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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2009

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 7/1/2009, and ending 6/30/2010

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

| | | | |
|--|---|--|---|
| Use the IRS label. Otherwise, print or type. See Specific Instructions. | Name of foundation SEBY B JONES FAMILY FOUNDATION, INC | | A Employer identification number 31-1578859 |
| | Number and street (or P.O. box number if mail is not delivered to street address) P O BOX 19067 | Room/suite | B Telephone number (see page 10 of the instructions) 919/829-2499 |
| | City or town, state, and ZIP code RALEIGH NC 27619 | | C If exemption application is pending, check here <input type="checkbox"/> |
| | | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 9,971,466 | | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.) | |

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

| | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|------------------------------------|---------------------------|-------------------------|---|
| Revenue | | | | |
| 1 Contributions, gifts, grants, etc., received (attach schedule) | 383,568 | | | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| 3 Interest on savings and temporary cash investments | 115,910 | 115,910 | | |
| 4 Dividends and interest from securities | 191,420 | 191,420 | | |
| 5 a Gross rents | | 0 | | |
| b Net rental income or (loss) | 0 | | | |
| 6 a Net gain or (loss) from sale of assets not on line 10 | 163,369 | | | |
| b Gross sales price for all assets on line 6a | 3,131,012 | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 163,369 | | |
| 8 Net short-term capital gain | | | 0 | |
| 9 Income modifications | | | | |
| 10 a Gross sales less returns and allowances | 0 | | | |
| b Less: Cost of goods sold | 0 | | | |
| c Gross profit or (loss) (attach schedule) | 0 | | | |
| 11 Other income (attach schedule) | -1,821 | 0 | 0 | |
| 12 Total. Add lines 1 through 11 | 852,446 | 470,699 | 0 | |
| Operating and Administrative Expenses | | | | |
| 13 Compensation of officers, directors, trustees, etc. | 0 | | | |
| 14 Other employee salaries and wages | | | | |
| 15 Pension plans, employee benefits | | | | |
| 16 a Legal fees (attach schedule) | 0 | 0 | 0 | 0 |
| b Accounting fees (attach schedule) | 1,760 | 0 | 0 | 0 |
| c Other professional fees (attach schedule) | 111,819 | 0 | 0 | 0 |
| 17 Interest | | | | |
| 18 Taxes (attach schedule) (see page 14 of the instructions) | 0 | 0 | 0 | 0 |
| 19 Depreciation (attach schedule) and depletion | 0 | 0 | 0 | |
| 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | | | | |
| 22 Printing and publications | | | | |
| 23 Other expenses (attach schedule) | 1,212 | 0 | 0 | 0 |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 114,791 | 0 | 0 | 0 |
| 25 Contributions, gifts, grants paid | 703,450 | | | 703,450 |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 818,241 | 0 | 0 | 703,450 |
| 27 Subtract line 26 from line 12 | | | | |
| a Excess of revenue over expenses and disbursements | 34,205 | | | |
| b Net investment income (if negative, enter -0-) | | 470,699 | | |
| c Adjusted net income (if negative, enter -0-) | | | 0 | |

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

(HTA)

Form 990-PF (2009)

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) | | | Beginning of year | End of year | |
|-----------------------------|--|--|---|-----------------------|-------------------|-------------|--|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value | | | |
| Assets | 1 | Cash—non-interest-bearing | 2,935 | 11,806 | 11,806 | | |
| | 2 | Savings and temporary cash investments | 446,170 | 332,510 | 332,510 | | |
| | 3 | Accounts receivable | 0 | | | | |
| | | Less: allowance for doubtful accounts | 0 | 0 | 0 | | |
| | 4 | Pledges receivable | 0 | | | | |
| | | Less: allowance for doubtful accounts | 0 | 0 | 0 | | |
| | 5 | Grants receivable | | | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) | 0 | 0 | 0 | | |
| | 7 | Other notes and loans receivable (attach schedule) | 930,628 | | | | |
| | | Less: allowance for doubtful accounts | 0 | | | | |
| | 8 | Inventories for sale or use | | | | | |
| | 9 | Prepaid expenses and deferred charges | | | | | |
| | 10 a | Investments—U.S. and state government obligations (attach schedule) | 0 | 0 | 0 | | |
| | b | Investments—corporate stock (attach schedule) | 6,421,368 | 7,742,470 | 7,725,578 | | |
| | c | Investments—corporate bonds (attach schedule) | 1,697,158 | 812,546 | 865,938 | | |
| | Liabilities | 11 | Investments—land, buildings, and equipment: basis | 0 | | | |
| | | Less: accumulated depreciation (attach schedule) | 0 | 0 | 0 | | |
| 12 | | Investments—mortgage loans | | | | | |
| 13 | | Investments—other (attach schedule) | 50,000 | 110,481 | 105,006 | | |
| 14 | | Land, buildings, and equipment: basis | 0 | | | | |
| | | Less: accumulated depreciation (attach schedule) | 0 | 0 | 0 | | |
| 15 | | Other assets (describe) | 0 | 0 | 0 | | |
| 16 | | Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I) | 9,903,787 | 9,940,441 | 9,971,466 | | |
| 17 | | Accounts payable and accrued expenses | | | | | |
| 18 | | Grants payable | | | | | |
| Net Assets or Fund Balances | 19 | Deferred revenue | | | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | 0 | 0 | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | 0 | 0 | | | |
| | 22 | Other liabilities (describe: <u>Accrued liability</u>) | 21 | 2,470 | | | |
| | 23 | Total liabilities (add lines 17 through 22) | 21 | 2,470 | | | |
| | 24 | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/> | | | | | |
| | 25 | Unrestricted | | | | | |
| | 26 | Temporarily restricted | | | | | |
| | 26 | Permanently restricted | | | | | |
| | 27 | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/> | | | | | |
| 27 | Capital stock, trust principal, or current funds | 9,903,766 | 9,937,971 | | | | |
| 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | | | | |
| 30 | Total net assets or fund balances (see page 17 of the instructions) | 9,903,766 | 9,937,971 | | | | |
| 31 | Total liabilities and net assets/fund balances (see page 17 of the instructions) | 9,903,787 | 9,940,441 | | | | |

