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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

2010

Department of the Treasury Internal Revenue Service

For calendar year 2010, or tax year beginning

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

, 2010, and ending

G Che	ck all	that apply	Initial return		al Return of a former pu					nal return
			Amended ret	urn	X Address o	change			hange Employer identification nu	
Harr	ie ľ	Inchurch F	oundation,	Tnc				A	20-8115216	imper
		lybet Lane		THE.			ŀ	В	Telephone number (see th	e instructions)
		e, NC 282						_	704-840-4744	
							Ī	Ç	If exemption application i	s pending, check here
							_		1 Foreign organizations, che	
<b>H</b> 6		type of organiza			(c)(3) exempt private for				2 Foreign organizations med here and attach computat	eting the 85% test, check
		ction 4947(a)(1) ket value of all asse	nonexempt char		counting method: X C	orivate foundatio	_	Ε	If private foundation state	is was terminated
		rt II, column (c), lin		الله الله	Other (specify)	usii		F	under section 507(b)(1)(A	
▶\$				(Part I,	column (d) must be on	cash basis )		r —	under section 507(b)(1)(E	
Part		nalysis of R			(a) Revenue and	(b) Net invest	tmer	nt	(c) Adjusted net	(d) Disbursements
	CO CO	<b>kpenses</b> (The Jumns (b), (c), .	e total of amount and (d) mav not	s in neces-	expenses per books	income			income	for charitable purposes
	sa	rily equal the ai ee the instruction	and (d) may not mounts in colum	n (a)						(cash basis only)
	1		, grants, etc, received	(att sch)	75,000.					
	2	Ck ►if the f	foundn is <b>not</b> req to a	tt Sch B						
	3	Interest on sav	vings and tempoi	rary	171.		17	1		
	264	Dividends and inte	erest from securities		1/1.			<u> </u>		
(	5a	Gross rents								
_ ;		Net rental income or (loss)								
R ;	逻 b	Gross sales price f	n sale of assets not o for all	n line 10						
V E	17	assets on line 6a Capital gain net inc	come (from Part IV, lii	ne 2)			********			
E N U	<b>8</b>	Net short-term	capital gain							
Ē	<b>≲</b> 9	Income modified Gross sales less	cations 							<del>-</del>
;	].	allowances								
6	S b	Less Cost of goods sold								
(		Gross profit/(loss)								
9	<u>=</u> 11	Other income	(attach schedule	)						***************************************
	12	Total. Add line	es 1 through 11		75,171.		17	1.	0.	
	13		officers, directors, trus	tees, etc	0.					
	14	Other employee sa	ŭ	fita					-	<del> </del>
Α.	15   16a	Legal fees (attach	, employee bene schedule)	HIS						<del>                                     </del>
Ď	1	Accounting fees (a	•	St 1	550.		55	0.		
Ï	C	Other prof fees (at	ttach sch)							
O P E R A T	17	Interest	DEOEN (E							ļ
RR	18   19	Taxes (attach schedule) Depreoration (	MECEIVE		1					
• :		sch) ar 🕮 ple	etion		<u> </u>					
N V	20	Occupancy	MAR 14 20 ences, and meet	11 (	5.					<u> </u>
A E	22	Printing and o	ublications	15						
AND PEN	23	Other expense	CDE Whed	T						
SE	24		g and administra		550			^		
ŝ	25		d lines 13 throughs, grants paid Par		550. 73,480.		55	Ų.		73,480.
	26		s and disbursem		74,030.		55		0	73,480.
	27		26 from line 12:		74,030.		<u> </u>	<del>.</del>		/3,400.
	а	Excess of reve	enue over expen	ses	1 1 4 1					
	h	and disbursen Net Investment inc	<b>nents</b> : <b>ome</b> (if negative, ente	er -0 )	1,141.			0.		
			ne (if negative, enter	•					0.	
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Part III   Balsince Sheets   Stabeds stretched and encounts in the encounts of the encounts receivable	Form	990-	PF (2010) Harris Upchurch Foundation, Inc.		20-81:	15216 Page <b>2</b>
Cash - non-interest-bearing   Seventhactors)   Cash - non-interest-bearing   Seventhactors	Part	- 11	Attached schedules and amounts in the description	Beginning of year	End o	of year
2 Sevenges and temporary cash investments 91,975. 93,116. 3 Accounts receivable Less allowance for doubtful accounts	art		(See instructions )	(a) Book Value	<b>(b)</b> Book Value	(c) Fair Market Value
A Recounts receivable Less allowance for doubtful accounts  Pledges receivable Less allowance for doubtful accounts  Generates design officers, directers, busters, and other Commission of the		1	Cash — non-interest-bearing			
Less allowance for doubtful accounts    4 Piedges receivable    5 Grants receivable    6 Requisible day from fifters, director, fivation, and other disqualified persons (altach statedole) (see the instructions)  7 Other relate and loss receivable (altach statedole) (see the instructions)  8 Inventments — U.S. and state government obligations (altach statedole) (see the statedole)    9 Proposed expenses and deferred charges    10a Investments — U.S. and state government obligations (altach schedule)    1 Investments — Carparts book (altach schedule)    1 Investments — Carparts book (altach schedule)    1 Investments — Language (altach schedule)    1 Investments — Investments — Investments — U.S. and statedole (altach schedule)    1 Investments — Inv		2	Savings and temporary cash investments	91,975.	93,116.	<u> </u>
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disqualified persons (altach schedule)   1		5	Grants receivable			
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E J Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  P F J N D D D D D D D D D D D D D D D D D D	Ţ		, , , , , , , , , , , , , , , , , , ,		***************************************	1
