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Return of Private Foundation

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

Treated as a Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

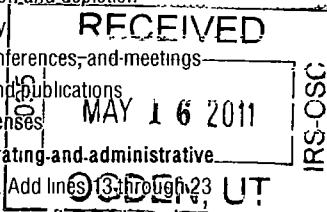
For calendar year 2009, or tax year beginning DEC 1, 2009, and ending NOV 30, 2010

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 The Smith Family Fund | | A Employer identification number 91-2056433 |
| | Number and street (or P.O. box number if mail is not delivered to street address) | Room/suite | B Telephone number 803-254-0542 |
| | City or town, state, and ZIP code Columbia, SC 29205 | | C If exemption application is pending, check here <input type="checkbox"/> |
| | H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 908,980. (Part I, column (d) must be on cash basis) | | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|--|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received | | | | N/A | |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B | | | | | |
| 3 Interest on savings and temporary cash investments | | 1,071. | 1,071. | | |
| 4 Dividends and interest from securities | | 15,340. | 15,340. | | |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 2,375. | | | |
| b Gross sales price for all assets on line 6a | | 154,160. | | | |
| 7 Capital gain net income (from Part IV, line 2) | | | 2,375. | | |
| 8 Net short-term capital gain | | | | | |
| 9 Income modifications | | | | | |
| 10a Gross sales less returns and allowances | | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) | | | | | |
| 11 Other income | | | | | |
| 12 Total. Add lines 1 through 11 | | 18,786. | 18,786. | | |
| 13 Compensation of officers, directors, trustees, etc. | | 0. | 0. | | 0. |
| 14 Other employee salaries and wages | | | | | |
| 15 Pension plans, employee benefits | | | | | |
| 16a Legal fees | | | | | |
| b Accounting fees Stmt 1 | | 2,233. | 0. | | 2,233. |
| c Other professional fees Stmt 2 | | 8,352. | 8,352. | | 0. |
| 17 Interest | | | | | |
| 18 Taxes Stmt 3 | | 46. | 46. | | 0. |
| 19 Depreciation and depletion | | | | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | | | | |
| 22 Printing and publications | | | | | |
| 23 Other expenses | | | | | |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 10,631. | 8,398. | | 2,233. |
| 25 Contributions, gifts, grants paid | | 30,000. | | | 30,000. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 40,631. | 8,398. | | 32,233. |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | | <21,845.> | | | |
| b Net investment income (if negative, enter -0-) | | | 10,388. | | |
| c Adjusted net income (if negative, enter -0-) | | | | N/A | |

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | |
|-----------------------------|---|---|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 52,615. | 30,974. | 30,974. |
| | 2 Savings and temporary cash investments | | | |
| | 3 Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock | | | |
| | c Investments - corporate bonds | | | |
| Liabilities | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less: accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other | | | |
| | 14 Land, buildings, and equipment: basis ▶ | | | |
| | Less: accumulated depreciation ▶ | | | |
| | 15 Other assets (describe ▶) | 749,974. | 749,756. | 878,006. |
| | 16 Total assets (to be completed by all filers) | 802,589. | 780,730. | 908,980. |
| | 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 | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 0. | 0. | |
| | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> | | | |
| | and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | 749,974. | 749,756. | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | 52,615. | 30,974. | |
| | 30 Total net assets or fund balances | 802,589. | 780,730. | |
| | 31 Total liabilities and net assets/fund balances | 802,589. | 780,730. | |

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 | 802,589. |
| 2 Enter amount from Part I, line 27a | 2 | <21,845.> |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 780,744. |
| 5 Decreases not included in line 2 (itemize) ▶ Cost Basis Adjustment | 5 | 14. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 780,730. |

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Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| 1a | | | |
| b See Attached Statement | | | |
| c | | | |
| d | | | |
| e | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e 154,160. | | 151,785. | 2,375. |