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 | 9,903,766 |
| 2 | Enter amount from Part I, line 27a | 2 | 34,205 |
| 3 | Other increases not included in line 2 (itemize) | 3 | 0 |
| 4 | Add lines 1, 2, and 3 | 4 | 9,937,971 |
| 5 | Decreases not included in line 2 (itemize) | 5 | 0 |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 | 6 | 9,937,971 |

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 SCHEDULE ATTACHED | P | 5/18/2008 | 7/10/2009 |
| b SCHEDULE ATTACHED | P | 3/24/2009 | 8/11/2009 |
| 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 477,524 | 0 | 512,186 | -34,662 |
| b 2,653,488 | 0 | 2,455,457 | 198,031 |
| c 0 | 0 | 0 | 0 |
| d 0 | 0 | 0 | 0 |
| e 0 | 0 | 0 | 0 |

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------|--------------------------------------|---|--|
| a 0 | 0 | 0 | -34,662 |
| b 0 | 0 | 0 | 198,031 |
| c 0 | 0 | 0 | 0 |
| d 0 | 0 | 0 | 0 |
| e 0 | 0 | 0 | 0 |

| | | |
|---|----------|---------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | 2 | 163,369 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 | 3 | 198,031 |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.**1** Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|--|--|--|---|
| 2008 | 978,702 | 10,506,950 | 0.093148 |
| 2007 | 1,167,885 | 14,112,111 | 0.082758 |
| 2006 | 951,145 | 12,620,444 | 0.075365 |
| 2005 | 846,160 | 12,620,444 | 0.067047 |
| 2004 | 807,933 | 11,478,404 | 0.070387 |

| | | |
|--|----------|-----------|
| 2 Total of line 1, column (d) | 2 | 0.388705 |
| 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 | 0.077741 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 9,084,495 |
| 5 Multiply line 4 by line 3 | 5 | 706,238 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 4,707 |
| 7 Add lines 5 and 6 | 7 | 710,945 |
| 8 Enter qualifying distributions from Part XII, line 4 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 | 703,450 |

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

| | | | |
|---|----|-------|-------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b _____ | | 1 | 9,414 |
| 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 | 9,414 |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 9,414 |
| 6 Credits/Payments: | | | |
| a 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 8,362 | |
| b Exempt foreign organizations—tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | 0 | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 8,362 | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached | 8 | 0 | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 1,052 | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 0 | |
| 11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <u>0</u> Refunded <u>0</u> | 11 | 0 | |

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|-----------------|--|------------------------------|---|---|
| 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 | | | | |
| 14 | The books are in care of | SEBY RUSSELL JONES | | |
| | Located at | 1207 FRONT STREET RALEIGH NC | | |
| | Telephone no | 919/829-2499 | | |
| | ZIP+4 | 27609 | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here | | | |
| | and enter the amount of tax-exempt interest received or accrued during the year | 15 | | |

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

| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | Yes | No |
|---|---|------------------------------|--|
| 1a | During the year did the foundation (either directly or indirectly): | | |
| (1) | Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (6) | Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here | 1b | N/A |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 1c | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | |
| a | At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| | If "Yes," list the years | 20 , 20 , 20 , 20 | |
| 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 | 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 | 20 , 20 , 20 , 20 | |
| 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.) | 3b | N/A |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | 4b | X |

