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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2010

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

For calendar year 2010, or tax year beginning , and ending

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

Name of foundation FOX FAMILY FOUNDATION, INC. C/O DAVID D. BEISCHER		A Employer identification number 56-1756144
Number and street (or P.O. box number if mail is not delivered to street address) 2451 CROASDAILE FARM PARKWAY	Room/suite 101	B Telephone number 919-383-5575
City or town, state, and ZIP code DURHAM, NC 27705		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,395,123. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	414,666.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	176,877.	176,877.		STATEMENT 1
	5a Gross rents	<6.>	<6.>		STATEMENT 2
	b Net rental income or (loss)	<6.>			
	6a Net gain or (loss) from sale of assets not on line 10	<239,268.>			
	b Gross sales price for all assets on line 6a	3,069,326.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<86.>	905.		STATEMENT 3	
12 Total. Add lines 1 through 11	352,183.	177,776.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,000.	0.		6,000.
	14 Other employee salaries and wages	7,000.	0.		700.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	225.	203.		22.
	b Accounting fees STMT 5	3,800.	3,420.		380.
	c Other professional fees STMT 6	21,311.	21,294.		17.
	17 Interest	729.	729.		0.
	18 Taxes STMT 7	6,631.	4,613.		513.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	13,133.	12,854.		279.
	24 Total operating and administrative expenses. Add lines 13 through 23	112,829.	43,113.		7,911.
	25 Contributions, gifts, grants paid	398,016.			398,016.
26 Total expenses and disbursements. Add lines 24 and 25	510,845.	43,113.		405,927.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<158,662.>				
b Net investment income (if negative, enter -0-)		134,663.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	192,879.	128,115.	128,115.
	3 Accounts receivable ▶ 157,006.			
	Less: allowance for doubtful accounts ▶	44,559.	157,006.	157,006.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	7,517,374.	7,311,029.	8,110,002.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	7,754,812.	7,596,150.	8,395,123.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	7,754,812.	7,596,150.		
30 Total net assets or fund balances	7,754,812.	7,596,150.		
31 Total liabilities and net assets/fund balances	7,754,812.	7,596,150.		

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	7,754,812.
2 Enter amount from Part I, line 27a	2	<158,662.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,596,150.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,596,150.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 3,069,326.		3,308,594.	<239,268.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<239,268.>	
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<239,268.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	354,853.	6,717,121.	.052828
2008	435,374.	7,598,153.	.057300
2007	386,153.	7,805,597.	.049471
2006	359,715.	6,881,157.	.052275
2005	346,347.	5,967,586.	.058038

2 Total of line 1, column (d)	2	.269912
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.053982
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,522,700.
5 Multiply line 4 by line 3	5	406,090.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,347.
7 Add lines 5 and 6	7	407,437.
8 Enter qualifying distributions from Part XII, line 4	8	405,927.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	2,693.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,693.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,693.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010		6a	4,000.
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d		7	4,000.
8 Enter any penalty 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		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	1,307.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 1,307. Refunded ☐ 0.		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>CATHERINE MCGHEE</u> Telephone no. ► <u>919-643-2225</u> Located at ► <u>2451 CROASDAILE DR., SUITE 101, DURHAM, NC</u> ZIP+4 ► <u>27705</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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 ☒ 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 ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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 ► _____	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b 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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		60,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

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

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

0

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,539,408.
b	Average of monthly cash balances	1b	97,851.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,637,259.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,637,259.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	114,559.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,522,700.
6	Minimum investment return. Enter 5% of line 5	6	376,135.

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

1	Minimum investment return from Part X, line 6	1	376,135.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,693.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,693.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	373,442.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	373,442.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	373,442.

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	405,927.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	405,927.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	405,927.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				373,442.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			29,676.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 405,927.				
a Applied to 2009, but not more than line 2a			29,676.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				373,442.
e Remaining amount distributed out of corpus	2,809.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,809.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,809.			
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	2,809.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year CHARITABLE CONTRIBUTIONS MADE THROUGH INVESTMENT PORTFOLIOS VARIOUS SEE ATTACHED LIST OF GRANTEES - ATTACHMENT #2 VARIOUS		PUBLIC	VARIOUS	16.
		PUBLIC	VARIOUS	398,000.
Total			▶ 3a	398,016.
b Approved for future payment SEE ATTACHED #3 VARIOUS		PUBLIC	VARIOUS	335,000.
Total			▶ 3b	335,000.

Part XVII

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.				
	 Signature of officer or trustee		10/28/11 Date		EXECUTIVE DIRECTOR Title
Paid Preparer Use Only	Print/Type preparer's name SHAY BENTON		Preparer's signature <i>Shay P. Benton</i>		Date 10/28/11
	Check ☐ if self-employed				PTIN P00766935
	Firm's name ▶ DIXON HUGHES GOODMAN LLP				Firm's EIN ▶ 56-0747981
	Firm's address ▶ 2501 BLUE RIDGE RD. SUITE 500 RALEIGH, NC 27607				Phone no. 919-876-4546

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**Name of the organization**FOX FAMILY FOUNDATION, INC.
C/O DAVID D. BEISCHER**Employer identification number**

56-1756144

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 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**

- ☒ 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 its 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

FOX FAMILY FOUNDATION, INC.
C/O DAVID D. BEISCHER

Employer identification number

56-1756144

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	FOX CHARITABLE LEAD UNITRUST 2451 CROASDAILE FARM PARKWAY, SUITE 101 DURHAM, NC 27705	\$ 414,666.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number

56-1756144

[illegible]

Name of organization

Employer identification number

FOX FAMILY FOUNDATION, INC.

C/O DAVID D. BEISCHER

56-1756144

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a TRUST COMPANY OF THE SOUTH - SHORT TERM GAIN		P	VARIOUS	VARIOUS
b TRUST COMPANY OF THE SOUTH - SHORT TERM LOSS		P	VARIOUS	VARIOUS
c TRUST COMPANY OF THE SOUTH - LONG TERM GAIN		P	VARIOUS	VARIOUS
d TRUST COMPANY OF THE SOUTH - LONG TERM LOSS		P	VARIOUS	VARIOUS
e PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV		P		
f PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV		P		
g GRANVILLE MULTI-STRATEGY GLOBAL PARTNERS		P		
h CAPITAL GAINS DIVIDENDS				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 653,384.		539,582.	113,802.
b 311,814.		323,017.	<11,203.>
c 528,446.		419,799.	108,647.
d 1,471,140.		2,026,196.	<555,056.>
e 1,430.			1,430.
f 4,703.			4,703.
g 88,164.			88,164.
h 10,245.			10,245.
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			113,802.
b			<11,203.>
c			108,647.
d			<555,056.>
e			1,430.
f			4,703.
g			88,164.
h			10,245.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<239,268.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS - TRUST COMPANY OF THE SOUTH	110,178.	0.	110,178.
DIVIDENDS - TRUST COMPANY OF THE SOUTH	10,245.	10,245.	0.
GRANVILLE MULTI-STRATEGY GLOBAL PARTNERS	15,179.	0.	15,179.
INTEREST - TRUST COMPANY OF THE SOUTH	19,891.	0.	19,891.
INTEREST - US GOV'T TRUST COMPANY OF THE SOUTH	20,944.	0.	20,944.
PLEXUS FUND II, LP	5.	0.	5.
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	10,680.	0.	10,680.
TOTAL TO FM 990-PF, PART I, LN 4	187,122.	10,245.	176,877.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	1	<6.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<6.>

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	323.	323.	
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	<329.>	662.	
PLEXUS FUND II	<80.>	<80.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<86.>	905.	