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  N F U N D D 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Temporarily restricted 27 Temporarily restricted 28 Poundations that do not follow SFAS 117, check here and complete lines 27 through 31.  27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, building, and equipment fund 30 Total net assets or fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 91, 975. 93, 116.  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 91, 975.  2 Enter amount from Part I, line 27a 2 1, 141.  3 Other increases not included in line 2 (itemize) 5 1 93, 116.	Ė					1
and complete lines 24 through 26 and lines 30 and 31.  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 31 Total liabilities and net assets or fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions)  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	<u>s</u>	23		0.	0.	
25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see the instructions) 31 Total liabilities and net assets/fund balances (see the instructions) 4 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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Temporarily restricted			Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
B B A B B A A B B B A A B B B A A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B A B B B B B A B B B B B B B A B	NE	24	Unrestricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 91, 975. 93, 116. 30 Total net assets or fund balances (see the instructions) 91, 975. 93, 116.  31 Total liabilities and net assets/fund balances (see the instructions) 91, 975. 93, 116.  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5	ŤŇ	25	Temporarily restricted			
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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)  Part III and part 2, and 3 Decreases not included in line 2 (itemize)  Part III and part 2, and 3 Decreases not included in line 2 (itemize)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part II, line 30 (must agree with and part I)  Part III and part II, line 30 (must agree with and part I)  Part III and part II and par		26			<del> </del>	
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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)  Part III and part 2, and 3 Decreases not included in line 2 (itemize)  Part III and part 2, and 3 Decreases not included in line 2 (itemize)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part II, line 30 (must agree with and part I)  Part III and part II, line 30 (must agree with and part I)  Part III and part II and par	S B S A		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)  Part III and part 2, and 3 Decreases not included in line 2 (itemize)  Part III and part 2, and 3 Decreases not included in line 2 (itemize)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part I, line 30 (must agree with and part I)  Part III and part II, line 30 (must agree with and part I)  Part III and part II, line 30 (must agree with and part I)  Part III and part II and par	ΕL	27	Capital stock, trust principal, or current funds			
Total net assets or fund balances (see the instructions)  1 Total liabilities and net assets/fund balances (see the instructions)  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 Enter amount from Part I, line 27a  2 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 1	ŚÑ	28	Paid-in or capital surplus, or land, building, and equipment fund			
R S 30 Total net assets or fund balances (see the instructions) 91, 975. 93, 116.  Total liabilities and net assets/fund balances (see the instructions) 91, 975. 93, 116.  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5	OE	29	Retained earnings, accumulated income, endowment, or other funds	91,975.	93,116.	]
(see the instructions)  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)  2   Enter amount from Part I, line 27a  3   Other increases not included in line 2 (itemize)  4   Add lines 1, 2, and 3  5   Decreases not included in line 2 (itemize)  5   Decreases not included in line 2 (itemize)	ŘŠ	30	Total net assets or fund balances (see the instructions)	91,975.	93,116.	
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5		31		91,975.	93,116.	
end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  2 1,141.  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 5	Part	III	Analysis of Changes in Net Assets or Fund Balanc		· · · · · · · · · · · · · · · · · · ·	
end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  2 1,141.  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 5					e with	
Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 Decreases not included in line 2 (itemize)  5 Decreases not included in line 2 (itemize)	•	end-	of-year figure reported on prior year's return)	(a), mic so tillast agre		91,975.
3 Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  Decreases not included in line 2 (itemize)  5	2	Ente	er amount from Part I, line 27a		2	
5 Decreases not included in line 2 (itemize)	3	Other	increases not included in line 2 (itemize)		3	
	4	Add	lines 1, 2, and 3	<b>_</b>	4	93,116.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 93, 116.	5	Decre	ases not included in line 2 (itemize)		5	
	6_	Tota	l net assets or fund balances at end of year (line 4 minus line 5) -	- Part II, column (b), line	30 6	93,116.