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**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 inRegulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ☐ N/AOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐**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 |
|----------------------|---|---|---|---------------------------------------|
| NONE | | 0 | 0 | 0 |
| | | 0 | 0 | 0 |
| | | 0 | 0 | 0 |
| | | 0 | 0 | 0 |
| | | 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 | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |

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 NA | |
| 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 | |
| 3 All other program-related investments. See page 24 of the instructions | |
| | 0 |
| Total. Add lines 1 through 3 | 0 |

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

| | | | |
|----------|--|-----------|-----------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 8,616,409 |
| b | Average of monthly cash balances | 1b | 606,429 |
| c | Fair market value of all other assets (see page 24 of the instructions) | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 9,222,838 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 9,222,838 |
| 4 | Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 138,343 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | 5 | 9,084,495 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 454,225 |

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

| | | | |
|-----------|--|-----------|---------|
| 1 | Minimum investment return from Part X, line 6 | 1 | 454,225 |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 9,414 |
| b | Income tax for 2009. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 9,414 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 444,811 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 444,811 |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 444,811 |

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

| | | | |
|----------|---|-----------|---------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 | 1a | 703,450 |
| 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 | 0 |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4. | 4 | 703,450 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) | 5 | 0 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 703,450 |

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

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

| | (a) Corpus | (b) Years prior to 2008 | (c) 2008 | (d) 2009 |
|---|------------------|----------------------------|-------------|----------------|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 444,811 |
| 2 Undistributed income, if any, as of the end of 2009: | | | | |
| a Enter amount for 2008 only | | | 0 | |
| b Total for prior years. 20____, 20____, 20____ | | 0 | | |
| 3 Excess distributions carryover, if any, to 2009: | | | | |
| a From 2004 | 809,224 | | | |
| b From 2005 | 225,899 | | | |
| c From 2006 | 270,973 | | | |
| d From 2007 | 484,909 | | | |
| e From 2008 | 462,000 | | | |
| f Total of lines 3a through e | 2,253,005 | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 703,450 | | | | |
| a Applied to 2008, but not more than line 2a | | | 0 | |
| b Applied to undistributed income of prior years (Election required—see page 26 of the instructions) | | 0 | | |
| c Treated as distributions out of corpus (Election required—see page 26 of the instructions) | 0 | | | |
| d Applied to 2009 distributable amount | | | | 444,811 |
| e Remaining amount distributed out of corpus | 258,639 | | | |
| 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: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 2,511,644 | | | |
| 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 | | | | |
| d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions | | 0 | | |
| e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions | | | 0 | |
| f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | 0 |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) | 809,224 | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 1,702,420 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2005 | 225,899 | | | |
| b Excess from 2006 | 270,973 | | | |
| c Excess from 2007 | 484,909 | | | |
| d Excess from 2008 | 462,000 | | | |
| e Excess from 2009 | 258,639 | | | |

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| <div>Recipient</div> <div>Name and address (home or business)</div> | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|---------|
| a Paid during the year Schedule attached | | | | 703,450 |
| Total | | | ▶ 3a | 703,450 |
| b Approved for future payment | | | | |
| Total | | | ▶ 3b | 0 |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated. | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See page 28 of the instructions.) |
|---|---------------------------|---------------|--------------------------------------|---------------|--|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a _____ | | 0 | | 0 | 0 |
| b _____ | | 0 | | 0 | 0 |
| c _____ | | 0 | | 0 | 0 |
| d _____ | | 0 | | 0 | 0 |
| e _____ | | 0 | | 0 | 0 |
| f _____ | | 0 | | 0 | 0 |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 115,910 | |
| 4 Dividends and interest from securities | | | 14 | 191,420 | |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | | 163,369 | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue a _____ | | 0 | | 0 | 0 |
| b _____ | | 0 | | 0 | 0 |
| c _____ | | 0 | | 0 | 0 |
| d _____ | | 0 | | 0 | 0 |
| e _____ | | 0 | | 0 | 0 |
| 12 Subtotal. Add columns (b), (d), and (e) | | 0 | | 470,699 | 0 |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | 470,699 | 470,699 |

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

[illegible]

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?
- | | Yes | No |
|--|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) Cash | | X |
| (2) Other assets | | X |
| b Other transactions: | | |
| (1) Sales of assets to a noncharitable exempt organization | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | X |
| (3) Rental of facilities, equipment, or other assets | | X |
| (4) Reimbursement arrangements | | X |
| (5) Loans or loan guarantees | | X |
| (6) Performance of services or membership or fundraising solicitations | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

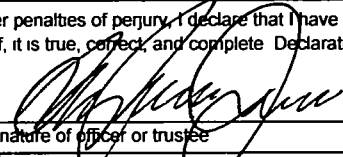

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|-------------|---------------------|---|--|
| | 0 | | |
| | 0 | | |
| | 0 | | |
| | 0 | | |
| | 0 | | |
| | 0 | | |
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| | 0 | | |
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| | 0 | | |
| | 0 | | |
| | 0 | | |
| | 0 | | |
| | 0 | | |