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KENNON, CRAVER	225.	203.		22.
TO FM 990-PF, PG 1, LN 16A	225.	203.		22.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DIXON HUGHES PLLC	3,800.	3,420.		380.
TO FORM 990-PF, PG 1, LN 16B	3,800.	3,420.		380.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENCY FEES	21,143.	21,143.		0.
MICRO MEDIC	168.	151.		17.
TO FORM 990-PF, PG 1, LN 16C	21,311.	21,294.		17.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	5,126.	4,613.		513.
FOREIGN TAXES	1,505.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,631.	4,613.		513.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES & SUBSCRIPTIONS	1,955.	1,760.		195.	
SUPPLIES	840.	756.		84.	
OTHER DEDUCTIONS FROM PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	10,173.	10,173.		0.	
OTHER DEDUCTIONS FROM PLEXUS K-1	165.	165.		0.	
TO FORM 990-PF, PG 1, LN 23	13,133.	12,854.		279.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
TRUST COMPANY OF THE SOUTH EQUITIES	3,479,451.	4,364,039.		
TRUST COMPANY OF THE SOUTH FIXED INCOME	1,486,108.	1,524,152.		
TRUST COMPANY OF THE SOUTH OTHER	2,345,470.	2,221,811.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,311,029.	8,110,002.		

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN F. BEISCHER 2726 CROASDAILE DR., SUITE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
A. WILLIAM KENNON 2726 CROASDAILE DR., SUITE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
J. DAVID ROSS 2726 CROASDAILE DR., SUITE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
DAVID D. BEISCHER 2726 CROASDAILE DR., SUITE 101 DURHAM, NC 27705	EXECUTIVE DIRECTOR 10.00	60,000.	0.	0.
JOHN W. MALLARD 2726 CROASDAILE DR., SUITE 101 DURHAM, NC 27705	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		60,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DAVID D. BEISCHER, EXECUTIVE DIRECTOR

TELEPHONE NUMBER

(919) 383-5575

FORM AND CONTENT OF APPLICATIONS

A COMPLETED GRANT APPLICATION FORM AND PROPOSAL SHOULD BE SUBMITTED

ANY SUBMISSION DEADLINES

SEPTEMBER 1

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS TO POLITICAL OR RELIGIOUS ORGANIZATIONS; POTENTIAL GRANTEES MUST BE LOCATED IN DURHAM, ORANGE OR WAKE COUNTY, NORTH CAROLINA; NO GRANTS OR SCHOLARSHIPS WILL BE AWARDED TO INDIVIDUALS.

Tax Worksheet

(Tax Yr: 2010 Version: Client)

Tax ID: 561756144

Group ID: 589

Group Name: FOX FAMILY FOUNDATION

Acct#:

Account Name: FOX FAMILY FOUNDATION

Acct#:

Account Name: FOX FAMILY FOUNDATION - SMITH ACCT *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - BOND

Acct#:

Account Name: FOX FAMILY FOUNDATION - OPERATING *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY

Acct#:

Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON Accountant:

State of Domicile: North Carolina

Closed Date:

Schedule D

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
Short Gain													
A022902	ROSS STORES, INC	778296103	80.0000	3/20/2009	PURCHASE	1/4/2010	2010	Short	3,399.11	2,749.97	649.14		
A022902	ABBOTT LABORATORIES	002824100	80.0000	8/4/2009	PURCHASE	1/4/2010	2010	Short	4,314.82	3,560.94	753.88		
A022902	CISCO SYSTEMS INC	17275R102	160.0000	5/8/2009	PURCHASE	1/4/2010	2010	Short	3,861.63	3,004.06	857.57		
A022902	GRAFTECH INTERNATIONAL LTD.	384313102	280.0000	12/23/2009	PURCHASE	1/4/2010	2010	Short	4,431.75	4,350.86	80.89		
A022902	ILLINOIS TOOL WORKS	452308109	80.0000	8/13/2009	PURCHASE	1/4/2010	2010	Short	3,854.30	3,338.46	515.84		
A022902	MCKESSON CORP	58155Q103	70.0000	8/4/2009	PURCHASE	1/4/2010	2010	Short	4,374.43	3,787.64	586.79		
A022902	RED HAT INC	756577102	35.0000	2/10/2009	PURCHASE	1/4/2010	2010	Short	1,089.52	549.50	540.02		
A022902	RED HAT INC	756577102	175.0000	2/10/2009	PURCHASE	1/4/2010	2010	Short	5,447.61	2,768.71	2,678.90		
A022902	FRANKLIN RESOURCES	354613101	40.0000	8/13/2009	PURCHASE	1/4/2010	2010	Short	4,254.69	3,791.64	463.05		
A022902	VALEANT PHARMA INTL	91911X104	90.0000	8/14/2009	PURCHASE	1/4/2010	2010	Short	2,882.63	2,420.34	462.29		
A022902	VALEANT PHARMA INTL	91911X104	30.0000	8/17/2009	PURCHASE	1/4/2010	2010	Short	960.88	809.15	151.73		
A022902	FREEMONT MCMORAN COPPER & GOLD	35671D857	40.0000	8/13/2009	PURCHASE	1/4/2010	2010	Short	3,305.11	2,631.34	673.77		
A022902	NEWFIELD EXPLORATION CO	651290108	40.0000	12/23/2009	PURCHASE	1/4/2010	2010	Short	1,973.94	1,973.18	0.76		

For Family Foundation
Part IV Attachment
12/13/110

Tax Worksheet

(Tax Yr: 2010 Version: Client)

Tax ID: 561756144

Group ID: 589

Group Name: FOX FAMILY FOUNDATION

Acct#: -

Account Name: FOX FAMILY FOUNDATION

Acct#: -

Account Name: FOX FAMILY FOUNDATION - SMITH ACCT *C*

Acct#: -

Account Name: FOX FAMILY FOUNDATION - BOND

Acct#: -

Account Name: FOX FAMILY FOUNDATION - OPERATING *C*

Acct#: -

Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY

Acct#: -

Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON Accountant:

State of Domicile: North Carolina

Closed Date:

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A022902	BROWN FORMAN CORP CL B	115637209	80.0000	12/23/2009	PURCHASE	1/4/2010	2010	Short	4,303.08	4,225.50	77.58		
A022902	WESTERN DIGITAL CORP	958102105	137.0000	8/19/2009	PURCHASE	1/4/2010	2010	Short	6,106.48	4,384.36	1,722.12		
A022902	WESTERN DIGITAL CORP	958102105	23.0000	8/20/2009	PURCHASE	1/4/2010	2010	Short	1,025.17	751.10	274.07		
A022902	IBM CORP.	459200101	40.0000	2/3/2009	PURCHASE	1/4/2010	2010	Short	5,247.86	3,708.06	1,539.80		
A022902	INTEL CORP	458140100	210.0000	4/27/2009	PURCHASE	1/4/2010	2010	Short	4,354.17	3,228.14	1,126.03		
A022902	AMERICAN EXPRESS CO	025816109	110.0000	10/28/2009	PURCHASE	1/4/2010	2010	Short	4,464.00	3,891.48	572.52		
A022902	GOLDMAN SACHS GROUP	38141G104	30.0000	3/24/2009	PURCHASE	1/4/2010	2010	Short	5,109.16	3,383.13	1,726.03		
A022902	CONOCOPHILLIPS COM	20825C104	80.0000	6/4/2009	PURCHASE	1/4/2010	2010	Short	4,126.95	3,672.11	454.84		
A022902	LENDER PROCESSING	52602E102	28.0000	8/13/2009	PURCHASE	1/4/2010	2010	Short	1,170.73	895.53	275.20		
A022902	LENDER PROCESSING	52602E102	62.0000	8/14/2009	PURCHASE	1/4/2010	2010	Short	2,592.33	2,034.24	558.09		
A022902	APPLE COMPUTER INC	037833100	30.0000	4/16/2009	PURCHASE	1/4/2010	2010	Short	6,402.73	3,601.57	2,801.16		
A022902	GOLDMAN SACHS GROUP	38141G104	50.0000	3/24/2009	PURCHASE	1/5/2010	2010	Short	8,715.91	5,638.55	3,077.36		
A022902	GOLDMAN SACHS GROUP	38141G104	50.0000	3/24/2009	PURCHASE	1/6/2010	2010	Short	8,722.72	5,638.54	3,084.18		
A012902	FPA CAPITAL SMALL CAP VAL FD	302539101	84.2280	3/25/2009		1/14/2010	2010	Short	2,910.92	1,789.00	1,121.92		