1.5 M/A   5   6   6   6   6   6   6   6   6   6	(a) List and describ	the kind(s) of property sold (e.g., resp., or common stock, 200 shares ML	eal estate.	(b) How acquired P — Purchase D — Donation	(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
(c) Gross sales price (f) Depreciation allowed (or allowable) (g) Cost or other basis (live) Cost or o	1a N/A					
(c) Gross sales price  (f) Depreciation allowed (g) Cost or other beaus (h) Cam or (loss) (s) plus (f) minus (g)  a  Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (g) Fair Market Value as of 12/31/69  (g) Fair Market Value as of 12/31/69  (g) Fair Market Value as of 12/31/69  (g) Fair Market Value as of 12/31/69  (g) Fair Market Value as of 12/31/69  (g) Fair Market Value as of 12/31/69  (g) Fair Market Value as of 12/31/69  (g) Fair Market Value (g) Count (h) (g) Count (h) (g) Count		1711-1				
(b) Gross sales price (c) Depreciation allowed (g) Cost or other basis (g) Cos						<u> </u>
(c) Corss sales price  (b) Depreciation allowed (g) Cost or other basis plus expense of sale  (c) Complete only for assets showing gain in column (ti) and owned by the foundation on 12/31/69  (d) Ecomplete only for assets showing gain in column (ti) and owned by the foundation on 12/31/69  (d) Fair Market Yalue as of 12/31/69  (d) Fair Market Yalue as of 12/31/69  (e) Complete only for assets showing gain in column (ti) and owned by the foundation on 12/31/69  (g) Fair Market Yalue as of 12/31/69  (g) Grave of Column (ti) and owned by the foundation on 12/31/69  (g) Excess of column (ti) amministration (ti) basis (from column (ti)) amministration (ti) amministration (			<del>-</del>		<del></del>	
(c) Gross sales price (f) Depreciation allowed (g) Cost or other basis (e) Juss (f) minus (g)  a  b  c  d  e  Complete only for assets showing gain in column (f)) and owned by the foundation on 12/31/69  Gram Market Value  g of 12/31/69  g of 12/31/69  as of 12/31/69  c  Capital gain net income or (net capital loss)  d  e  C capital gain net income or (net capital loss)  d  e  C capital gain net income or (net capital loss)  g of 12/31/69  a Net short-term capital gain or (loss) as defined in section \$222(6)\$ and (6)  If gain, also enter in Part I, line 7  and I gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 7  and I gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 7  The rait, line 8  (F) Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income  (for optional use by domestic private foundations subject to the section 4940(f) tax on net investment income  (for optional use by domestic private foundations subject to the section 4940(f) (2) applies, leave this part blank  Was the foundation liable for the section 4940 for Adjusted amount of any year in the base period?  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 the instructions before making any entries  (c)  (c)  Capital of line 1, column (d)  Adjusted qualifying distributions  Distribution ratio (column (b) divided by column (c))  2009  2006  2007  2006  2007  2006  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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% fax rate See the			-	-		
(or allowable)  pus expense of sale  (e) plus (f) minus (g)  b  c  d  e  Complete only for assets showing gain in column (ii) and owned by the foundation on 12/31/69  (g) Fair Market Value		(n) Depreciation allowed	(a) Cost or other has	sis I	(h) Gain or	(loss)
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  Of Fair Market Value as of 12/31/69  Of Sam Market Value as of 12/31/69  Over column (l), if any over column (l) over column (l) over column (l) over column (l) as an of 12/31/69  Of any column (l) as of 12/31/69  Of any column (l)  If gain, also enter in Part I, line 7  2	(b) aross sales price					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Fair Market Value as of 12/31/69  (ii) Fair Market Value as of 12/31/69  (iii) Fair Market Value as of 12/31/69  (iii) Gains (Column (h) per minus column (h) but not less than 6 yet Lasses (free column (h))  a b c c c c c c c c c c c c c c c c c c	a					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Fair Market Value (ii) Adjusted basis (iii) Secretary over column (iii) (iii) Fair Market Value (iii) Secretary over column (iii) (iii) Fair Market Value (iii) Secretary over column (iii) (iii) Fair Market Value (iii) Secretary over column (iii) Secretary Secreta	b					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Fair Market Value (ii) Adjusted basis (iii) Secretary over column (iii) (iii) Fair Market Value (iii) Secretary over column (iii) (iii) Fair Market Value (iii) Secretary over column (iii) (iii) Fair Market Value (iii) Secretary over column (iii) Secretary Secreta	C					
Complete only for assets showing gain in column (i) and owned by the foundation on 12/31/59  (i) Fair Market Value	d					
(i) Fair Market Value as of 12/31/69	6					
(i) Fair Market Value as of 12/31/69	Complete only for assets show	ng gain in column (h) and owned by	the foundation on 12/31/69		(I) Gains (Coli	ımn (h)
c c d d e 2 Capital gain net income or (net capital loss)	(i) Fair Market Value	<ul><li>Adjusted basis</li></ul>	(k) Excess of column		gain minus column (k	), but not less
c d d e  2 Capital gain net income or (net capital loss)	a					
e  2 Capital gain net income or (net capital loss)	b					<del></del>
2 Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7  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 the instructions) If (loss), enter -0- in Part I, line 8  Part V   Qualification Under Section 4940(o) 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 (ax 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 the instructions before making any entries  (b) Co  Base period year  Calendary year  Calendary year  Adjusted qualifying distributions  Net value of noncharriable use assets  (column (b) divided by column (c))  2009  2008  2007  2006  2007  2006  2007  2006  2007  4 Enter the net value of noncharriable-use assets for 2010 from Part X, line 5  Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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		1				
2 Capital gam net income or (net capital loss)	d				· • • •	
3 Net short-term capital gain or (loss) as defined in section 1922(s) and (6)  If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0.  If 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?  If Yes,' the foundation does not qualify under section 4940(e). Do not complete this part  There is appropriate amount in each column for each year, see the instructions before making any entries.  (b)  Base period years Calendar year (or tax year beginning in)  2009  2008  2007  2006  2007  2006  2005  2 Total of line 1, column (d)  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  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	<u>e</u>		<u></u>			
If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- 3 In Part I, line 8  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 N/A  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 the instructions before making any entries  (a)  Base 60  Calendar year (of tax year beginning in)  Adjusted qualifying distributions  Adjusted qualifying distributions  Net value of noncharitable-use assets  (column (b) divided by column (c))  2009  2008  2007  2006  2007  2006  2007  2006  2007  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	, ,	If (loss), en	ter -0- in Part I, line 7			
Part V   Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income	3 Net short-term capital gain or (	loss) as defined in sections 1222(5) a	nd (6)			
(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?  If Yes, the foundation does not qualify under section 4940(b). Do not complete this part.  It enter the appropriate amount in each column for each year, see the instructions before making any entries.  (a)  Base period years Calendar year (or tax year beginning in)  Adjusted qualifying distributions  (c)  Net value of noncharitable-use assets  (column (b) divided by column (c))  2009  2008  2007  2006  2007  2006  2006  2007  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  6 Enter 1% of net investment income (1% of Part I, line 27b)  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		8, column (c) (see the instructions)	If (loss), enter -0-	3		
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?  If Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.  I Enter the appropriate amount in each column for each year, see the instructions before making any entries.  (b)  Base period years Calendar year (or tax year beginning in)  2009  2008  2009  2008  2007  2006  2005  2 Total of line 1, column (d)  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  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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 V Qualification Unde	r Section 4940(e) for Reduce	d Tax on Net Investme	ent Income	•	
Base period years Calendar year (or lax year beginning in)  Adjusted qualifying distributions  Ret value of noncharitable-use assets  Ret value of noncharitable-use assets or 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets for 2010 from Part X, line 5  Ret value of noncharitable-use assets	Was the foundation liable for the sect If 'Yes,' the foundation does not qual	tion 4942 tax on the distributable amo	plete this part	······································	Yes	☐ No
Base period years Calendar year (or tax year beginning in)  2009 2008 2007 2006 2005  2 Total of line 1, column (d) 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  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  Multiply line 4 by line 3  5 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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				any chanes	(d)	
2008 2007 2006 2005  2 Total of line 1, column (d)  2 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 Henter the net value of noncharitable-use assets for 2010 from Part X, line 5  4 Multiply line 4 by line 3  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	Base period years Calendar year (or tax year		Net value of	sets (co	Distribution	
2006 2005  2 Total of line 1, column (d)  2 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 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  4 Multiply line 4 by line 3  5 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	2009					<del> </del>
2005  2 Total of line 1, column (d)  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  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	2008				<u></u>	
2 Total of line 1, column (d)  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  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	2007					
2 Total of line 1, column (d)  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  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	2006					
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  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	2005					
number of years the foundation has been in existence if less than 5 years  4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	2 Total of line 1, column (d)			2		-
5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  7 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				3		
6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  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	4 Enter the net value of nonchari	table-use assets for 2010 from Part X	., line 5	4		
7 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	5 Multiply line 4 by line 3			5		
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	6 Enter 1% of net investment inc	ome (1% of Part I, line 27b)		6		
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	7 Add lines 5 and 6			7		<u> </u>
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	8 Enter qualifying distributions fro	om Part XII, line 4		8		
	, ,	·	ne 1b, and complete that pa	· · · · · · · · · · · · · · · · · · ·	ax rate See the	<del>_</del>