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

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---------------------------|--------------------------------------|---|---|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | 2,375. |

| | | | |
|--|---|---|--------|
| 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 | 2,375. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 | { } | 3 | N/A |

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2008 | 38,772. | 740,903. | .052331 |
| 2007 | 58,016. | 966,290. | .060040 |
| 2006 | 57,990. | 1,111,659. | .052165 |
| 2005 | 53,652. | 1,052,091. | .050996 |
| 2004 | 37,413. | 988,213. | .037859 |

| | | |
|---|---|----------|
| 2 Total of line 1, column (d) | 2 | .253391 |
| 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 | .050678 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 853,853. |
| 5 Multiply line 4 by line 3 | 5 | 43,272. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 104. |
| 7 Add lines 5 and 6 | 7 | 43,376. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 32,233. |

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

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

| | | | |
|--|----|------|------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b | | 1 | 208. |
| 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 | 208. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | 0. |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 208. |
| 6 Credits/Payments: | | | |
| a 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 182. | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 182. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 26. | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | | |
| 11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | X |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. | | X |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0. | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities. | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | | X |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV. | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> None | | |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation | | X |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | X |

N/A

See Statement 4

| | |
|----|---|
| 4b | X |
|----|---|

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

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

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

0

Part IX-A**Summary of Direct Charitable Activities**

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

| | Expenses |
|-------|----------|
| 1 N/A | |
| | |
| 2 | |
| | |
| 3 | |
| | |
| 4 | |
| | |

Part IX-B**Summary of Program-Related Investments**

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

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

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

| | | | |
|---|----|----------|--|
| 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | | |
| a Average monthly fair market value of securities | 1a | 840,685. | |
| b Average of monthly cash balances | 1b | 26,171. | |
| c Fair market value of all other assets | 1c | | |
| d Total (add lines 1a, b, and c) | 1d | 866,856. | |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0. | |
| 2 Acquisition indebtedness applicable to line 1 assets | 2 | 0. | |
| 3 Subtract line 2 from line 1d | 3 | 866,856. | |
| 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 13,003. | |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 853,853. | |
| 6 Minimum investment return. Enter 5% of line 5 | 6 | 42,693. | |

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

| | | |
|--|----|---------|
| 1 Minimum investment return from Part X, line 6 | 1 | 42,693. |
| 2a Tax on investment income for 2009 from Part VI, line 5 | 2a | 208. |
| b Income tax for 2009. (This does not include the tax from Part VI.) | 2b | |
| c Add lines 2a and 2b | 2c | 208. |
| 3 Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 42,485. |
| 4 Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 Add lines 3 and 4 | 5 | 42,485. |
| 6 Deduction from distributable amount (see instructions) | 6 | 0. |
| 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 42,485. |

Part XII Qualifying Distributions (see instructions)

| | | |
|---|----|---------|
| 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 32,233. |
| b Program-related investments - total from Part IX-B | 1b | 0. |
| 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 Amounts set aside for specific charitable projects that satisfy the: | | |
| a Suitability test (prior IRS approval required) | 3a | |
| b Cash distribution test (attach the required schedule) | 3b | |
| 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 32,233. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5 | 0. |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 32,233. |

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

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Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2008 | (c) 2008 | (d) 2009 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 42,485. |
| 2 Undistributed income, if any, as of the end of 2009 | | | | |
| a Enter amount for 2008 only | | | 27,487. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2009: | | | | |
| a From 2004 | | | | |
| b From 2005 | | | | |
| c From 2006 | | | | |
| d From 2007 | | | | |
| e From 2008 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 32,233. | | | | |
| a Applied to 2008, but not more than line 2a | | | 27,487. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | 0. | | |
| c Treated as distributions out of corpus (Election required - see instructions) | 0. | | | |
| d Applied to 2009 distributable amount | | | | 4,746. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 0. | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | 0. | | |
| e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 | | | | 37,739. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2005 | | | | |
| b Excess from 2006 | | | | |
| c Excess from 2007 | | | | |
| d Excess from 2008 | | | | |
| e Excess from 2009 | | | | |