Tax Worksheet

(Tax Yr: 2010 Version: Client)

Tax ID: 561756144

Group ID: 589

Group Name: FOX FAMILY FOUNDATION

Acct#:

Account Name: FOX FAMILY FOUNDATION

Acct#:

Account Name: FOX FAMILY FOUNDATION - SMITH ACCT *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - BOND

Acct#:

Account Name: FOX FAMILY FOUNDATION - OPERATING *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY

Acct#:

Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON

Accountant:

State of Domicile: North Carolina

Closed Date:

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A012902	DFA EMERGING MKTS VALUE	233203587	113.0260	3/24/2009		1/14/2010	2010	Short	3,693.69	1,854.76	1,838.93		
A012902	DFA INTL SMALL COMPANY	233203629	173.3700	3/24/2009		1/14/2010	2010	Short	2,614.42	1,595.00	1,019.42		
A012902	DFA US SMALL CAP VALUE	233203819	345.7120	3/24/2009		1/14/2010	2010	Short	7,087.10	4,193.49	2,893.61		
A012902	DFA US LARGE CAP VALUE	233203827	773.6540	3/24/2009		1/14/2010	2010	Short	13,825.19	8,649.45	5,175.74		
A012902	DFA REAL ESTATE SECURITIES	233203835	130.0330	10/20/2009		1/14/2010	2010	Short	2,252.17	2,050.62	201.55		
A012902	VANGUARD SM CAP GR INDEX FD INST SHS	922908819	454.7990	3/24/2009		1/14/2010	2010	Short	7,954.43	4,869.39	3,085.04		
A022902	CONOCOPHILLIPS COM	20825C104	100.0000	6/4/2009	PURCHASE	1/26/2010	2010	Short	5,015.09	4,590.14	424.95		
A022902	INTEL CORP	458140100	240.0000	4/27/2009	PURCHASE	1/26/2010	2010	Short	4,828.03	3,689.31	1,138.72		
A022902	APPLE COMPUTER INC	037833100	20.0000	4/16/2009	PURCHASE	1/26/2010	2010	Short	4,111.95	2,401.04	1,710.91		
A022902	VALEANT PHARMA INTL	91911X104	165.0000	8/17/2009	PURCHASE	1/26/2010	2010	Short	5,504.70	4,450.31	1,054.39		
A022902	VALEANT PHARMA INTL	91911X104	15.0000	8/17/2009	PURCHASE	1/26/2010	2010	Short	500.43	406.34	94.09		
A022902	CISCO SYSTEMS INC	17275R102	190.0000	5/8/2009	PURCHASE	1/26/2010	2010	Short	4,323.62	3,567.33	756.29		
A022902	IBM CORP.	459200101	30.0000	2/3/2009	PURCHASE	1/26/2010	2010	Short	3,779.65	2,781.05	998.60		
A022902	AMERICAN EXPRESS CO	025816109	52.0000	10/28/2009	PURCHASE	1/26/2010	2010	Short	1,957.62	1,839.61	118.01		

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Tax ID: 561756144

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Group Name: FOX FAMILY FOUNDATION

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Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY

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Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON

Accountant:

State of Domicile: North Carolina

Closed Date:

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A022902	AMERICAN EXPRESS CO	025816109	48.0000	10/29/2009	PURCHASE	1/26/2010	2010	Short	1,807.04	1,730.59	76.45		
A022902	AVERY DENNISON	053611109	160.0000	10/23/2009	PURCHASE	1/26/2010	2010	Short	6,146.24	6,102.83	43.41		
A022902	FRANKLIN RESOURCES	354613101	40.0000	8/13/2009	PURCHASE	1/26/2010	2010	Short	4,075.62	3,791.63	283.99		
A022902	ROSS STORES, INC	778296103	130.0000	3/20/2009	PURCHASE	1/26/2010	2010	Short	5,734.45	4,468.69	1,265.76		
A022902	ILLINOIS TOOL WORKS	452308109	90.0000	8/13/2009	PURCHASE	1/26/2010	2010	Short	4,052.80	3,755.77	297.03		
A022902	NEWFIELD EXPLORATION CO	651290108	120.0000	12/23/2009	PURCHASE	1/26/2010	2010	Short	6,088.74	5,919.54	169.20		
A022902	ABBOTT LABORATORIES	002824100	90.0000	8/4/2009	PURCHASE	1/26/2010	2010	Short	4,903.74	4,006.05	897.69		
A022902	RED HAT INC	756577102	110.0000	2/10/2009	PURCHASE	1/26/2010	2010	Short	3,049.27	1,740.33	1,308.94		
A022902	WESTERN DIGITAL CORP	958102105	90.0000	8/20/2009	PURCHASE	1/26/2010	2010	Short	3,713.38	2,939.08	774.30		
A022902	FREEMONT MCMORAN COPPER & GOLD	35671D857	50.0000	8/13/2009	PURCHASE	1/26/2010	2010	Short	3,675.45	3,289.18	386.27		
A022902	WHOLE FOOD MARKET	966837106	65.0000	8/14/2009	PURCHASE	1/26/2010	2010	Short	1,821.80	1,817.74	4.06		
A022902	LENDER PROCESSING	52602E102	6.0000	8/14/2009	PURCHASE	1/26/2010	2010	Short	250.31	196.86	53.46		
A022902	LENDER PROCESSING	52602E102	60.0000	8/17/2009	PURCHASE	1/26/2010	2010	Short	2,503.17	1,996.37	506.80		
A022902	LENDER PROCESSING	52602E102	74.0000	8/17/2009	PURCHASE	1/26/2010	2010	Short	3,087.24	2,503.48	583.76		

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Administrator: JOHN SLAYTON

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A022902	MCKESSON CORP	58155Q103	80.0000	8/4/2009	PURCHASE	1/26/2010	2010	Short	4,909.70	4,328.73	580.97		
A012902	FPA CAPITAL SMALL CAP VAL FD	302539101	8.7210	3/25/2009		2/4/2010	2010	Short	280.22	185.23	94.99		
A012902	DFA REAL ESTATE SECURITIES	233203835	284.0080	10/20/2009		2/4/2010	2010	Short	4,529.93	4,478.81	51.12		
A012902	PIMCO TOTAL RETURN FD INST SHS	693390700	1,865.7260	10/20/2009		2/4/2010	2010	Short	20,467.01	20,392.39	74.62		
A022902	CONOCOPHILLIPS COM	20825C104	240.0000	6/4/2009	PURCHASE	2/17/2010	2010	Short	11,854.81	11,016.34	838.47		
A022902	APPLE COMPUTER INC	037833100	40.0000	4/16/2009	PURCHASE	3/9/2010	2010	Short	8,722.69	4,802.09	3,920.60		
A022902	APPLE COMPUTER INC	037833100	20.0000	10/22/2009	PURCHASE	3/9/2010	2010	Short	4,361.34	4,093.40	267.94		
A022902	WESTERN DIGITAL CORP	958102105	300.0000	8/20/2009	PURCHASE	3/9/2010	2010	Short	11,846.84	9,796.95	2,049.89		
A022902	ILLINOIS TOOL WORKS	452308109	25.0000	8/13/2009	PURCHASE	3/9/2010	2010	Short	1,164.99	1,043.27	121.72		
A022902	ILLINOIS TOOL WORKS	452308109	245.0000	8/14/2009	PURCHASE	3/9/2010	2010	Short	11,416.85	10,115.61	1,301.24		
A022902	FREEMONT MCMORAN COPPER & GOLD	35671D857	170.0000	8/13/2009	PURCHASE	3/9/2010	2010	Short	13,556.54	11,183.19	2,373.35		
A022902	LENDER PROCESSING	52602E102	86.0000	8/17/2009	PURCHASE	3/9/2010	2010	Short	3,480.55	2,909.46	571.09		
A022902	LENDER	52602E102	204.0000	8/18/2009	PURCHASE	3/9/2010	2010	Short	8,256.18	6,910.74	1,345.44		