- 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 |
|--------------------------|--------------------------|---------------------------------|
| | | |
| | | |
| | | |
| | | |
| | | |

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 | | 11/11/10 Date | MANAGER Title |
| |  Preparer's signature | | 10/25/2010 Date | Check if self-employed <input checked="" type="checkbox"/> |
| | Firm's name (or yours if self-employed), address, and ZIP code Roger F. Eller P O Box 515, Sneads Ferry, NC 28460 | | Preparer's identifying number (see Signature on page 30 of the instructions) EIN ▶ 56-6147081 Phone no. 910/327-0223 | |
| | | | | |

SEBY B JONES FAMILY FOUNDATION, INC
Part IV (990-PF) Capital Gain & Loss on Investment Income

| Property | Date Acq | Date Sold | Sales Price | Cost | Gin/loss |
|-------------------------|----------|-----------|------------------|------------------|----------------|
| SHORT TERM: | | | | | |
| S&P N American Tech | 3-24-09 | worthless | 0 | 4,275 | (4,275) |
| BP Plc Sponsors | 3-25-09 | 8-11-09 | 57,575 | 49,834 | 7,741 |
| Baxter Intl | 3-25-09 | worthless | 0 | 2,400 | (2,400) |
| Intermediate Bond Fd | 3-10-09 | 8-26-09 | 55,000 | 53,231 | 1,769 |
| Proshares Ultrashort | 5-11-09 | 8-10-09 | 94,623 | 91,015 | 3,608 |
| Goldman Sachs Gp | 3-23-09 | 9-08-09 | 204,600 | 183,156 | 21,444 |
| Honeywell Intl Inc | 3-25-09 | 9-18-09 | 69,298 | 58,932 | 10,366 |
| Ishares MSCI | 3-24-09 | 9-18-09 | 62,238 | 51,036 | 11,202 |
| Select Sector SPDR | 3-24-09 | 9-17-09 | 251,723 | 202,517 | 49,206 |
| Bond Fd of Am | 3-10-09 | 10-16-09 | 171,615 | 152,121 | 19,494 |
| Amazon Com Inc | 9-30-09 | 10-23-09 | 123,159 | 112,490 | 10,669 |
| Intermediate Bond Fd | 3-10-09 | 10-16-09 | 250,000 | 240,122 | 9,878 |
| S&P N America Tech | 3-24-09 | 10-16-09 | 56,299 | 47,171 | 9,128 |
| Baxter Intl Inc | 3-25-09 | 11-23-09 | 2,650 | 0 | 2,650 |
| Energy Trans Partners | 6-12-09 | 11-23-09 | 43,573 | 43,122 | 451 |
| Ishares Tr Russell | 5-11-09 | 11-20-09 | 114,657 | 97,024 | 17,633 |
| Research in Motion | 9-25-09 | 11-23-09 | 2,790 | 450 | 2,340 |
| Ishares MSCI | 6-12-09 | 12-18-09 | 60,913 | 50,578 | 10,335 |
| UTS Spdr Tr | 9-08-09 | 12-02-09 | 2,100 | 94,200 | (92,100) |
| United Parcel Service | 6-12-09 | 1-15-10 | 56,899 | 48,288 | 8,611 |
| Parker Hannifin Corp | 6-12-09 | 1-15-10 | 57,349 | 46,012 | 11,337 |
| Gilead Sciences | 7-02-09 | 1-19-10 | 1,560 | 0 | 1,560 |
| Eaton Corp | 7-02-09 | 1-13-10 | 62,519 | 51,993 | 10,526 |
| Baxter Int'l Inc | 3-25-09 | 1-19-10 | 61,153 | 50,637 | 10,516 |
| Bond Fd of Am | 3-10-09 | 2-24-10 | 200,000 | 174,518 | 25,482 |
| Gilead Sciences | 12-02-09 | 2-22-10 | 1,625 | 0 | 1,625 |
| Smith Int'l Inc | 11-23-09 | 2-19-10 | 98,400 | 85,968 | 12,432 |
| Vectors Steel | 5-11-09 | 3-19-10 | 80,519 | 48,510 | 32,009 |
| Research in Motion | 11-30-09 | 3-11-10 | 4,500 | 3,958 | 542 |
| Unum Gp | 9-30-09 | 3-18-10 | 88,738 | 75,298 | 13,440 |
| BP Plc | 10-02-09 | 4-16-10 | 56,949 | 51,306 | 5,643 |
| Gilead Sciences Inc | 2-23-10 | 4-29-10 | 2,483 | 624 | 1,859 |
| Goldman Sachs Gp | 4-19-10 | 4-19-10 | 2,255 | 0 | 2,255 |
| Halliburtn Inc | 10-07-09 | 4-14-10 | 6,820 | 4,739 | 2,081 |
| Monsanto Co | 1-22-10 | 4-29-10 | 62,495 | 79,102 | (16,607) |
| Monsanto Co | 3-18-10 | 4-29-10 | 31,248 | 35,994 | (4,746) |
| Monsanto Co | 3-18-10 | 4-29-10 | 2,150 | 690 | 1,460 |
| Qualcom, Inc | 4-19-10 | 4-19-10 | 2,295 | | 2,295 |
| Monsnto Co | 1-22-10 | 4-29-10 | 4,900 | 550 | 4,350 |
| Halliburton Co Hldg | 4-16-10 | 5-03-10 | 4,712 | 4,541 | 171 |
| Halliburton Co Hldg | 10-07-09 | 5-03-10 | 57,515 | 52,493 | 5,022 |
| Curr Shs Euro Tr | 5-07-10 | 5-21-10 | 17,150 | 14,179 | 2,971 |
| Diamond Offshore Drlg | 10-30-09 | 6-03-10 | 35,349 | 56,999 | (21,650) |
| Diamond Offshore Drlg | 10-30-09 | 6-03-10 | 3,966 | 30 | 3,936 |
| Diamond Offshore Drlg | 2-24-10 | 6-03-10 | 23,566 | 34,894 | (11,328) |
| Diamond Offshore Drlg | 2-24-10 | 6-03-10 | 3,560 | 460 | 3,100 |
| TOTAL SHORT TERM | | | 2,653,488 | 2,455,457 | 198,031 |