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

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

[illegible]

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

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A | | |
| | | |
| | | |
| | | |
| | | |

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

| | | | | |
|--------------------------|---|--------------------|---|-------------------------------|
| Sign Here | Signature of officer or trustee <u><i>Dwight Smith</i></u> | | Date <u>5/11/2001</u> | Title <u>CHAIRMAN</u> |
| | Preparer's signature <u><i>Robert A. Gentry</i></u> | Date <u>5-4-11</u> | Check if self-employed <input type="checkbox"/> | Preparer's identifying number |
| Paid Preparer's Use Only | Firm's name (or yours if self-employed), address, and ZIP code <u>Nexsen Pruet</u> <u>227 West Trade Street, Suite 1550</u> <u>Charlotte, NC 28202</u> | | | EIN <u>57-0386425</u> |
| | | | | Phone no. <u>704-388-5324</u> |

Part IV Capital Gains and Losses for Tax on Investment Income

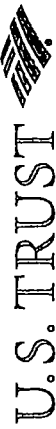
| (a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co. | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|--|--|--------------------------------------|----------------------------------|
| 1a AOL - Securities Litigation | | P | Various | 10/26/10 |
| b Enron Corp - Securities Litigation | | P | Various | 12/31/09 |
| c Quest Communications - Securities Litigation | | P | Various | 05/06/10 |
| d Tyco Intl - Securities Litigation | | P | Various | 09/22/10 |
| e Pimco - Capital Gain Distribution | | P | Various | 12/15/09 |
| f Pimco - Capital Gain Distribution | | P | Various | 02/18/10 |
| g Schedule Attached | | | Various | 11/30/10 |
| h | | | | |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 13. | | | 13. |
| b 586. | | | 586. |
| c 39. | | | 39. |
| d 53. | | | 53. |
| e 285. | | | 285. |
| f 1,026. | | | 1,026. |
| g 152,158. | | 151,785. | 373. |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-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 | |
| a | | | 13. |
| b | | | 586. |
| c | | | 39. |
| d | | | 53. |
| e | | | 285. |
| f | | | 1,026. |
| g | | | 373. |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | |
|---|---|--------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } | 2 | 2,375. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } | 3 | N/A |

01-335



Bank of America Private Wealth Management

SETTLEMENT DATE

CLASSIFIED LIST
OF TRANSACTIONS

12/01/09 THROUGH 11/30/10

ACCOUNT
07-02-002-0188748

IM THE SMITH FAMILY FOUNDATION

PAGE 34

| DATE | TRANSACTION DESCRIPTION | INCOME CASH | PRINCIPAL CASH | FEDERAL TAX COST | REALIZED GAIN/LOSS |
|------|----------------------------|----------------|-------------------|---------------------|-----------------------|
|------|----------------------------|----------------|-------------------|---------------------|-----------------------|

PROCEEDS FROM SALES

TRANSCOCEAN LTD
SWITZERLAND

CUSIP NO: H8817H100

06/14/10 CS FIRST BOSTON

06/09 SALE 70.00 SHR @ 45.99000000

MISC .05 COMM 2.10

-2,788.59

-6,005.74

3,217.15

AKAMAI TECHNOLOGIES INC

CUSIP NO: 00971T101

09/17/10 GOLDMAN SACHS EXEC & CLEARING LP

09/14 SALE 65.00 SHR @ 50.94000000

MISC .06 COMM 1.63

1,604.14

-1,705.27

3,309.41

BANK NEW YORK MELLON CORP

CUSIP NO: 064058100

01/15/10 BERNSTEIN, SANFORD C., & CO, INC

01/12 SALE 146.00 SHR @ 29.16680000

MISC .06 COMM 3.65

-829.04

-5,083.68

4,254.64

01-335

SETTLEMENT DATE

CLASSIFIED LIST
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12/01/09 THROUGH 11/30/10