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Par		ictions)		
	Exempt operating foundations described in section 4940(d)(2), check here			
	Date of ruling or determination letter (attach copy of letter if necessary - see instr.)			_
b	Domestic foundations that meet the section 4940(e) requirements in Part V,			<u>0.</u>
	check here ▶ ☐ and enter 1% of Part I, line 27b			
С	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			_
	foundations only. Others enter -0-)			<u>0.</u>
	Add lines 1 and 2			0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			0.
	Credits/Payments <sup>*</sup>			
	2010 estimated tax pmts and 2009 overpayment credited to 2010			
	Exempt foreign organizations — tax withheld at source 6b			
	Tax paid with application for extension of time to file (Form 8868)			
	Backup withholding erroneously withheld 6d 6d			•
	Total credits and payments. Add lines 6a through 6d			0.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here 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			0,
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			-
	Enter the amount of line 10 to be Credited to 2011 estimated tax			
	t VII-A   Statements Regarding Activities	1	Yes	No
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?	14	+	No X
		<u>                                   </u>	<del>'</del>	<del>  ^-</del>
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	11	,	Х
	If the answer is 'Yes' to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
	Did the foundation file Form 1120-POL for this year?	10	:	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.			
	(1) On the foundation	ᆜ		
•	foundation managers $\Rightarrow$ \$ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	ŀ	X
_	If 'Yes,' attach a detailed description of the activities			
•	· · · · · · · · · · · · · · · · · · ·			ŀ
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		Х
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4:		Х
	If 'Yes,' has it filed a tax return on Form 990-T for this year?	41	1	I/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		Х
	If 'Yes,' attach the statement required by General Instruction T			
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	ļ	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X	ļ
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions)  NC			
ь	of 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	81	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	9	_	X
	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses See Statement 2	10	X	
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<u>Par</u>	t VII-A   Statements Regarding Activities Continued			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		Х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
14	Website address  ► N/A  The books are in care of ► Edith Upchurch  Telephone no. ► (704)	840	 - 474	<del>-</del>
	Located at ► 8317 Lilybet Lane Charlotte NC ZIP + 4 ► 28278	·		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> — Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A	. •	∐ N⁄A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a	1	Yes	No
	bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ►			
Par	t 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
1 a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes X No			
	(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )  Yes X No			
I	If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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 the instructions)?	1 b	N.	/A
	Organizations relying on a current notice regarding disaster assistance check here			
•	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 2010?	1 c		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)):			
1	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?			
	If 'Yes,' list the years ▶ 20 , 20 , 20			
l	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer 'No' and attach statement — see the instructions.)	2b	N.	/A
•	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.  20, 20, 20, 20			
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes X No			
l	o If 'Yes,' did it have excess business holdings in 2010 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 2010)	3b	N	/A
4:	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	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 2010?	4b		Х
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Part VII-B Statements Regarding Activit	ies for Which Fon	m 4720 May Be Red	uired (continued)		
5a During the year did the foundation pay or incu	r any amount to:				
(1) Carry on propaganda, or otherwise attempt	ot to influence legislation	n (section 4945(e))?	∐ Yes X	No	
(2) Influence the outcome of any specific publi on, directly or indirectly, any voter registra	ic election (see section tion drive?	4955); or to carry	Yes	] No	
(3) Provide a grant to an individual for travel,	study, or other similar p	ourposes?	Yes X	No	
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section			Yes X	] No	
(5) Provide for any purpose other than religion educational purposes, or for the preventio			Yes X	No	
<b>b</b> If any answer is 'Yes' to 5a(1)-(5), did <b>any</b> of t described in Regulations section 53.4945 or in (see instructions)?	he transactions fail to q a current notice regard	ualify under the exception ing disaster assistance	ons	5 b	N/A
Organizations relying on a current notice regain	ding disaster assistanc	e check here	▶ [		
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure response	he foundation claim exe sibility for the grant?	emption from the	N/A Yes	No	
If 'Yes,' attach the statement required by Regu	ılatıons section 53 4945	i-5(d)	_		
6a Did the foundation, during the year, receive ar on a personal benefit contract?	ny funds, directly or indi	rectly, to pay premiums	Yes X	No	
<b>b</b> Did the foundation, during the year, pay premi	ums, directly or indirect	tly, on a personal benefi	t contract?	6Ь	X
If 'Yes' to 6b, file Form 8870				,	
7a At any time during the tax year, was the found				No	
b If yes, did the foundation receive any proceed: Part VIII Information About Officers, D				7b	
and Contractors	ilectors, Trustees	, i vulluauvii malla	igers, riigiliy raid	Employe	es,
1 List all officers, directors, trustees, foundation	managers and their co	ompensation (see instru	ctions).		
	(b) Title and average	(c) Compensation	(d) Contributions to	(e) Expens	se account,
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation		lowances
Edith H. Upchurch	President	0.	0.		0.
8317 Lilybet Lane	0				
Charlotte, NC 28278					
Carlton S. Upchurch, Jr.	Sec/Treas	0.	0.		0.
8317 Lilybet Lane	0				
Charlotte, NC 28278					
	· · · · · · ·				<del></del>
2 Compensation of five highest-paid employees	Other than those inclu	uded on line 1— see Inst	ructions). If none, ente	r 'NONE.'	<del></del> -
(a) Name and address of each employee	(b) Title and average	(c) Compensation	(d) Contributions to		se account,
paid more than \$50,000	hours per week devoted to position		employee benefit plans and deferred	other all	lowances
			compensation		
None					
	-			<del>                                     </del>	
			<del></del>	<b> </b>	<del></del>
Total number of other employees paid over \$50,000			<b>•</b>		0
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Pai and Contractors (continued)	d Employees,
3 Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'	
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compensation
None	(C) COMPONICATION
Total number of others receiving over \$50,000 for professional services	<b>&gt;</b> 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 <u>N/A</u>	-
2	
3	-
	-
	-
Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.  1 N/A	Amount –
2	
	_
All other program-related investments. See instructions.  3	_
Table Addition 1 through 2	-
Total. Add lines 1 through 3	<u> </u>
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Part X Minimum Investment Return (All domestic foundations must complete this part. I see instructions.)	oreign fo	undations,
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	
b Average of monthly cash balances	1b	73,017.
c Fair market value of all other assets (see instructions)	1c	70/01/.
d Total (add lines 1a, b, and c)	1 d	73,017.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c		
(attach detailed explanation)		
2 Acquisition indebtedness applicable to line 1 assets	] 2	0.
3 Subtract line 2 from line 1d	3	73,017.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,095.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	71,922.
6 Minimum investment return. Enter 5% of line 5	6	3,596.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private ope	rating fou	
and certain foreign organizations check here ► □ and do not complete this p		
1 Minimum investment return from Part X, line 6.	1	3,596.
2a Tax on investment income for 2010 from Part VI, line 5		
<b>b</b> Income tax for 2010. (This does not include the tax from Part VI)	]	
c Add lines 2a and 2b	2c	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	3,596.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	3,596.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	3,596.
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	73,480.
<b>b</b> Program-related investments — total from Part IX-B	1 <b>b</b>	
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)	За	