SEBY B JONES FAMILY FOUNDATION, INC
Part IV (990-PF) Capital Gain & Loss on Investment Income

| Property | Date Acq | Date Sold | Sales Price | Cost | Gin/loss |
|------------------------|----------|-----------|----------------|----------------|-----------------|
| LONG TERM: | | | | | |
| Bond Fd of Am | 5-18-08 | 7-10-09 | 99,139 | 112,177 | (13,038) |
| Bond Fd of Am | 5-18-08 | 9-29-09 | 300,000 | 326,486 | (26,486) |
| Bond Fd of Am | 5-18-08 | 10-16-09 | 28,385 | 30,256 | (1,871) |
| Bond Fd of Am | 3-10-09 | 6-03-10 | 50,000 | 43,267 | 6,733 |
| TOTAL LONG TERM | | | 477,524 | 512,186 | (34,662) |

Part XV, Line 3a Grants and Contributions Paid
31-1578859 990-PF

| <u>Name and Address</u> | <u>Purpose</u> | <u>Amount</u> |
|---|---|------------------|
| Alzheimer's Association 400 Oberlin Road, Suite 220 Raleigh, NC 27605-1351 | Promote Healthcare | 2,500.00 |
| Amazon Outreach P O. Box 794763, Dallas, TX 75379 | Christian Missions | 2,800.00 |
| American Heart Association 7272 Greenville Ave.; Dallas TX 75231 | Healthcare | 2,500.00 |
| Arid Serenity P. O. Box 4804, Wilmington, NC 28406 | Alcoholism Support | 12,000.00 |
| ARTSPLOSURE 336 Fayetteville St. Mall, Suite 405 Raleigh, NC 27601 | Cultural Preservation | 1,000.00 |
| Beginnings P. O. Box 17646, Raleigh, NC 27619 | Help for Hearing Impaired Children | 500.00 |
| Boy Scouts of America-Occoneechee Council P O. Box 41229, Raleigh, NC 27629 | Help Youth | 5,000.00 |
| BOYS & GIRLS CLUBS c/o Thad Woodard P. O. Box 19999 Raleigh, NC 27619 | Better health & welfare for youths and underprivileged | 26,000.00 |
| Christian Library International P. O. Box 97095; Raleigh, NC 27624 | Distribute Christian Literature | 1,000.00 |
| Casi Kathleen George Memorial Schol. Fund c/o Randy George P. O. Box 53 Union, SC 29379 | Scholarship | 10,000.00 |
| CSU Foundation Women's Ice Hockey; P. O. Box 1870; Fort Collins, CO 80522-1870 | Education | 20,000.00 |
| ECU Medical & Health Sciences Foundation 525 Moye Blvd.; Greenville NC 27834 | Scholarship | 24,000.00 |
| Follow the Child Montessori School 1215 Ridge Road, Raleigh, NC 27607 | Promote education | 1,000.00 |
| Foundation for Good Business c/o Lloyd Hunter P. O. Box 26762 Raleigh, NC 27611-6762 | Promote better business practices | 2,000.00 |
| Greystone Baptist Church 7509 Leadmine Road Raleigh, NC 27615 | Scholarship | 10,000.00 |