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IM THE SMITH FAMILY FOUNDATION

PAGE 35

| DATE | TRANSACTION DESCRIPTION | INCOME CASH | PRINCIPAL CASH | FEDERAL TAX COST | REALIZED GAIN/LOSS |
|------|--|----------------|-------------------|---------------------|-----------------------|
| | BURLINGTON NORTHN SANTA FE CORP CUSIP NO: 12189T104 02/17/10 SALE OF SHARES DUE TO MERGER WITH ELECTION-DEFAULT | | 4,000.00 | -3,326.17 | 673.83 |
| | CVS CAREMARK CORP CUSIP NO: 126650100 09/17/10 GOLDMAN SACHS EXEC & CLEARING LP 09/14 SALE 91.00 SHR @ 29.3100000 MISC .04 COMM 2.27 | | 2,664.88 | -1,962.22 | 702.66 |
| | COLGATE PALMOLIVE CO CUSIP NO: 194162103 01/15/10 BERNSTEIN, SANFORD C., & CO, INC 01/12 SALE 30.00 SHR @ 80.7200000 MISC .04 COMM .75 | | 2,420.81 | -1,684.94 | 735.87 |
| | COLUMBIA ACORN FUND CLASS Z SHARES CUSIP NO: 197199409 09/15/10 MUTUAL FUND AGENT PROCEEDS REDEMPTION 1,799.852 UNITS @ 26.0400 | | 46,868.15 | -45,589.68 | 1,278.47 |
| | COLUMBIA SMALL CAP INDEX FUND CLASS Z SHARES CUSIP NO: 19765J814 01/13/10 MUTUAL FUND AGENT PROCEEDS REDEMPTION 212.085 UNITS @ 14.1000 | | 2,990.40 | -3,391.24 | -400.84 |
| | COLUMBIA VALUE AND RESTRUCTURING FUND CLASS Z SHARES CUSIP NO: 19765Y514 09/15/10 MUTUAL FUND AGENT PROCEEDS REDEMPTION 830.717 UNITS @ 42.8900 | | 35,629.44 | -34,740.57 | 888.87 |

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SETTLEMENT DATE

CLASSIFIED LIST
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IM THE SMITH FAMILY FOUNDATION

PAGE 36

| DATE | TRANSACTION DESCRIPTION | INCOME CASH | PRINCIPAL CASH | FEDERAL TAX COST | REALIZED GAIN/LOSS |
|------|--|----------------|-------------------|---------------------|-----------------------|
| | EXXON MOBIL CORP CUSIP NO: 30231G102 12/02/09 CS FIRST BOSTON 11/27 SALE 85.00 SHR @ 74.7700000 MISC .17 COMM 2.13 | | 6,353.15 | -5,106.23 | 1,246.92 |
| | GENERAL ELEC CO CUSIP NO: 369604103 12/02/09 UNIVERSAL NETWORK EXCHANGE INC 11/27 SALE 185.00 SHR @ 15.5227000 MISC .08 COMM 4.63 | | 2,866.99 | -6,446.36 | -3,579.37 |
| | HARTFORD FINL SVCS GROUP INC CUSIP NO: 416515104 12/02/09 UNIVERSAL NETWORK EXCHANGE INC 11/27 SALE 67.00 SHR @ 24.0800000 MISC .05 COMM 1.68 | | 1,611.63 | -4,212.11 | -2,600.48 |
| | ISHARES RUSSELL 2000 GROWTH INDEX FUND CUSIP NO: 464287648 09/17/10 J.P. MORGAN SECURITIES INC. 09/14 SALE 288.00 SHR @ 71.5100000 MISC .35 COMM 7.20 | | 20,587.33 | -16,525.44 | 4,061.89 |
| | LAM RESEARCH CORP CUSIP NO: 512807108 01/15/10 J.P. MORGAN SECURITIES INC. 01/12 SALE 60.00 SHR @ 39.3800000 MISC .03 COMM 1.50 | | 2,361.27 | -2,712.45 | -351.18 |
| | MICROSOFT CORP CUSIP NO: 594918104 09/17/10 J.P. MORGAN SECURITIES INC. 09/14 SALE 75.00 SHR @ 25.1200000 MISC .04 COMM 1.88 | | 1,882.08 | -2,092.72 | -210.64 |