**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.

4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 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 instructions)

**b** Cash distribution test (attach the required schedule)

6 Adjusted qualifying distributions. Subtract line 5 from line 4

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За 3ь

4

5

6

73,480.

73,480.

### Part·XIII Undistributed Income (see instructions)

1 Distributable amount for 2010 from Part XI, limits 7   2   Midstributed moment, if any, as of the end of 2010   a Enter amount for 2009 only   Distributed moment, if any, as of the end of 2010   a Enter amount for 2009 only   Distributed moment and included by the part of 2012   Distributed moment of 2010 only   Distributed moment of 2010   Distributed moment of 2010   Distributed moment (2)   Distributed moment (3)   Distributed moment (4)   Distributed moment (4)		<b>(a)</b> Corpus	<b>(b)</b> Years prior to 2009	<b>(c)</b> 2009	( <b>d)</b> 2010
2 Underthelder incerne, if any, as of the red of 2010					3,596
a Enter amount for 2009 only b Total for prior year 20 20 20 20 3  Betes distributions caryover, if any, to 2010 a From 2006 c From 2007					
b Total for prior peaz 20 _ 20 _ 20 _ 3 _ 20 _ 20	· · ·			0.	
\$ Excess distributions carryover, if any, to 2010   \$ From 2006   \$ From 2007   \$ A 3, 371   \$ A 7 Total of times 3 at through e   \$ Cuaritying distributions for 2010 from Part XII, line 4 ; P \$ 73, 480   \$ A Applied to 2009, but not more than line 2a   \$ A Applied to 2009, but not more than line 2a   \$ A Applied to 2009, but not more than line 2a   \$ A Applied to undistributed income of prior years (Election required — see instructions)   \$ C Treated as distributions out of corpus (Clerction required — see instructions)   \$ C Treated as distributions out of corpus (Clerction required — see instructions)   \$ C Treated as distributions out of corpus   \$ C Treated as distribution out (I) the same amount must be shown in column (a)   \$ C Treate the act total of each column as indicated below:  \$ C C Treate the next total of each column as indicated below:  \$ C C C Treate the act total of each column as indicated below:  \$ C C C C C C C C C C C C C C C C C C		<u> </u>	0.	· · · · · · · · · · · · · · · · · · ·	
a From 2005 b From 2007 c From 2007 d From 2008 c From 2009 d Fro	<del></del>	***************************************			
E From 2007  d From 2008  1					
E From 2007  d From 2008  1	<b>b</b> From 2006				
From 2009   16, 667.     From 2009   51, 284.     Trotal of lines 3 a through e   112, 322.     4					
From 2009   61, 284.     1 Total of lines 3a through e   4 Cushifying distributions for 2010 from Part XII, line 4; ▶ \$ 73, 480.     Applied to 2009, but not more than line 2a   0.     Applied to undistributed income of prior years (Election required — see instructions)   0.     Greated as distributions out of corpus (Election required — see instructions)   0.     Applied to 2010 distributable amount   6 Remaining amount distributed out of corpus   5.     Exess distributions carryover applied to 2010 (Iff an amount appears in column (a), the same amount must be shown in column (a)   0.     Enter the end total of each column as indicated below:   182, 206.     D Prior years' undistributed income. Subtract line 45 from line 20.   0.     Enter the amount of prior years' undistributed income in rolled of deficiency distributed income in rolled of deficiency distributed income. Subtract line 45 from line 20.   0.     Ethic the amount of prior years' undistributed income in rolled of deficiency distributed income. Subtract line 45 from line 20.   0.     Ethic the amount of prior years' undistributed income. Subtract line 44 from line 25 in 204 (20)   20					
1 Total of lines 3 a through e   112, 322.					
4. Qualifying distributions for 2010 from Part XII, line 4; P. \$ 73,480. a Applied to 2009, but not more than line 2a		112.322.			
XII, line 4: ▶ \$ 73,480.  a Applied to 2009, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions)  d Applied to 2010 distributations out of corpus (Election required — see instructions)  d Applied to 2010 distributable amount e Remaining amount distributed out of corpus (Election required — see instructions)  d Applied to 2010 distributable amount e Remaining amount distributed out of corpus  Excess distributions carryover applied to 2010 (If an amount appears in column (a), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below: a Corpus Add line 31, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 46 from line 2.  b Prior years' undistributed income. Subtract line 46 from line 2 including a seeses of 494(20) lax has been previously assessed of 494(20) lax has been previously assessed of 494(20) lax has been previously assessed and 6 from line 16. Taxable amount — see instructions  undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions  undistributed income for 2010. Subtract lines 4a from line 2a. Taxable amount — see instructions  undistributed income for 2010. Subtract lines 4a from line 2a. Taxable amount — see instructions  C. Amounts rested as dictributions out of corpus to safely requirements imposed by section 170(b)(11)(F) or 4942(9)(3)  Excess distributions carryover from 205 not applied on line 5 or line 7 (see instructions)  Excess from 2008  10. Analysis of line 9:  a Excess from 2008  11. 284.  Excess from 2009  12. 284.  Excess from 2009  13. 284.  Excess from 2009  14. 284.  Excess from 2009  15. 284.  Excess from 2009  16. 284.  Excess from 2009  16. 284.  Excess from 2009  16. 284.					
a Applied to 2009, but not more than line 2a  b Applied to undistributed income of prior years (Election required – see instructions)  c Treated as distributions out of corpus (Election required – see instructions)  d Applied to 2010 distributable amount  e Remaining amount distributed out of corpus  S Exess distributions carryive spield to 2010  (If an amount appears in column (a), the same amount must be shown in column (e))  6 Enter the net total of each column as indicated below:  a Corpus Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed income for which the section 4942(a) tax has been previously assessed d Subtract line 6c. Traxible amount – see instructions  e Undistributed income for 2009. Subtract lines 4 from line 2a. Taxib amount – see instructions  f Undistributed income for 2010. Subtract lines 4 dard 5 from line 1. This amount must be distributed in 201  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by Subtract lines 4 and 8 from line 1. This amount must be distributed in 201  7 Amounts treated as distributions carryover from 2005 not applied on line 50 r line 7 (see instructions)  9 Excess distributions carryover from 2005 not applied on line 50 r line 7 (see instructions)  10 Analysis of line 9:  a Excess from 2005  b Excess from 2006  b Excess from 2009  c Excess from 2009  c Excess from 2009  d Excess from 2009  d Excess from 2009  e Excess from 2009  d Excess from 2009  d Excess from 2009  e Excess	· -				
b Applied to undistributed income of prior years (Election required — see instructions)  € Treated as distributions out of corpus (Election required — see instructions)  € Applied to 2010 distributable amount  € Remaining amount distributed out of corpus  5 Excess distributions carryover applied to 2010 (If an amount appears in column (a), the same amount must be shown in column (a))  € Erfer the net total of each column as indicated below:  a Corpus Add lines 31, 4c, and 4e. Subtract line 5  b Pror years' undistributed income. Subtract line 4b from line 2b  € Erfer the amount of prior years' undistributed cit on on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount — see instructions  € Indistributed income for 2010. Subtract lines 4d from line 2a. Taxable amount — see instructions  € Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distribution or 170(b)(17) or 4942(g)(3) (see instructions)  € Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  € Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  € Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  € Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  € Excess from 2006  € Excess from 2008  € Excess from 2008  € Excess from 2009  € Excess from 2009  € Excess from 2009  € Excess from 2009  € Excess from 2001				ا ۱	