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PROCESSING													
A022902	BROWN FORMAN CORP CL B	115637209	72.0000	12/23/2009	PURCHASE	3/9/2010	2010	Short	3,969.15	3,802.95	166.20		
A022902	BROWN FORMAN CORP CL B	115637209	46.0000	12/24/2009	PURCHASE	3/9/2010	2010	Short	2,535.85	2,457.39	78.46		
A022902	BROWN FORMAN CORP CL B	115637209	85.0000	12/28/2009	PURCHASE	3/9/2010	2010	Short	4,685.80	4,556.99	128.81		
A022902	BROWN FORMAN CORP CL B	115637209	37.0000	12/29/2009	PURCHASE	3/9/2010	2010	Short	2,039.70	2,007.98	31.72		
A022902	CISCO SYSTEMS INC	17275R102	540.0000	5/8/2009	PURCHASE	3/9/2010	2010	Short	14,199.16	10,138.72	4,060.44		
A022902	INTEL CORP	458140100	610.0000	4/27/2009	PURCHASE	3/9/2010	2010	Short	12,600.48	9,376.98	3,223.50		
A022902	AMERICAN EXPRESS CO	025816109	330.0000	10/29/2009	PURCHASE	3/9/2010	2010	Short	13,033.18	11,897.78	1,135.40		
A022902	BED BATH & BEYOND	075896100	149.0000	1/12/2010	PURCHASE	3/9/2010	2010	Short	6,180.68	6,160.04	20.64		
A022902	ABBOTT LABORATORIES	002824100	230.0000	8/4/2009	PURCHASE	3/9/2010	2010	Short	12,487.21	10,237.69	2,249.52		
A022902	VALEANT PHARMA INTL	91911X104	240.0000	8/17/2009	PURCHASE	3/9/2010	2010	Short	9,276.64	6,501.46	2,775.18		
A022902	VALEANT PHARMA INTL	91911X104	130.0000	8/18/2009	PURCHASE	3/9/2010	2010	Short	5,024.85	3,520.84	1,504.01		
A022902	WHIRLPOOL CORP	963320106	65.0000	1/5/2010	PURCHASE	3/9/2010	2010	Short	5,635.59	5,299.36	336.23		
A022902	WHIRLPOOL	963320106	95.0000	1/6/2010	PURCHASE	3/9/2010	2010	Short	8,236.63	7,764.83	471.80		

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CORP													
A022902	THOMAS & BETTS CORP	884315102	114.0000	11/25/2009	PURCHASE	3/9/2010	2010	Short	4,354.76	4,223.62	131.14		
A022902	THOMAS & BETTS CORP	884315102	42.0000	11/27/2009	PURCHASE	3/9/2010	2010	Short	1,604.38	1,520.12	84.26		
A022902	THOMAS & BETTS CORP	884315102	80.0000	11/30/2009	PURCHASE	3/9/2010	2010	Short	3,055.97	2,889.37	166.60		
A022902	THOMAS & BETTS CORP	884315102	23.0000	12/1/2009	PURCHASE	3/9/2010	2010	Short	878.59	852.97	25.62		
A022902	THOMAS & BETTS CORP	884315102	111.0000	12/2/2009	PURCHASE	3/9/2010	2010	Short	4,240.16	4,165.30	74.86		
A022902	ROSS STORES, INC	778296103	58.0000	3/20/2009	PURCHASE	3/9/2010	2010	Short	3,001.46	1,993.73	1,007.73		
A022902	ROSS STORES, INC	778296103	222.0000	3/20/2009	PURCHASE	3/9/2010	2010	Short	11,488.35	7,562.30	3,926.05		
A022902	FRANKLIN RESOURCES	354613101	110.0000	8/14/2009	PURCHASE	3/9/2010	2010	Short	11,821.54	10,366.74	1,454.80		
A022902	FRANKLIN RESOURCES	354613101	10.0000	8/17/2009	PURCHASE	3/9/2010	2010	Short	1,074.69	914.82	159.87		
A022902	WHOLE FOOD MARKET	966837106	430.0000	8/14/2009	PURCHASE	3/9/2010	2010	Short	15,328.66	12,025.03	3,303.63		
A022902	MCKESSON CORP	58155Q103	200.0000	8/4/2009	PURCHASE	3/9/2010	2010	Short	12,133.78	10,821.81	1,311.97		
A022902	NEWFIELD EXPLORATION CO	651290108	240.0000	12/23/2009	PURCHASE	3/9/2010	2010	Short	12,548.14	11,839.08	709.06		
A012902	VANGUARD ST FEDERAL FD ADMIRAL SHS	922031844	452.4640	1/14/2010		3/11/2010	2010	Short	4,886.61	4,877.56	9.05		

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A012902	VANGUARD SM CAP GR INDEX FD INST SHS	922908819	598.7120	3/24/2009		3/11/2010	2010	Short	10,986.37	6,410.22	4,576.15		
A012902	PIMCO TOTAL RETURN FD INST SHS	693390700	8,552.1280	10/20/2009		3/11/2010	2010	Short	94,158.93	93,474.76	684.17		
A012902	DFA EMERGING MKTS VALUE	233203587	61.2520	3/24/2009		3/11/2010	2010	Short	1,946.60	1,005.15	941.45		
A012902	DFA US SMALL CAP VALUE	233203819	676.6390	3/24/2009		3/11/2010	2010	Short	14,764.27	8,207.63	6,556.64		
A012902	DFA US LARGE CAP VALUE	233203827	560.2540	3/24/2009		3/11/2010	2010	Short	10,247.04	6,263.64	3,983.40		
A012902	FPA CAPITAL SMALL CAP VAL FD	302539101	66.6620	3/25/2009		3/11/2010	2010	Short	2,351.19	1,415.90	935.29		
									653,384.02	539,582.04	113,801.99		
A022902	<u>Short Loss</u> CAPITAL ONE FINL	14040H105	120.0000	11/25/2009	PURCHASE	1/4/2010	2010	Short	4,652.59	4,656.91	-4.32		
A022902	AVERY DENNISON	053611109	45.0000	10/22/2009	PURCHASE	1/4/2010	2010	Short	1,653.29	1,721.64	-68.35		
A022902	AVERY DENNISON	053611109	35.0000	10/23/2009	PURCHASE	1/4/2010	2010	Short	1,285.89	1,334.99	-49.10		
A022902	WMS INDUSTRIES INC	929297109	100.0000	8/13/2009	PURCHASE	1/4/2010	2010	Short	4,025.20	4,229.60	-204.40		
A022902	WHOLE FOOD MARKET	966837106	170.0000	8/13/2009	PURCHASE	1/4/2010	2010	Short	4,647.75	4,815.93	-168.18		
A022902	THOMAS &	884315102	80.0000	11/24/2009	PURCHASE	1/4/2010	2010	Short	2,881.52	2,938.15	-56.63		

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Acct#: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON Accountant:

State of Domicile: North Carolina

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BETTS CORP													
A022902	PNC BANK CORP	693475105	70.0000	11/25/2009	PURCHASE	1/4/2010	2010	Short	3,745.09	4,003.15	-258.06		
A022902	THOMAS & BETTS CORP	884315102	1.0000	11/24/2009	PURCHASE	1/26/2010	2010	Short	33.44	36.73	-3.29		
A022902	THOMAS & BETTS CORP	884315102	119.0000	11/25/2009	PURCHASE	1/26/2010	2010	Short	3,979.77	4,408.87	-429.10		
A022902	WHIRLPOOL CORP	963320106	40.0000	1/5/2010	PURCHASE	1/26/2010	2010	Short	3,038.51	3,261.14	-222.63		
A022902	WHOLE FOOD MARKET	966837106	135.0000	8/13/2009	PURCHASE	1/26/2010	2010	Short	3,783.74	3,824.42	-40.68		
A022902	PNC BANK CORP	693475105	100.0000	11/25/2009	PURCHASE	1/26/2010	2010	Short	5,345.90	5,718.78	-372.88		
A022902	GRAFTECH INTERNATIONAL LTD.	384313102	4.0000	12/24/2009	PURCHASE	1/26/2010	2010	Short	53.18	63.20	-10.02		
A022902	GRAFTECH INTERNATIONAL LTD.	384313102	196.0000	12/23/2009	PURCHASE	1/26/2010	2010	Short	2,605.68	3,045.61	-439.93		
A022902	BED BATH & BEYOND	075896100	43.0000	1/12/2010	PURCHASE	1/26/2010	2010	Short	1,666.44	1,771.39	-104.95		
A022902	BED BATH & BEYOND	075896100	37.0000	1/12/2010	PURCHASE	1/26/2010	2010	Short	1,433.91	1,529.68	-95.77		
A022902	WMS INDUSTRIES INC	929297109	95.0000	8/13/2009	PURCHASE	1/26/2010	2010	Short	3,877.27	4,018.12	-140.85		
A022902	WMS INDUSTRIES INC	929297109	35.0000	8/14/2009	PURCHASE	1/26/2010	2010	Short	1,428.47	1,494.94	-66.47		
A022902	BROWN FORMAN CORP	115637209	80.0000	12/23/2009	PURCHASE	1/26/2010	2010	Short	4,100.44	4,225.51	-125.07		

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CL B													
A022902	CAPITAL ONE FINL	14040H105	110.0000	11/25/2009	PURCHASE	1/26/2010	2010	Short	3,961.83	4,268.84	-307.01		
A012902	VANGUARD ST FEDERAL FD ADMIRAL SHS	922031844	440.1970	7/22/2009		2/4/2010	2010	Short	4,762.93	4,793.75	-30.82		
A022902	AVERY DENNISON	053611109	320.0000	10/23/2009	PURCHASE	2/17/2010	2010	Short	10,252.85	12,205.67	-1,952.82		
A022902	BED BATH & BEYOND	075896100	171.0000	1/13/2010	PURCHASE	3/9/2010	2010	Short	7,093.26	7,139.03	-45.77		
A022902	GRAFTECH INTERNATIONAL LTD.	384313102	82.0000	12/24/2009	PURCHASE	3/9/2010	2010	Short	1,082.91	1,295.57	-212.66		
A022902	GRAFTECH INTERNATIONAL LTD.	384313102	384.0000	12/28/2009	PURCHASE	3/9/2010	2010	Short	5,071.19	6,041.86	-970.67		
A022902	GRAFTECH INTERNATIONAL LTD.	384313102	454.0000	12/28/2009	PURCHASE	3/9/2010	2010	Short	5,995.63	7,102.83	-1,107.20		
A022902	PNC BANK CORP	693475105	75.0000	11/25/2009	PURCHASE	3/9/2010	2010	Short	4,151.19	4,289.08	-137.89		
A022902	PNC BANK CORP	693475105	155.0000	11/27/2009	PURCHASE	3/9/2010	2010	Short	8,579.14	8,692.09	-112.95		
A022902	WMS INDUSTRIES INC	929297109	300.0000	8/14/2009	PURCHASE	3/9/2010	2010	Short	11,665.68	12,813.81	-1,148.13		
A022902	CAPITAL ONE FINL	14040H105	340.0000	11/25/2009	PURCHASE	3/9/2010	2010	Short	12,746.43	13,194.58	-448.15		
A012902	VANGUARD ST FEDERAL FD ADMIRAL SHS	922031844	11,038.2230	7/22/2009		3/11/2010	2010	Short	119,212.81	120,206.25	-993.44		

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A012902	VANGUARD ST FEDERAL FD ADMIRAL SHS	922031844	5,833.3440	10/20/2009		3/11/2010	2010	Short	63,000.12	63,875.12	-875.00		
										311,814.05	323,017.24	-11,203.19	
A022902	Long Gain EXXON MOBIL CORP	30231G102	40.0000	6/30/2005	FREEREC	1/4/2010	2010	Long	2,749.52	2,339.20	410.32		
A022902	BMC SOFTWARE	055921100	10.0000	3/3/2008	FREEREC	1/4/2010	2010	Long	401.09	323.87	77.22		
A022902	BMC SOFTWARE	055921100	120.0000	3/4/2008	FREEREC	1/4/2010	2010	Long	4,813.07	3,875.85	937.22		
A022902	HEWLETT PACKARD CO.	428236103	90.0000	5/19/2006	FREEREC	1/4/2010	2010	Long	4,643.49	2,896.33	1,747.16		
A022902	MCDONALDS CORP	580135101	70.0000	8/5/2008	FREEREC	1/4/2010	2010	Long	4,374.18	4,279.45	94.73		
A022902	SALIC INC	78390X101	300.0000	10/30/2008	PURCHASE	1/4/2010	2010	Long	5,686.35	5,443.41	242.94		
A022902	MCAFFEE INC	579064106	90.0000	11/11/2008	PURCHASE	1/4/2010	2010	Long	3,668.30	2,692.02	976.28		
A022902	MCAFFEE INC	579064106	40.0000	11/11/2008	PURCHASE	1/4/2010	2010	Long	1,630.36	1,201.57	428.79		
A022902	CHURCH & DWIGHT CO INC	171340102	70.0000	12/18/2007	FREEREC	1/4/2010	2010	Long	4,236.29	3,937.36	298.93		
A022902	EXPRESS SCRIPTS INC	302182100	30.0000	6/30/2005	FREEREC	1/4/2010	2010	Long	2,628.83	757.95	1,870.88		
A022902	EXPRESS SCRIPTS INC	302182100	20.0000	3/4/2008	FREEREC	1/4/2010	2010	Long	1,752.55	1,238.20	514.35		
A022902	BRISTOL MYERS SQUIBB	110122108	160.0000	11/19/2008	PURCHASE	1/4/2010	2010	Long	4,044.69	3,299.47	745.22		
A022902	COLGATE- PALMOLIVE CO	194162103	40.0000	1/25/2007	FREEREC	1/4/2010	2010	Long	3,275.31	2,641.74	633.57		
A032902	SWEDISH EXPORT 4.875%	00254EBV3	35,000.0000	1/23/2008	FREEREC	1/19/2010	2010	Long	35,000.00	35,000.00	0.00		

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Tax ID: 561756144

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Group Name: FOX FAMILY FOUNDATION

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Acct#:

Account Name: FOX FAMILY FOUNDATION - SMITH ACCT *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - BOND

Acct#:

Account Name: FOX FAMILY FOUNDATION - OPERATING *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY

Acct#:

Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON

Accountant:

State of Domicile: North Carolina

Closed Date:

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Cvt Opt Type
A022902	01/19/10 HEWLETT PACKARD CO.	428236103	90.0000	5/19/2006	FREEREC	1/26/2010	2010	Long	4,502.73	2,896.34	1,606.39	
A022902	SAIC INC	78390X101	260.0000	10/30/2008	PURCHASE	1/26/2010	2010	Long	4,797.89	4,717.62	80.27	
A022902	BRISTOL MYERS SQUIBB	110122108	180.0000	11/19/2008	PURCHASE	1/26/2010	2010	Long	4,282.52	3,711.91	570.61	
A022902	MCDONALDS CORP	580135101	80.0000	8/5/2008	FREEREC	1/26/2010	2010	Long	5,022.16	4,890.80	131.36	
A022902	EXPRESS SCRIPTS INC	302182100	60.0000	3/4/2008	FREEREC	1/26/2010	2010	Long	5,104.69	3,714.60	1,390.09	
A022902	EXXON MOBIL CORP	30231G102	60.0000	6/30/2005	FREEREC	1/26/2010	2010	Long	3,935.34	3,508.80	426.54	
A022902	CHURCH & DWIGHT CO INC	171340102	90.0000	12/18/2007	FREEREC	1/26/2010	2010	Long	5,474.58	5,062.32	412.26	
A022902	COLGATE- PALMOLIVE CO	194162103	10.0000	1/25/2007	FREEREC	1/26/2010	2010	Long	799.91	660.43	139.48	
A022902	COLGATE- PALMOLIVE CO	194162103	50.0000	3/4/2008	FREEREC	1/26/2010	2010	Long	3,999.55	3,849.00	150.55	
A022902	BMC SOFTWARE	055921100	20.0000	3/4/2008	FREEREC	1/26/2010	2010	Long	743.70	645.98	97.72	
A022902	BMC SOFTWARE	055921100	80.0000	3/4/2008	FREEREC	1/26/2010	2010	Long	2,974.80	2,585.35	389.45	
A022902	MCAFFEE INC	579064106	15.0000	11/11/2008	PURCHASE	1/26/2010	2010	Long	578.24	450.59	127.65	
A022902	MCAFFEE INC	579064106	95.0000	11/12/2008	PURCHASE	1/26/2010	2010	Long	3,662.20	2,708.44	953.76	
A032902	U.S. T-NOTE 4.750% 02/15/10	912828GG9	80,000.0000	1/23/2008	FREEREC	2/16/2010	2010	Long	80,000.00	80,000.00	0.00	
A032902	U.S. T-NOTE 4.750% 02/15/10	912828GG9	5,000.0000	5/15/2008	FREEREC	2/16/2010	2010	Long	5,000.00	5,000.00	0.00	