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SETTLEMENT DATE

CLASSIFIED LIST
OF TRANSACTIONS

12/01/09 THROUGH 11/30/10

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IN THE SMITH FAMILY FOUNDATION

PAGE 37

| DATE | TRANSACTION DESCRIPTION | INCOME CASH | PRINCIPAL CASH | FEDERAL TAX COST | REALIZED GAIN/LOSS |
|-------|--|----------------|-------------------|---------------------|-----------------------|
| | NOKIA CORP SPONSORED ADR FINLAND CUSIP NO: 654902204 12/02/09 UNIVERSAL NETWORK EXCHANGE INC 11/27 SALE 200.00 SHR @ 13.0700000 MISC .07 COMM 5.00 | | 2,608.93 | -4,221.50 | -1,612.57 |
| | SCHLUMBERGER LTD NETHERLANDS ANTILLES CUSIP NO: 806857108 12/02/09 CS FIRST BOSTON 11/27 SALE 40.00 SHR @ 62.6800000 MISC .07 COMM 1.00 | | 2,506.13 | -2,505.10 | 1.03 |
| | WELLS FARGO & CO NEW COM CUSIP NO: 949746101 01/15/10 CS FIRST BOSTON 01/12 SALE 212.00 SHR @ 28.4500000 MISC .08 COMM 5.29 | | 6,026.02 | -4,473.20 | 1,552.82 |
| TOTAL | PROCEEDS FROM SALES | | <u>152,158.41</u> | <u>-151,784.62</u> | <u>373.79</u> |

| Form 990-PF | Accounting Fees | | | Statement | 1 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Nexsen Pruet | 2,233. | 0. | | 2,233. | |
| To Form 990-PF, Pg 1, ln 16b | 2,233. | 0. | | 2,233. | |

| Form 990-PF | Other Professional Fees | | | Statement | 2 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Agency Fees | 8,044. | 8,044. | | 0. | |
| Depository Fees | 8. | 8. | | 0. | |
| Agency Tax Service Fee | 300. | 300. | | 0. | |
| To Form 990-PF, Pg 1, ln 16c | 8,352. | 8,352. | | 0. | |

| Form 990-PF | Taxes | | | Statement | 3 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Foreign Taxes | 46. | 46. | | 0. | |
| To Form 990-PF, Pg 1, ln 18 | 46. | 46. | | 0. | |

| Form 990-PF | Explanation Concerning Part VII-A, Line 8b | Statement | 4 |
|-------------|--|-----------|---|
|-------------|--|-----------|---|

Explanation

South Carolina Attorney General no longer requires the filing of Forms 990PF with them.

| | | | |
|-------------|--|-----------|---|
| Form 990-PF | Grants and Contributions Paid During the Year | Statement | 5 |
|-------------|--|-----------|---|

| Recipient Name and Address | Recipient Relationship and Purpose of Grant | Recipient Status | Amount |
|---|--|---------------------|---------|
| SC Campaign/Prevent Teen Pregnancy 1331 Elmwood Avenue, Suite 140 Columbia, SC 29201 | Charitable | Public | 2,500. |
| Columbia Film Society P.O. Box 7063 Columbia, SC 29202 | Charitable | Public | 2,500. |
| Scarborough Hamer Foundation P.O. Box 237 Eastover, SC 29044 | Charitable | Public | 2,500. |
| Palmetto Health Children's Hospital 9 Richland Medical Park, Suite 600 Columbia, SC 29203 | Charitable | Public | 2,500. |
| Emily Douglas Park (The Parks & Recreation Foundation) P.O. Box 573 Columbia, SC 29202 | Charitable | Public | 2,500. |
| Southern Environmental Law Center 201 West Main Street, Suite 14 Charlottesville, VA 22902 | Charitable | Public | 15,000. |
| Columbia Mediation Center 4801 Colonial Drive Columbia, SC 29203 | Charitable | Public | 2,500. |
| Total to Form 990-PF, Part XV, line 3a | | | 30,000. |

The Smith Family Fund
91-2056433

Form 990 PF, Part XV – Name, address and phone number for applications

Joel A. Smith, III
120 Edisto Avenue
Columbia, SC 29205
803-254-0542

SETTLEMENT DATE

A S S E T S U M M A R Y

AS OF 11/30/10

ACCOUNT
07-02-002-0188748

IM THE SMITH FAMILY FOUNDATION

PAGE 2

| | FEDERAL TAX COST | MARKET VALUE | % OF ACCOUNT | CURRENT YIELD | EST ANNUAL INCOME |
|---------------------------|---------------------|-----------------|-----------------|------------------|----------------------|
| CASH AND CASH EQUIVALENTS | | | | | |
| MONEY MARKET FUNDS | 30,974.28 | 30,974.28 | 3.408 | 0.149 | 46.15 |
| FIXED INCOME | | | | | |
| MUTUAL FUNDS-FIXED | 180,171.72 | 185,615.30 | 20.420 | 3.599 | 6,679.62 |
| PREFERRED STOCK | 34,579.04 | 35,520.28 | 3.908 | 6.647 | 2,360.93 |
| TOTAL FIXED INCOME | 214,750.76 | 221,135.58 | 24.328 | 4.088 | 9,040.55 |
| EQUITIES | | | | | |
| CONSUMER DISCRETIONARY | 2,666.40 | 6,009.60 | 0.661 | 1.997 | 120.00 |
| CONSUMER STAPLES | 7,362.67 | 11,019.39 | 1.212 | 2.944 | 324.38 |
| ENERGY | 17,538.90 | 24,902.30 | 2.740 | 2.318 | 577.20 |
| HEALTH CARE | 9,693.76 | 7,949.50 | 0.875 | 4.222 | 335.60 |
| INDUSTRIALS | 20,283.73 | 19,809.86 | 2.179 | 2.548 | 504.76 |
| INFORMATION TECHNOLOGY | 38,553.63 | 48,355.62 | 5.320 | 0.804 | 388.80 |
| MATERIALS | 27,994.64 | 40,132.90 | 4.415 | 1.006 | 403.73 |
| MUTUAL FUNDS-EQUITY | 304,795.31 | 361,730.78 | 39.795 | 0.680 | 2,458.27 |
| OTHER EQUITIES | 106,116.28 | 136,960.50 | 15.067 | 1.602 | 2,194.57 |
| TOTAL EQUITIES | 535,005.32 | 656,870.45 | 72.265 | 1.112 | 7,307.31 |
| ACCOUNT TOTAL | 780,730.36 | 908,980.31 | 100.000 | 1.804 | 16,394.01 |

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return.

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

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

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

| | | |
|--|---|---|
| Type or print | Name of Exempt Organization The Smith Family Fund | Employer identification number 91-2056433 |
| File by the due date for filing your return. See instructions. | Number, street, and room or suite no. If a P.O. box, see instructions. 120 Edisto Avenue | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. Columbia, SC 29205 | |

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

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

Joel Smith, III

- The books are in the care of ▶ **120 Edisto Avenue - Columbia, SC 29205**

Telephone No ▶ **803-254-0542**

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 will cover.

- 1** I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **July 15, 2011**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

▶ ☐ calendar year _____ or▶ ☒ tax year beginning **DEC 1, 2009**, and ending **NOV 30, 2010**.

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

| | | |
|--|-----------|--------------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ 0. |
| b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ 0. |
| c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c | \$ 0. |

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)