Circleton required — see instructions)  c Treated as distributions out of corpus (Election required — see instructions)  d Applied to 2010 distributable amount  e Remaining amount distributed out of corpus  5 Excess distributions carryover from 2005 not applied in 2010  (If an amount appears in column (a), the same amount must be shown in column (a) to a substract lines 45 from line 25  b Prior years' undistributed income. Subtract line 5  b Prior years' undistributed income. Subtract line 45 from line 25  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. T axable amount — see instructions  e Indistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  1 Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distribution on the compus to salisty requirements imposed by section 170(b)((1)(6) ~ 4942(b)(3)  5 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  1 Analysis of line 9:  a Excess from 2008  b Excess from 2008  c Excess from 2008  c Excess from 2008  c Excess from 2009  c Excess from 2008  c Excess from 2009  c Excess from 2010	· · ·			<u>`</u>	
(Election required — see instructions) d Applied to 2010 distributable amount e Remaining amount distributed out of corpus 5			0.		
d Applied to 2010 distributable amount  Remaining amount distributed out of corpus  Excess distributions carryover from 2005 not applied in 2011  (If undistributed income for 2010. Subtract lines 5  Definition of the same amount and the second of the sec		0			
Remaining amount distributed out of corpus  Seess distributions carryover applied to 2010 ((If an amount appears in column (a), the same amount must be shown in column (a))  Einter the net total of each column as indicated below:  a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  Derivor vears' undistributed income. Subtract line 4b from line 20  C. Enter the amount of prior years' undistributed income in line 20  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 instructions  e. Indistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  f. Undistributed income for 2010. Subtract lines 4 and 5 from line 1. This amount must be distributed in 2011  7. Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8. Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9. Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a.  10. Analysis of line 9:  Excess from 2006  Excess from 2007  d. Excess from 2008  d. Excess from 2008  d. Excess from 2009  d. Excess from 2000  d. Excess from 2000  e. Excess from 2000  d. Excess from 2001  e. Excess from 2001  f. Enter the mount of out of corpus to a column as	` ' ' F	•			3 596
5 Excess distributions carryover applied to 2010 (If an amount appears in column (a), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below:  a Corpus. Add ines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b 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 instructions d Indistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out or corpus to satisfy requirements imposed by section 170(f(1)(f)) or 4942(g)(S) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2051. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2008 b Excess from 2008 c Excess from 2008 c Excess from 2008 d Excess from 2008 d Excess from 2008 d Excess from 2008 e Excess from 2008 c Excess from 2009 c Excess from 2008 c Excess from 2008 c Excess from 2008 c Excess from 2009 c Excess from 2008 c Excess from 2009 c Excess from 2009 c Excess from 2008 c Excess from 2009 c Excess from 2008 c Excess from 2009 c Excess from 2009 c Excess from 2008 c Excess from 2009 c	· · · · · · · · · · · · · · · · · · ·	69 884			3,330.
(If an amount appears in column (d), the same amount must be shown in column (a) )  6 Enter the net total of each column as indicated below:  a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4b from line 2b  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 instructions  e Undistributed income for 2009. Subtract lines 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4a from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisty requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  182,206.	· F				0
6 Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b 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 instructions e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)° or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 182,206.  182,206.  182,206.  182,206.	(If an amount appears in column (d), the	, <u></u>			
Indicated below:   Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	same amount must be shown in column (a) )				
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line 4b from line 2b  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 instructions  e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2006  b Excess from 2007  d Excess from 2008  16, 667. d Excess from 2009  61, 284. e Excess from 2010  69, 884.	a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	182,206.			
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 instructions  e Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009 e Excess from 2009 f 1, 284. e Excess from 2010 f 20,  0.	<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b	<u> </u>	0.		
ed 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 instructions  e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009 d Excess from 2009 e Excess from 2009 f Excess from 2000 f Excess from 2009 f Excess from 2000					<del>-</del>
## description of the provious	ed income for which a notice of deficiency				
d Subtract line 6c from line 6b. Taxable amount — see instructions  e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2008 d Excess from 2009 e Excess from 2009 e Excess from 2009 f Excess from 2000 f Excess from 2009 f Excess from 2000	has been issued, or on which the section		0		
amount — see instructions  • Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions  • Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2006 b Excess from 2007 d Excess from 2008 d Excess from 2008 d Excess from 2009 e Excess from 2009 e Excess from 2000 f Excess	` ' ' ' ' ' <b> </b>				
Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions   0			0		
Inne 2a. Taxable amount — see instructions					·····
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2006  b Excess from 2007  c Excess from 2008  d Excess from 2008  d Excess from 2009  e Excess from 2009  6 1, 284.  e Excess from 2010  6 9, 884.				ا ۱	
4d and 5 from line 1. This amount must be distributed in 2011  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2008 d Excess from 2009 e Excess from 2010 69, 884.	Time 2d. Taxable amount 300 mstractions			<u> </u>	
distributed in 2011					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2006 b Excess from 2006 c Excess from 2008 d Excess from 2008 d Excess from 2009 e Excess from 2009 e Excess from 2010 f 1, 284. e Excess from 2010 f 2, 884.					0
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8					· · · · · · · · · · · · · · · · · · ·
(see instructions)       0.         8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)       0.         9 Excess distributions carryover to 2011.         Subtract lines 7 and 8 from line 6a         182,206.          10 Analysis of line 9:       182,206.         a Excess from 2006       5         b Excess from 2007       34,371.         c Excess from 2008       16,667.         d Excess from 2009       61,284.         e Excess from 2010       69,884.	corpus to satisfy requirements imposed				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  182,206.  10 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009 e Excess from 2010 69,884.	by section 170(b)(1)(F) or 4942(g)(3)	0			
applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  182,206.  10 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009 e Excess from 2010 69,884.	` ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' '				
Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009 e Excess from 2010 69,884.	<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
a Excess from 2006         b Excess from 2007       34,371.         c Excess from 2008       16,667.         d Excess from 2009       61,284.         e Excess from 2010       69,884.		182,206.			
b Excess from 2007 34,371. c Excess from 2008 16,667. d Excess from 2009 61,284. e Excess from 2010 69,884.	10 Analysis of line 9:				
c Excess from 2008       16,667.         d Excess from 2009       61,284.         e Excess from 2010       69,884.					
<b>d</b> Excess from 2009 61, 284. <b>e</b> Excess from 2010 69, 884.					
e Excess from 2010 69, 884.					
				L	