| | | |
|---|---|-------------------|
| Highland Park K Life 7710 Callet St., Dallas, TX 75209 | Children | 3,000.00 |
| HEALING PLACE Attn: Dev. Director 1251 Goode Road Raleigh, NC 27603 | Promote welfare of homeless | 5,000.00 |
| HOSPICE OF WAKE CO. 1300 Saint Mary's Street Raleigh, NC 27605 | Provide assistance to terminally ill | 20,000.00 |
| House of Hope 408 Covered Bridge Road Clayton, NC 27520 | Help Troubled Teen Girls | 5,000.00 |
| Hudson Memorial Presbyterian Church 4921 Six Forks Road; Raleigh, NC 27609 | Religious | 200.00 |
| Interfaith Food Shuttle P. O. Box 14638 Raleigh, NC 27620 | Feed the Hungry | 5,000.00 |
| JDRF C/o Steve Merlin 3350 Riverwood Parkway, Suite 1600; Atlanta, GA 30339 | Children with Disabilities | 250.00 |
| Kamp Kanakyk Ministries 1353 Lakeshore Drive Branson, MO 65616 | Youth development program | 3,000.00 |
| Lance Armstrong Foundation Events 2201 E. Sixth Street, Austin, TX 78702 | Promote health care | 1,500.00 |
| Lewis R Holding Leadership Fund c/o NC Comm Foundation; 4601 Six Forks Rd. 524; Raleigh, NC 27609 | Promote Philanthropic Work | 500.00 |
| Louisburg College 501 N. Main Street, Louisburg, NC 27549 | Promote Education | 205,000.00 |
| Meals on Wheels P. O. Box 37639 Raleigh, NC 27627-7639 | Feed the elderly and poor | 5,000.00 |
| National MS Society 3101 Industrial Drive, Suite 210 Raleigh, NC 27609 | Promote health care | 2,500.00 |
| NC FEF P. O. Box 12406, Raleigh, NC 27605 | Promote Good Government | 1,000.00 |
| NC State University Foundation, Inc. Box 7501, 20 Enterprise St., Raleigh, NC 27695 | Education | 20,000.00 |
| NC Veterinary Medical Foundation, Inc. NCSU College of Veterinary Medicine Campus Box 8401 Raleigh, NC 27695 | Promote animal care | 1,000.00 |

| | | |
|--|--|------------------|
| NCSU College of Textiles Marvin Ball Scholarship, Campus Box 8301; Raleigh, NC 27695 | Promote Education | 1,000.00 |
| NCSU Student Aid NCSU Student Aid - NCSU Wolfpack Club P. O. Box 37100 Raleigh, NC 27627-7100 | Provide assistance for students | 37,000.00 |
| New Hanover Reg. Medical Center Found. 2259 S. 17 Street, Wilmington, NC 28401 | Help the Sick | 20,000.00 |
| New Hope Christian Church 105 East Lee Street, Raleigh, NC 27601 | Religious | 20,000.00 |
| New Life Camp 9927 Falls of Neuse Rd. Raleigh, NC 27614 | Provide camping for underprivileged | 10,000.00 |
| New Life Ministries P. O. Box 4006; Cary, NC 27519-4006 | Religious | 500.00 |
| North Carolina Community Foundation P. O. Box 2828 Raleigh, NC 27602-2828 | Promote philanthropic work | 5,000.00 |
| North Carolina Museum of Natural Science P. O. Box 26928; Raleigh NC 27611-6928 | Cultural Development | 2,500.00 |
| North Carolina Theatre 1 East South Street, Raleigh, NC 27601 | Youth Theatre | 2,500.00 |
| PASSAGE HOME Attn: Jeanne Tedrow P.O. Box 10347 Raleigh, NC 27605 | Help the homeless get into homes | 15,000.00 |
| RALEIGH LIONS CLUB 315 Hubert Street, Raleigh, NC 27603 | Assist people with blindness | 1,000.00 |
| Raleigh Little Theatre P. O. Box 5637, Raleigh, NC 27650 | Community Development | 2,500.00 |
| Raleigh Rescue Mission Lynn Daniell P.O. Box 27391 Raleigh, NC 27611 | Help the homeless | 10,000.00 |
| Shepherd's Table P. O. Box 28024 Raleigh, NC 27611 | Help the homeless | 2,000.00 |
| Sneads Ferry Presbyterian Church P. O. Box 759; Sneads Ferry, NC 28460 | Religious | 1,000.00 |
| SPCA of Wake County 200 Petfinder Lane Raleigh, NC 27603-6075 | Help animals | 10,000.00 |
| Spoleto Study Abroad Program P. O. Box 13389, Charlotte, NC 29422 | Education | 5,000.00 |
| ST. DAVID'S SCHOOL | Funds for better school | 30,000.00 |