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Tax ID: 561756144

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Group Name: FOX FAMILY FOUNDATION

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Acct#: 1

Account Name: FOX FAMILY FOUNDATION - SMITH ACCT *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - BOND

Acct#:

Account Name: FOX FAMILY FOUNDATION - OPERATING *C*

Acct#:

Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY

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Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON

Accountant:

State of Domicile: North Carolina

Closed Date:

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A022902	BRISTOL MYERS SQUIBB	110122108	30.0000	11/19/2008	PURCHASE	3/9/2010	2010	Long	752.46	618.65	133.81		
A022902	BRISTOL MYERS SQUIBB	110122108	480.0000	11/20/2008	PURCHASE	3/9/2010	2010	Long	12,039.29	9,727.30	2,311.99		
A022902	MCDONALDS CORP	580135101	185.0000	8/5/2008	FREEREC	3/9/2010	2010	Long	12,011.89	11,309.98	701.91		
A022902	MCDONALDS CORP	580135101	15.0000	8/5/2008	FREEREC	3/9/2010	2010	Long	973.94	916.64	57.30		
A022902	CHURCH & DWIGHT CO INC	171340102	200.0000	3/4/2008	FREEREC	3/9/2010	2010	Long	13,467.76	10,670.00	2,797.76		
A022902	EXXON MOBIL CORP	30231G102	120.0000	6/30/2005	FREEREC	3/9/2010	2010	Long	7,950.75	7,017.60	933.15		
A022902	SAIC INC	78390X101	660.0000	10/30/2008	PURCHASE	3/9/2010	2010	Long	12,700.61	11,975.51	725.10		
A022902	BMC SOFTWARE	055921100	80.0000	3/4/2008	FREEREC	3/9/2010	2010	Long	3,065.56	2,585.35	480.21		
A022902	BMC SOFTWARE	055921100	60.0000	3/5/2008	FREEREC	3/9/2010	2010	Long	2,299.17	1,972.13	327.04		
A022902	BMC SOFTWARE	055921100	190.0000	3/6/2008	FREEREC	3/9/2010	2010	Long	7,280.70	6,368.76	911.94		
A022902	RED HAT INC	756577102	205.0000	2/10/2009	PURCHASE	3/9/2010	2010	Long	6,115.19	3,243.35	2,871.84		
A022902	RED HAT INC	756577102	245.0000	2/11/2009	PURCHASE	3/9/2010	2010	Long	7,308.40	3,865.81	3,442.59		
A022902	COLGATE-PALMOLIVE CO	194162103	150.0000	3/4/2008	FREEREC	3/9/2010	2010	Long	12,560.51	11,547.00	1,013.51		
A022902	HEWLETT PACKARD CO.	428236103	50.0000	5/19/2006	FREEREC	3/9/2010	2010	Long	2,573.78	1,609.07	964.70		
A022902	HEWLETT PACKARD CO.	428236103	100.0000	1/17/2008	FREEREC	3/9/2010	2010	Long	5,147.54	4,451.00	696.54		
A022902	HEWLETT PACKARD CO.	428236103	100.0000	3/4/2008	FREEREC	3/9/2010	2010	Long	5,147.54	4,849.00	298.54		
A022902	MCAFEEE INC	579064106	20.0000	11/12/2008	PURCHASE	3/9/2010	2010	Long	809.44	570.20	239.24		

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Acct#:

Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY

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Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON **Accountant:**

State of Domicile: North Carolina

Closed Date:

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A022902	MCAFEI INC	579064106	260.0000	11/13/2008	PURCHASE	3/9/2010	2010	Long	10,522.66	7,127.77	3,394.89		
A022902	MCAFEI INC	579064106	40.0000	11/14/2008	PURCHASE	3/9/2010	2010	Long	1,618.87	1,169.24	449.63		
A022902	PACTIV CORP	695257105	15.0000	11/11/2008	PURCHASE	3/9/2010	2010	Long	367.73	356.36	11.38		
A022902	PACTIV CORP	695257105	135.0000	11/12/2008	PURCHASE	3/9/2010	2010	Long	3,309.66	3,170.16	139.50		
A022902	PACTIV CORP	695257105	25.0000	11/13/2008	PURCHASE	3/9/2010	2010	Long	612.90	571.88	41.02		
A022902	PACTIV CORP	695257105	145.0000	11/13/2008	PURCHASE	3/9/2010	2010	Long	3,554.82	3,450.84	103.98		
A022902	IBM CORP.	459200101	100.0000	2/3/2009	PURCHASE	3/9/2010	2010	Long	12,619.16	9,270.15	3,349.01		
A022902	EXPRESS SCRIPTS INC	302182100	140.0000	3/4/2008	FREEREC	3/9/2010	2010	Long	13,727.84	8,667.40	5,060.44		
A012902	VANGUARD SM CAP GR INDEX FD INST SHS	922908819	5,552.2740	3/24/2009		12/6/2010	2010	Long	119,151.81	59,446.48	59,705.33		
A012902	PIMCO TOTAL RETURN FD INST SHS	693390700	3,562.9150	10/20/2009		12/6/2010	2010	Long	40,973.52	38,942.66	2,030.86		
Long Gain Distribution									528,445.85	419,798.90	108,646.95		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			0.86		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			1.35		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			9.50		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			0.02		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			0.74		

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Acct#: FOX FAMILY FOUNDATION - SELECT EQUITY

Acct#: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON

Accountant:

State of Domicile: North Carolina

Closed Date:

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			1.13		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			8.00		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		CASHDEP	2/22/2010	2010	LongD			0.02		
A012902	PIMCO TOTAL RETURN FD INST SHS	693390700	14,376.4540		LTGAIN	12/10/2010	2010	LongD			2,417.25		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		DIV	12/14/2010	2010	LongD			565.52		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		STGAIN	12/14/2010	2010	LongD			876.34		
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		LTGAIN	12/14/2010	2010	LongD			6,177.53		
A012902	DFA SEL HEDGED GLOBAL FIXED INC PT	233203223	39,882.6920		LTGAIN	12/14/2010	2010	LongD			39.46		
A012902	BLACKROCK PROV TEMPFUND	09248U619	85,544.7200		LTGAIN	12/22/2010	2010	LongD			0.77		
A032902	BLACKROCK PROV TEMPFUND	09248U619	11,383.5000		LTGAIN	12/22/2010	2010	LongD			0.10		
A012902	VANGUARD TOTAL BOND INDEX FD	921937108	3,807.9480		LTGAIN	12/27/2010	2010	LongD			116.42		
A012902	VANGUARD TOTAL BOND	921937108	3,807.9480		LTGAIN	2/2/2011	2010	LongD			1.63		

