refundable credits and estimated tax payments \$0. 8c: Balance Due \$0.

Signature and Verification

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

Signature: William A. Monnett Title: CPA Date: 10-14-2010 EEA Form 8868 (Rev 4-2009)