P. O. Box 17787 Raleigh, NC 27619

| | | |
|---|---|----------------------------|
| Stop Hunger Now 2501 Clark Ave, Suite 301, Raleigh, NC 27607 | Help the Poor | 500.00 |
| Tammy Lynn Center 739 Chappell Drive Raleigh, NC 27606-3299 | Help to the mentally & physically handicapped | 30,000.00 |
| Thalian Hall P. O. Box 371, Wilmington, NC 28402 | Help the Arts | 17,500.00 |
| The Snail's Place P. O. Box 593; Saluda, NC 28773 | Missions | 500.00 |
| UNC Lineberger UNC Chapel Hill Campus Box 7295 Chapel Hill, NC 27599-7295 | Healthcare | 20,000.00 |
| UNICEF 125 Maiden Lane, New York, NY 10038 | Help for children | 5,000.00 |
| Wake Education Partnership 706 Hillsborough St., Suite A, Raleigh, NC 27603 | Promote better education | 5,000.00 |
| WakeMed Foundation 3000 New Bern Ave, Raleigh, NC 27610 | Healthcare | 3,000.00 |
| Watermark Community Church 7504 Lyndon B. Johnson Freeway Dallas, TX 75251 | Religious | 2,500.00 |
| World Medical Mission P. O. Box 3000; Boone, NC 28607 | Healthcare | 10,000.00 |
| YMCA P. O. Box 10976 Raleigh, NC 27605 | Better health and welfare for youths and underprivileged | 30,000.00 |
| Young Life P. O. Box 5893 Winston Salem, NC 27113 | Youth Development | 6,200.00 |
| | | <hr/> \$ 703,450.00 |

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

[illegible]

Line 11 (990-PF) - Other Income

| | | -1,821 | 0 | 0 |
|----|------------------------------------|--------------------------------------|--------------------------|------------------------|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1 | Partnership K-1 Plexus Fund II, LP | -1,821 | 0 | |
| 2 | | | 0 | |
| 3 | | | 0 | |
| 4 | | | 0 | |
| 5 | | | 0 | |
| 6 | | | 0 | |
| 7 | | | 0 | |
| 8 | | | 0 | |
| 9 | | | 0 | |
| 10 | | | 0 | |

Line 16b (990-PF) - Accounting Fees

| | | 1,760 | 0 | 0 | 0 |
|----|---|--------------------------------------|--------------------------|------------------------|--|
| | Name of Organization or Person Providing Service | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | ROGER F ELLER | 1,760 | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

Line 16c (990-PF) - Other Fees

| | | 111,819 | 0 | 0 | 0 |
|----|---|--------------------------------------|--------------------------|------------------------|--|
| | Name of Organization or Person Providing Service | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | DAVIDSON AND JONES CORP | 29,640 | | | |
| 2 | SMITH BARNEY | 82,179 | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

Line 23 (990-PF) - Other Expenses

| | | 1,212 | 0 | 0 | 0 |
|----|--------------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
| 1 | Amortization. See attached statement | 0 | 0 | 0 | 0 |
| 2 | Fund Raising | | | | |
| 3 | PUBLISH LEGAL AD | 112 | | | |
| 4 | PORTFOLIO DEDUCTIONS FROM K-1 | 203 | | | |
| 5 | OFFICE EXPENSES | 897 | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

Part II, Line 7 (990-PF) - Other Notes

| | | 0 | 1,286,156 | 930,628 | 0 | 930,628 | 0 | 930,628 | |
|----|---|-----------------------|---------------------------|-----------------|-----------------------------------|-------------------------|--|--------------------|-------------------|
| | Borrower's Name | Check "X" if Business | Check "X" if 501(c)3 Org. | Original Amount | Net Balance Due Beginning of Year | Balance Due End of Year | Allowance for Doubtful Accts End of Year | FMV of Other Notes | Security Provided |
| 1 | GATEWAY TRUST, P O BOX 19087, RALEIGH, NC 27601 | | | | 299,008 | 0 | | | |
| 2 | NORTHSIDE COMPANY, P O BOX 19087, RALEIGH, NC 27601 | | | | 987,148 | 930,628 | | 930,628 | |
| 3 | | | | | 0 | | | | |
| 4 | | | | | 0 | | | | |
| 5 | | | | | 0 | | | | |
| 6 | | | | | 0 | | | | |
| 7 | | | | | 0 | | | | |
| 8 | | | | | 0 | | | | |
| 9 | | | | | 0 | | | | |
| 10 | | | | | 0 | | | | |