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Account Name: FOX FAMILY FOUNDATION - SMITH ACCT *C*
Account Name: FOX FAMILY FOUNDATION - BOND
Account Name: FOX FAMILY FOUNDATION - OPERATING *C*
Account Name: FOX FAMILY FOUNDATION - SELECT EQUITY
Account Name: FOX FAMILY FOUNDATION - ALTERNATIVE

Administrator: JOHN SLAYTON**State of Domicile:** North Carolina**Closed Date:**

Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Cvt Opt Type
INDEX FD												
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		LTGAIN	2/3/2011	2010	LongD			11.38	
A012902	DFA EMERGING MKTS VALUE	233203587	5,349.4330		STGAIN	2/3/2011	2010	LongD			1.62	
A012902	PIMCO TOTAL RETURN FD INST SHS	693390700	14,376.4540		LTGAIN	2/4/2011	2010	LongD			15.26	
											10,244.90	
Long Loss												
A022902	WAL-MART STORES INC	931142103	70.0000	6/30/2008	FREEREC	1/4/2010	2010	Long	3,758.20	4,014.11	-255.91	
A022902	STRAYER ED INC	863236105	10.0000	11/25/2008	PURCHASE	1/4/2010	2010	Long	2,141.74	2,253.45	-111.71	
A022902	PACTIV CORP	695257105	20.0000	11/7/2008	PURCHASE	1/4/2010	2010	Long	486.86	490.91	-4.05	
A022902	PACTIV CORP	695257105	150.0000	11/10/2008	PURCHASE	1/4/2010	2010	Long	3,651.48	3,693.77	-42.29	
A022902	APOLLO GROUP	037604105	119.0000	7/29/2008	FREEREC	1/12/2010	2010	Long	7,057.20	7,381.57	-324.37	
A022902	APOLLO GROUP	037604105	125.0000	7/30/2008	FREEREC	1/12/2010	2010	Long	7,413.03	7,826.19	-413.16	
A022902	APOLLO GROUP	037604105	16.0000	7/29/2008	FREEREC	1/12/2010	2010	Long	948.86	992.48	-43.62	
A012902	PIMCO COMM REAL RTN STRATEGY	722005667	102.8000	9/24/2007	FREEREC	1/14/2010	2010	Long	863.52	1,573.07	-709.55	
A022902	PACTIV CORP	695257105	50.0000	11/10/2008	PURCHASE	1/26/2010	2010	Long	1,164.98	1,231.25	-66.27	
A022902	PACTIV CORP	695257105	140.0000	11/11/2008	PURCHASE	1/26/2010	2010	Long	3,261.94	3,326.02	-64.08	
A022902	WAL-MART STORES INC	931142103	100.0000	6/30/2008	FREEREC	1/26/2010	2010	Long	5,275.08	5,734.44	-459.36	
A022902	STRAYER ED	863236105	15.0000	11/25/2008	PURCHASE	1/26/2010	2010	Long	3,273.70	3,380.18	-106.47	

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Administrator: JOHN SLAYTON

Accountant:

State of Domicile: North Carolina

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Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A022902	STRAYER ED INC	863236105	15.0000	11/25/2008	PURCHASE	1/26/2010	2010	Long	3,273.71	3,374.99	-101.28		
A022902	STRAYER ED INC	863236105	10.0000	11/26/2008	PURCHASE	2/17/2010	2010	Long	2,144.43	2,346.84	-202.40		
A022902	STRAYER ED INC	863236105	10.0000	11/25/2008	PURCHASE	2/17/2010	2010	Long	2,144.44	2,249.99	-105.55		
A022902	STRAYER ED INC	863236105	5.0000	12/1/2008	PURCHASE	2/17/2010	2010	Long	1,072.22	1,156.61	-84.39		
A022902	STRAYER ED INC	863236105	30.0000	12/1/2008	PURCHASE	2/18/2010	2010	Long	6,506.33	6,939.68	-433.35		
A022902	WAL-MART STORES INC	931142103	66.0000	6/30/2008	FREEREC	3/9/2010	2010	Long	3,565.46	3,784.73	-219.26		
A022902	WAL-MART STORES INC	931142103	130.0000	7/1/2008	FREEREC	3/9/2010	2010	Long	7,022.89	7,320.38	-297.49		
A022902	WAL-MART STORES INC	931142103	34.0000	7/2/2008	FREEREC	3/9/2010	2010	Long	1,836.76	1,941.74	-104.98		
A022902	PACTIV CORP	695257105	210.0000	11/14/2008	PURCHASE	3/9/2010	2010	Long	5,148.36	5,182.11	-33.75		
A022902	EXXON MOBIL CORP	30231G102	70.0000	3/4/2008	FREEREC	3/9/2010	2010	Long	4,637.94	6,090.70	-1,452.76		
A012902	ARTIO GLOBAL INTL EQUITY I	04315J506	33,204.8560	4/2/2007	FREEREC	3/11/2010	2010	Long	932,060.30	1,363,510.52	-431,450.21		
A012902	ARTIO GLOBAL INTL EQUITY I	04315J506	696.1100	12/28/2007	FREEREC	3/11/2010	2010	Long	19,539.81	30,935.23	-11,395.42		
A012902	ARTIO GLOBAL INTL EQUITY I	04315J506	4,402.2300	12/28/2007	FREEREC	3/11/2010	2010	Long	123,570.60	195,635.05	-72,064.45		
A012902	BLACKROCK INTL BOND FD	091937839	20,903.0100	2/20/2008	FREEREC	3/11/2010	2010	Long	219,063.54	250,000.00	-30,936.46		

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Administrator: JOHN SLAYTON Accountant:

State of Domicile: North Carolina

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Account Number	Asset Sold	Cusip	Shares/PV	Date Acquired	How Acquired	Trade Date	Tax Yr	Time Held	Net Sales Proceeds	Cost	Real G/L	Opt Type	Cvr Opt
A012902	BLACKROCK INTL BOND FD	091937839	17.6060	3/1/2008	FREEREC	3/11/2010	2010	Long	184.51	219.20	-34.69		
A012902	BLACKROCK INTL BOND FD	091937839	53.9300	4/1/2008	FREEREC	3/11/2010	2010	Long	565.19	688.09	-122.90		
A012902	BLACKROCK INTL BOND FD	091937839	55.4800	5/1/2008	FREEREC	3/11/2010	2010	Long	581.43	687.94	-106.51		
A012902	BLACKROCK INTL BOND FD	091937839	56.9900	6/1/2008	FREEREC	3/11/2010	2010	Long	597.26	690.06	-92.80		
A012902	BLACKROCK INTL BOND FD	091937839	57.0900	7/1/2008	FREEREC	3/11/2010	2010	Long	598.30	686.70	-88.40		
A012902	BLACKROCK INTL BOND FD	091937839	64.8300	8/1/2008	FREEREC	3/11/2010	2010	Long	679.42	778.60	-99.18		
A012902	BLACKROCK INTL BOND FD	091937839	60.0600	9/1/2008	FREEREC	3/11/2010	2010	Long	629.43	694.08	-64.65		
A012902	BLACKROCK INTL BOND FD	091937839	65.9300	10/1/2008	FREEREC	3/11/2010	2010	Long	690.95	739.20	-48.25		
A012902	BLACKROCK INTL BOND FD	091937839	64.8850	12/30/2008	FREEREC	3/11/2010	2010	Long	679.99	713.74	-33.75		
A012902	BLACKROCK INTL BOND FD	091937839	4.7800	1/8/2009	FREEREC	3/11/2010	2010	Long	50.09	51.77	-1.68		
A032902	U.S. T-NOTE 5.750% DUE 08/15/10	9128276J6	90,000.0000	1/23/2008	FREEREC	8/16/2010	2010	Long	90,000.00	92,763.87	-2,763.87		
A032902	U.S. T-NOTE 5.750% DUE 08/15/10	9128276J6	5,000.0000	5/15/2008	FREEREC	8/16/2010	2010	Long	5,000.00	5,116.50	-116.50		

1,471,139.90	2,026,195.71	-555,055.77
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12/31/10

2010 FOX FAMILY FOUNDATION GRANTEE LIST

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
1. Achievement Academy of Durham 400 West Main Street Suite 103 Durham, NC 27701	Operating Support	\$5,000
2. Alliance of Aids Services - Carolina P.O. Box 12583 Raleigh, NC 27605	Operating Support	\$10,000
3. American Dance Festival Box 90772 Durham, NC 27708-0772	Financial Aid Support For Dance School and Operating Support	\$10,000
4. American Red Cross Central NC Chapter P.O. Box 52509 Durham, NC 27717-2509	Challenge grant for additional donors	\$10,000
5. Arts NC State NCSU Campus Box 7306 Raleigh, NC 27695-7306	Capital Campaign	\$10,000
6. Artspace 201 East Davie Street Raleigh, NC 27601	Operating Support	\$5,000
7. Big Brothers Big Sisters of the Triangle 1001 Navaho Drive, Ste GL 150 Raleigh, NC 27609	Operating Support	\$5,000
8. Caring House 2625 Pickett Road Durham, NC 27705	Operating Support	\$5,000
9. The Carolina Theatre of Durham 309 W. Morgan Street Durham, NC 27701-2119	Ticket Subsidy for School Time Theatre Performances	\$10,000
10. Communities in Schools of Durham 3412 Westgate Drive, Suite 301 Durham, NC 27707	Operating Support	\$5,000

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<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
11. Dispute Settlement Center of Orange Co. 302 West Weaver Street Carrboro, NC 27510	Operating Support	\$17,000
12. Duke Home Care and Hospice 4321 Medical Park Drive, Suite 101 Durham, NC 27704-2175	Capital Campaign Support	\$20,000
13. Duke University Duke-Durham Neighborhood Partnership Office of Community Affairs Duke University Box 90433 Durham, NC 27708-0433	Project Support for Tutoring Program	\$5,000
14. Duke University Law School Office of Research Support Box 90077 Durham, NC 27708	Endowment and Operating Support	\$10,000
15. Duke University Pediatric Blood & Bone Marrow Transplant Program DUMC Box 3350 Durham, NC 27710	Project Support for Family Support Program	\$10,000
16. Durham Arts Council 120 Morris Street Durham, NC 27701-3242	Financial Aid for Arts School	\$13,500
17. Durham Library Foundation P.O. Box 3809 Durham, NC 27702	Endowment Support	\$10,000
18. Durham Literacy Center P.O. Box 52209 Durham, NC 27707	Operating support	\$15,000
19. Durham Nativity School P.O. Box 3537 Durham, NC 27702	Operating Support	\$15,000

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
20. Durham Police Department 505 West Chapel Hill Street Durham, NC 27701	Project Support for Youth Programs	\$5,000
21. Durham Symphony P.O. Box 1993 Durham, NC 27702	Operating Support	\$6,000
22. Emily Krzyzewski Center 904 W. Chapel Hill Street Durham, NC 27701	Operating Support	\$5,000
23. Executive Service Corps P.O. Box 51152 Durham, NC 27717	Operating Support	\$5,000
24. Food Bank of Central and Eastern NC 3808 Tarheel Drive Raleigh, NC 27609	Operating Support	\$7,500
25. Genesis Home 300 North Queen Street Durham, NC 27701	Operating Support	\$11,000
26. A Helping Hand 1502 W. Highway 54, Suite 405 Durham, NC 27707	Operating support	\$10,000
27. The Hill Center, Inc 3200 Pickett Road Durham, NC 27705-6010	Project Support for Teacher Training Program	\$30,000
28. Housing for New Hope 18 West Colony Place, Suite 250 Durham, NC 27705	Operating support	\$6,000
29. Interfaith Council for Social Service 110 W. Main Street Carrboro, NC 27510	Operating Support	\$7,000

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
30. Lucy Daniels Center For Early Childhood 9003 Weston Parkway Cary, NC 27513	Financial Aid Assistance	\$6,500
31. North Carolina Arts in Action P.O. Box 51277 Durham, NC 27717	Project Support for In School Performing Arts Program	\$5,000
32. North Carolina Museum of Life and Science 433 West Murray Avenue Durham, NC 27704	Operating Support	\$10,000
33. North Carolina State Veterinary Medical Foundation, Inc. 4700 Hillsborough Street Box 8401 Raleigh, NC 27606	Project Support for Summer Internships	\$15,000
34. Planned Parenthood of Central North Carolina P.O. Box 3258 Chapel Hill, NC 27515-3258	Operating Support	\$10,000
35. Ronald McDonald House of Durham 506 Alexander Avenue Durham, NC 27705	Capital Campaign	\$20,000
36. Senior PharmAssist 406 Rigsbee Avenue, Suite 201 Durham, NC 27701-2186	Operating Support	\$16,000
37. Teach for America, Inc. 324 Blackwell Street Bay 11, Suite 1160 Durham, NC 27701	Operating Support	\$5,500.
38. Threshold P.O. Box 11706 Durham, NC 27703	Operating Support	\$6,000

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
39. Triangle Community Foundation 324 Blackwell Street Suite 220 Durham, NC 27701	Project Support For Book Project	\$5,000
40. TROSA, Inc. 1820 James Street Durham, NC 27707	Project Support	\$5,000
41. Urban Ministries of Durham P.O. Box 249 Durham, NC 27702-0249	Operating Support	\$6,000
42. Voices Together P.O. Box 16721 Chapel Hill, NC 27516	Project Support for Education Project	\$5,000
<i>TOTAL GRANTS MADE IN 2010</i>		<i>\$398,000</i>

****All grantees are public charities.****

12/31/10

GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

<u>Recipient Name and Address</u>	<u>Recipient Relationship and Purpose of Grant</u>	<u>Recipient Status</u>	<u>Amount</u>
Arts NC State Raleigh, NC 27695	Various	Public	\$20,000
Duke Home Care and Hospice Durham, NC 27704	Various	Public	\$45,000
Duke Univ. Law School Durham, NC 27708	Various	Public	\$10,000
Duke Neighborhood Partnership Durham, NC 27708	Various	Public	\$5,000
Durham Academy Durham, NC 27705	Various	Public	\$175,000
Durham Nativity School Durham, NC 27702	Various	Public	\$35,000
Hill Center Durham, NC 27705	Various	Public	\$30,000
NC State Veterinary Medical Foundation Raleigh, NC 27606	Various	Public	\$15,000
Total to Form 990-PF, Part XV, Line 3B:			\$335,000

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

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

Part I only ☐

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

Type or print File by the due date for filing your return See instructions	Name of exempt organization FOX FAMILY FOUNDATION, INC. C/O DAVID D. BEISCHER	Employer identification number 56-1756144
	Number, street, and room or suite no. If a P.O. box, see instructions. 2451 CROASDAILE FARM PARKWAY, NO. 101	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. DURHAM, NC 27705	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

CATHERINE MCGHEE

- The books are in the care of ► **2451 CROASDAILE DR., SUITE 101 - DURHAM, NC 27705**
Telephone No. ► **919-643-2225** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2010** or
► ☐ tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	4,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	4,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

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

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

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

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

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization FOX FAMILY FOUNDATION, INC. C/O DAVID D. BEISCHER	Employer identification number 56-1756144
	Number, street, and room or suite no. If a P.O. box, see instructions. 2451 CROASDAILE FARM PARKWAY, NO. 101	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. DURHAM, NC 27705	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

CATHERINE MCGHEE

- The books are in the care of **2451 CROASDAILE DR., SUITE 101 - DURHAM, NC 27705**

Telephone No **919-643-2225**

FAX No ☐

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

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011**

5 For calendar year **2010**, or other tax year beginning ☐, and ending ☐

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

THE FOUNDATION IS WAITING ON ADDITIONAL INFORMATION IN THE FORM OF K-1S WHICH HAVE NOT YET BEEN RECEIVED.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	4,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	7,550.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

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

Signature ☐

Title ☐

Date ☐

Form 8868 (Rev. 1-2011)