Form 990-PF (2010) Harris Upchurch				20-811521	6 Page 10
Part XIV Private Operating Foundati					N/A
1a If the foundation has received a ruling or community is effective for 2010, enter the date of the	ruling		-		
<b>b</b> Check box to indicate whether the foundat		rating foundation de		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year	43,0000	Prior 3 years	(-N 0007	/ N T . A .
investment return from Part X for each year listed	(a) 2010	<b>(b)</b> 2009	(c) 2008	(d) 2007	(e) Total
<b>b</b> 85% of line 2a			ļ		
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c</li> </ul>					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon.					
a 'Assets' alternative test — enter:					
(1) Value of all assets			ļ	<del> </del>	
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) <b>b</b> 'Endowment' alternative test — enter 2/3 of					
minimum investment return shown in Part X, line 6 for each year listed			<b></b>		
<b>c</b> 'Support' alternative test – enter.					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	<del></del>	<del> </del>			
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					<u> </u>
Part XV Supplementary Information assets at any time during t	(Complete this	s part only if the	e organization i	nad \$5,000 or m	ore in
Information Regarding Foundation Manag     a List any managers of the foundation who holds of any tax year (but only if they have None	ers:	ore than 2% of the to	otal contributions re section 507(d)(2).)	ceived by the founda	ation before the
<b>b</b> List any managers of the foundation who c	own 10% or more o	f the stock of a corp	oration (or an equa	Ilv large portion of th	ne ownership of
a partnership or other entity) of which the None	foundation has a 10	0% or greater intere	st.	ny targe portion of the	ic content inp of
2 Information Regarding Contribution, Gran Check here ► X if the foundation only n requests for funds. If the foundation make complete items 2a, b, c, and d.	nakes contributions s gifts, grants, etc,	to preselected char (see instructions) to	ritable organizations o individuals or orga	nizations under othe	ot unsolicited er conditions,
<b>a</b> The name, address, and telephone number	er of the person to v	whom applications s	hould be addressed	<b>1.</b>	
<b>b</b> The form in which applications should be s	submitted and infor	mation and material	s they should includ	le:	
c Any submission deadlines					
<b>d</b> Any restrictions or limitations on awards, s	such as by geograp	hical areas, charitat	ole fields, kinds of ir	nstitutions, or other f	actors <sup>.</sup>
BAA		EE A02101 07/22/20			Form <b>990-PF</b> (2010)
	11	EEA0310L 07/23/10			

3 Grants and Contributions Paid During the Ye	ar or Approved for Futu	re Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient		
Name and address (home or business)  a Paid during the year  See Statement 3	SUDSIANTIAL CONTRIDUTOR			
Total	<del></del>	•	▶ 3ε	73,480.
<b>b</b> Approved for future payment				
Tatal				
Total			<u>►</u> 3t	<u> </u>

Part XVI-A Analysis of Income-Producing Activities

Enter gross	amounts unless otherwise indicated	Unrelate	ed business income	Excluded	d by section 512, 513, or 514	(e)
		(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion	<b>(d)</b> Amount	Related or exempt function income (see the instructions)
<b>1</b> Progr	am service revenue			code	·	(555 175 7751 45115175)
		<del> </del>				<u> </u>
		<del> </del>		+ +		<del></del>
g		1		1	····	
_		-		<del>  </del>		
<u>, —</u>						
a Fees	and contracts from government agencies			1 1		
•	bership dues and assessments					
3 Interes	t on savings and temporary cash investments			14	171.	
4 Divide	ends and interest from securities					
5 Net re	ental income or (loss) from real estate				,	
a Debt-	financed property					
<b>b</b> Not d	lebt-financed property					
6 Net rer	ntal income or (loss) from personal property			<b></b>	· · · · · · · · · · · · · · · · · · ·	
<b>7</b> Other	r investment income			$\bot$		
8 Gain or	r (loss) from sales of assets other than inventory					
9 Net in	ncome or (loss) from special events			<del>                                     </del>		
10 Gross	s profit or (loss) from sales of inventory					
11 Other	r revenue					
a				<b></b>	<del></del>	
b		ļ		1 1		
		<del> </del>		<del>     </del>		
d				4		 
e		ļ			4.54	
	otal Add columns (b), (d), and (e)				171.	4.74
	L Add line 12, columns (b), (d), and (e)				13	171
See works	sheet in the instructions for line 13 to verify ca	lculations)				
	-B Relationship of Activities to the		ishment of Exem	pt Purpo	es	
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the
Part XVI	-B Relationship of Activities to th	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions)
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )
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Part XVI	-B Relationship of Activities to the	e Accompl	ted in column (e) of Pa	art XVI-A c	ontributed importantly t	o the instructions )

## Form 990-PF (2010) Harris Upchurch Foundation, Inc. 20-8115216 Part XVII. Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations Yes No

described	irganization directly ( d in section 501(c) of o political organizatio	f the Code (oth					7,		
a Transfers	from the reporting	foundation to a	noncharitable exer	mpt organizati	on of.				
(1) Cash	1							1a (1)	X
(2) Othe	r assets		•					. 1a (2)	X
<b>b</b> Other tra	nsactions.								
(1) Sale:	s of assets to a none	charitable exen	not organization					16(1)	X
* *	hases of assets from			ation.				1b(2)	X
• •	al of facilities, equip							1b (3)	X
	bursement arranger	•	433013					1b (4)	$\frac{1}{X}$
	is or loan quarantees							1 b (5)	$\frac{x}{x}$
` '	ormance of services		or fundraicina coli	otations				1b (6)	$\frac{x}{x}$
٠,٠	of facilities, equipme		•		c			1c	$\frac{x}{x}$
c Snaring (	or racinites, equipme	nt, mailing iist	s, other assets, or p	dalu employee	5			10	1.4
the anad	swer to any of the at s, other assets, or s saction or sharing ar	ervices diven t	ov the reporting four	ndation. If the	foundation	n received les	s than fair mai	rket value in	of
(a) Line no.	(b) Amount involved	(c) Name of	f noncharitable exempt or	rganization	<b>(d)</b> De	scription of trans	sfers, transactions,	and sharing arrange	ments
N/A									
	···-								
						-			
						-			
	<u></u>								
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			·····						
						<del></del>	<del></del>		
			· · · · · · · · · · · · · · · · · · ·					——————————————————————————————————————	
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describe	undation directly or ii d in section 501(c) o complete the followin	f the Code (oth	ted with, or related er than section 501	to, one or mo (c)(3)) or in s	re tax-exer ection 527	mpt organiza ?	tions	Yes	XNo
(a)	Name of organization	on	(b) Type of	organization		(c	<b>)</b> Description of	relationship	
N/A									
Sign correct,	enalties of perjury, I declar and complete Declaration  Earth Up	e that I have examing of preparer (other	than taxpayer or fiduciary	accompanying sc ) is based on all if	formation of	statements, and the which preparer has	as any knowledge	owledge and belief, it	is true,
Sign	Print/Type preparer's nar	ne	Preparer's signa	ature		Date	7.30	PTIN	<del></del>
			0- 01	To I Am	_ 1	2/22/11	Check if self		
Paid	Marshall M. Sho			month	<u> </u>	012211	employed	N/A	
Preparer			N & SHORT P.A.		<del>.</del>		Firm's EIN ► N/	A	
Jse Only	Firm's address =	<del></del>	S MINT HILL RD						
	L CI	MAKLUTTE, NO	28227-7596				Phone no (7	04) 545-9771	
BAA								Form <b>990</b> -	<b>-PF</b> (2010)

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

Department of the Treasury Internal Revenue Service

### **Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF

OMB No 1545-0047

2010

Employer identification number

Harris Upchurch Foundation, 20-8115216 Organization type (check one): Section: Filers of: 501(c)( ) (enter number) organization Form 990 or 990-EZ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization X 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the **General Rule** or a **Special Rule Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. General Rule [X] For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II) **Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc. contributions of \$5,000 or more during the year **Caution:** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF). BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Schedule	<b>B</b> (Form 990, 990-EZ, or 990-PF) (2010)	Page 1	of 1 of Part I
Name of orga	Upchurch Foundation, Inc.		115216
	Contributors (see instructions.)		
Part I		7.	
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Larry Harris  17537 S.E. Conch Bar Ave.  Tequesta, FL 33469	\$75,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Part II	Noncash Property (see instructions )		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		· · ·
		\$	
		٧	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part i	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		٠	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	<del></del>	Ψ	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		Ψ	1-71
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		T	

(e) Transfer of gift Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

BAA

### **Federal Statements**

Page 1

Harris Upchurch Foundation, Inc.

20-8115216

Statement 1 Form 990-PF, Part I, Line 16b Accounting Fees

		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	Total	\$ 550. \$ 550.	\$ 550. \$ 550.	\$ 0.	\$ 0.

Statement 2 Form 990-PF, Part VII-A, Line 10 Substantial Contributors During the Tax Year

Name of Substantial Contributor Address of Substantial Contributor

Larry Harris

17537 S.E. Conch Bar Avenue Tequesta, FL 33469

Statement 3 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant	Amount
American College of the Building Arts 21 Magazine Street Charleston, SC 29401	None	501 (C) (3)	Educational programs on historical building methods	\$ 1,000.
Catawba Riverkeeper Foundation 421 Minuet Lane Ste 205 Charlotte, NC 28217	None	501 (C) (3)	River protection and youth kayaking programs	7,780.
Teach for America 5500 Executive Center Drive Charlotte, NC 28212	None	501 (C) (3)	Teacher sponsorship	5,000.
Humane Society of Charlotte 2700 Toomey Avenue Charlotte, NC 28203	None	501 (C) (3)	Indigent spay/neuter surgeries	5,000.
World Team Sports 2108 South Blvd Ste 101 Charlotte, NC 28203	None	501 (C) (3)	Wounded veterans programs	500.

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### **Federal Statements**

Page 2

Harris Upchurch Foundation, Inc.

20-8115216

Statement 3 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee <u>Relationship</u>	Found- ation <u>Status</u>	Purpose of Grant	 Amount
Muscular Dystrophy Association 1515 Mockingbird Lane #701 Charlotte, NC 28209	None	501 (C) (3)	Summer camp fund	\$ 800.
Akita Rescue Society of Florida 2364 Emerson Street Jacksonville, FL 32207	None	501 (C) (3)	Boarding and placement for homeless akitas	1,300.
Partners in Out-of-School Time 1609 East 5th Street Charlotte, NC 28204	None	501 (C) (3)	Quality ratings program development	50,000.
A Child's Place PO Box 33302 Charlotte, NC 28233	None	501(C)(3)	Back to school clothing for kids	2,000.
Lauren's Institute for Education 3341 E. Queen Creek Road Ste 109 Gilbert, AZ 85297	None	501 (C) (3)	Memorial	100.
			Total	\$ 73,480.