Part

| | Date of Note | Maturity Date | Repayment Terms | Interest Rate | Purpose of Loan | Consideration Description | Consideration FMV | Relationship |
|----|--------------|---------------|-----------------|---------------|-----------------|---------------------------|-------------------|--------------|
| 1 | | | | | | | 299,008 | |
| 2 | | | | | | | 987,148 | |
| 3 | | | | | | | | |
| 4 | | | | | | | | |
| 5 | | | | | | | | |
| 6 | | | | | | | | |
| 7 | | | | | | | | |
| 8 | | | | | | | | |
| 9 | | | | | | | | |
| 10 | | | | | | | | |

Part II, Line 10b (990-PF) - Investments - Corporate Stock

| | | 6,421,368 | 7,742,470 | 6,251,456 | 7,725,578 |
|----|---------------------------------|----------------------------|---------------------------|---------------------|--------------------|
| | Description | Book Value Beg. of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year |
| 1 | MERRILL LYNCH-MUTUAL FUNDS | 0 | | | |
| 2 | BANK OF AMERICA-PREFERRED STOCK | 500 | | 0 | |
| 3 | MORGAN STANLEY COMMON STOCKS | 305,398 | 1,465,353 | 310,313 | 1,339,846 |
| 4 | MORGAN STANLEY CLOSED END FUNDS | 583,935 | 220,103 | 638,489 | 240,586 |
| 5 | MORGAN STANLEY MUTUAL FUNDS | 5,532,035 | 5,896,570 | 5,302,654 | 5,988,086 |
| 6 | MORGAN STANLEY PREFERRED STOCKS | | 160,444 | | 157,060 |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

| | Description | Interest Rate | Maturity Date | Book Value Beg. of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year |
|----|---------------------------------|------------------|------------------|----------------------------|---------------------------|---------------------|--------------------|
| | | | | 1,697,158 | 812,546 | 1,716,646 | 865,938 |
| 1 | M/L PROCEEDS VALUE 30 | | | 0 | 0 | 0 | |
| 2 | MORGAN STANLEY CORPORATE BONDS | | | 1,670,257 | 800,585 | 1,716,646 | 853,976 |
| 3 | MORGAN STANLEY-ACCRUED INTEREST | | | 26,901 | 11,961 | | 11,962 |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |

Part II, Line 13 (990-PF) - Investments - Other

| | | | | 50,000 | 110,481 | 105,006 |
|----|-----------------------------|--------------------|-------------------------|------------------------|-----------------|---------|
| | Item or Category | Basis of Valuation | Book Value Beg. of Year | Book Value End of Year | FMV End of Year | |
| 1 | BEAR STEARNS NOTE 6/15/2011 | AT COST | 50,000 | 50,000 | 44,525 | |
| 2 | PLEXUS FUND II, L.P. | AT COST | | 60,481 | 60,481 | |
| 3 | | | | | | |
| 4 | | | | | | |
| 5 | | | | | | |
| 6 | | | | | | |
| 7 | | | | | | |
| 8 | | | | | | |
| 9 | | | | | | |
| 10 | | | | | | |

Part II, Line 22 (990-PF) - Other Liabilities

| | 21 | | 2,470 |
|----|-------------------|-------------------|----------------|
| | Description | Beginning Balance | Ending Balance |
| 1 | Accrued liability | 21 | 2,470 |
| 2 | | | |
| 3 | | | |
| 4 | | | |
| 5 | | | |
| 6 | | | |
| 7 | | | |
| 8 | | | |
| 9 | | | |
| 10 | | | |

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

| | | Amount | | | | | | | | | | | | | | | | | | | | | | | |
|----|--------------------------|----------------------------|--------------|-----------------------------|-----------|--------|-----------|----------------------|--|--------------|---------------------|-------------------------------|------------------------------|---|--|--|--|--|--|--|--|--|--|--|--|
| | | Long Term CG Distributions | | Short Term CG Distributions | | 0 | | 0 | | | | | | | | | | | | | | | | | |
| | Kind(s) of Property Sold | CUSIP # | How Acquired | Date Acquired | Date Sold | Totals | 3,131,012 | Depreciation Allowed | Cost or Other Basis Plus Expense of Sale | Gain or Loss | FM V as of 12/31/69 | Adjusted Basis as of 12/31/69 | Excess of FMV Over Adj Basis | Gains Minus Excess of FMV Over Adjusted Basis or Losses | | | | | | | | | | | |
| 1 | SCHEDULE ATTACHED | | P | 5/18/2008 | 7/10/2009 | | 477,524 | 0 | 512,186 | -34,662 | | | 0 | -34,662 | | | | | | | | | | | |
| 2 | SCHEDULE ATTACHED | | P | 3/24/2009 | 8/11/2009 | | 2,653,488 | 0 | 2,455,457 | 188,031 | | | 0 | 188,031 | | | | | | | | | | | |
| 3 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |
| 4 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |
| 5 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |
| 6 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |
| 7 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |
| 8 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |
| 9 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |
| 10 | | | | | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | |