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

OMB No 1545-0052

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 **JULY 1**, 2010, and ending **JUNE 30**, 2011G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation

Blue Cross and Blue Shield of North Carolina Foundation

A Employer identification number

56-2226009

Number and street (or P O box number if mail is not delivered to street address)

PO Box 2291

Room/suite

B Telephone number (see page 10 of the instructions)

919-765-4104

City or town, state, and ZIP code

Durham, NC 27702

C If exemption application is pending check here ☐D 1 Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐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 ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____
16) ☐ \$ 114,282,807 (Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	10,000,000			
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	3,078,144	3,097,115		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-1,566,926			
b Gross sales price for all assets on line 6a	20,075,751			
7 Capital gain net income (from Part IV, line 2)		3,629,240		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	11,511,218	6,726,355		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	66,396			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	1,387,865	86,732		337,294
24 Total operating and administrative expenses. Add lines 13 through 23	1,454,261	86,732		337,294
25 Contributions, gifts, grants paid	10,609,523			10,762,781
26 Total expenses and disbursements. Add lines 24 and 25	12,063,784	86,732		11,100,075
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-552,566			
b Net investment income (if negative, enter -0-)		6,639,623		
c Adjusted net income (if negative, enter -0-)				

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

JSA

Form 990-PF (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing	14,597,278	9,133,957	9,133,957		
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments - U.S. and state government obligations (attach schedule)	21,749,959	14,403,850	14,403,850		
	b Investments - corporate stock (attach schedule)	36,272,901	51,258,774	51,258,774		
	c Investments - corporate bonds (attach schedule)	29,596,170	38,909,260	38,909,260		
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶					
	12 Investments - mortgage loans					
	13 Investments - other (attach schedule)					
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶					
15 Other assets (describe ▶ SEE STATEMENT 6)	531,474	576,966	576,966			
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	102,747,782	114,282,807	114,282,807			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable	18,156,717	18,036,539			
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶ SEE STATEMENT 7)	78,604	156,841			
23 Total liabilities (add lines 17 through 22)	18,235,321	18,193,380				
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	75,757,416	86,316,750			
	25 Temporarily restricted	8,755,045	9,772,677			
	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					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see page 17 of the instructions)	84,512,461	96,089,427				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	102,747,782	114,282,807				

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	84,512,461
2 Enter amount from Part I, line 27a	2	-552,566
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	12,186,475
4 Add lines 1, 2, and 3	4	96,146,370
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	56,943
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	96,089,427

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 SEE STATEMENT 10					
b					
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					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 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		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	8,781,392	103,592,997	0.0848
2008	9,410,287	98,791,720	0.0953
2007	7,711,572	100,709,334	0.0766
2006	6,809,196	83,899,282	0.0812
2005	6,312,121	64,704,937	0.0976
2 Total of line 1, column (d)			2 0.4355
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.0871
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 107,967,319
5 Multiply line 4 by line 3			5 9,403,953
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 66,396
7 Add lines 5 and 6			7 9,470,349
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 11,100,075

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	66,396
Date of ruling or determination letter _____ (attach copy of ruling 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			
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	
3 Add lines 1 and 2		3	66,396
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	66,396
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	74,774	
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	74,774	
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	8,378	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ 8,378 Refunded ☐	11		

Part VII-A Statements Regarding Activities

	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☒ \$ 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
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ NORTH CAROLINA		
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 on page 27)? 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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ www.bcbisncfoundation.org				
14	The books are in care of ☐ KATHY HIGGINS Telephone no. ☐ 919-765-4104			
Located at ☐ P.O. BOX 2291, DURHAM, NC ZIP + 4 ☐ 27702				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		N/A
and enter the amount of tax-exempt interest received or accrued during the year				
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?	16	Yes	No
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 ☐				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)?	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?	☐ Yes	☒ No
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ☐		
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.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11				

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BLUE CROSS AND BLUE SHIELD OF NORTH CAROLINA P.O. BOX 2291, DURHAM, NC 27702	PROFESSIONAL SERVICES	633,498
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 12	
	134,451
2 SEE STATEMENT 13	
	128,513
3 SEE STATEMENT 14	
	16,238
4 SEE STATEMENT 15	
	5,526

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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

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	96,407,009
b	Average of monthly cash balances	1b	12,635,894
c	Fair market value of all other assets (see page 25 of the instructions)	1c	568,588
d	Total (add lines 1a, b, and c)	1d	109,611,491
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	109,611,491
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,644,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	107,967,319
6	Minimum investment return. Enter 5% of line 5	6	5,398,366

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

1	Minimum investment return from Part X, line 6	1	5,398,366
2a	Tax on investment income for 2010 from Part VI, line 5	2a	66,396
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	66,396
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,331,970
4	Recoveries of amounts treated as qualifying distributions	4	33,080
5	Add lines 3 and 4	5	5,365,050
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,365,050

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	11,100,075
b	Program-related investments - total from Part IX-B	1b	
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	11,100,075
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	66,396
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,033,679

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				5,365,050
2 Undistributed income, if any, as of the end of 2010.				
a Enter amount for 2009 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005 3,248,572				
b From 2006 2,779,616				
c From 2007 2,894,975				
d From 2008 4,547,717				
e From 2009 3,590,813				
f Total of lines 3a through e	17,061,693			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 11,100,075				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				5,365,050
e Remaining amount distributed out of corpus	5,735,025			
5 Excess distributions carryover applied to 2010 . (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	22,796,718			
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 page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the 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 page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	3,248,572			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	19,548,146			
10 Analysis of line 9				
a Excess from 2006 2,779,616				
b Excess from 2007 2,894,975				
c Excess from 2008 4,547,717				
d Excess from 2009 3,590,813				
e Excess from 2010 5,735,025				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007
b 85% of line 2a				
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				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test - enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c "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)				
(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				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 16

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

SEE STATEMENT 17

c Any submission deadlines:

SEE STATEMENT 17

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

FOR THE HEALTH AND WELL BEING OF NORTH CAROLINIANS

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 SEE STATEMENT 18				10,762,781
Total			▶ 3a	10,762,781
b Approved for future payment SEE STATEMENT 19				18,036,540
Total			▶ 3b	18,036,540

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	3,078,144	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-1,566,926	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue. a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				1,511,218	
13	Total. Add line 12, columns (b), (d), and (e)					1,511,218

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

[illegible]

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

Blue Cross and Blue Shield of North Carolina Foundation

56-2226009

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).

Name of organization

Blue Cross and Blue Shield of North Carolina Foundation

Employer identification number

56-2226009

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BLUE CROSS BLUE SHIELD OF NORTH CAROLINA PO BOX 2291 DURHAM, NC 27702	\$ 10,000,000	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

56-2226009

[illegible]

Name of organization

Blue Cross and Blue Shield of North Carolina Foundation

Employer identification number

56-2226009

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

Blue Cross and Blue Shield of North Carolina Foundation
EIN 56-2226009
Attachment for Form 990-PF for taxable year ended 6/30/11

Statement 1

Part I, Line 18 - Taxes

2010 Excise Tax Expense	\$66,396
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Statement 2

Part I, Line 23 - Other Expenses

	(a)	(b)	(d)
Program Expenses - Healthy Community			
Institute Workshop	\$120,240		\$134,451
Program Expenses - Breast Health Program	18,665		16,238
Program Expenses - Be Active Kids	173,088		128,513
Program Expenses - 5 Good Ideas	5,551		5,526
Sponsorships	21,627		21,627
Education & Technical Assistance	30,939		30,939
Investment Charges	36,124	36,124	
Donated Services	0	50,608	
Professional Services	633,498		
Other Expenses	348,133		
Total Other Expenses	<u>\$1,387,865</u>	<u>\$86,732</u>	<u>\$337,294</u>

Blue Cross and Blue Shield of North Carolina Foundation
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Statement 3

Part II, Line 10a - Investments - Govt. Obligations (Market Value Valuation)

Fed Hm Ln Bk 3 5/8% due 5/29/2013	2,118,680
Federal Farm Credit Bank 1 3/8% due 6/25/2013	1,018,300
Federal Hm Ln Bk 5 1/4% due 12/9/2022	2,814,200
Federal Hm Ln Bk 5 1/4% due 12/9/2022	1,688,520
Federal Home Ln Bk 3 5/8% due 6/8/2012	2,062,240
Federal Home Loan Bank 2 5/8% due 9/13/2013	1,044,030
FHLMC 4 1/2% due 1/15/2014	1,093,470
FHLMC 1 3/4% due 6/15/2012	1,520,520
FNMA 2 1/2% due 5/15/2014	1,043,890
Total Investments - Govt. Obligations at Market Value	<u>\$14,403,850</u>

Statement 4

Part II, Line 10b - Investments - Corporate Stock (Market Value Valuation)

ACE LTD	2,204.00 common shares	145,067
ACE LTD	330.00 common shares	21,721
AT&T Inc	3,319.89 common shares	104,278
AT&T Inc	1,950.00 common shares	61,250
AT&T Inc	4,162.11 common shares	130,732
AT&T Inc	20.00 common shares	628
AT&T Inc	1,767.00 common shares	55,501
Avery Dennison Corp	1,130.00 common shares	43,652
Avery Dennison Corp	1,282.00 common shares	49,524
Becton Dickinson & Co	1,261.00 common shares	108,660
Blackrock	541.00 common shares	103,769
Blackrock	403.00 common shares	77,299
Bristol Myers Squibb Co	745.00 common shares	21,575
Bristol Myers Squibb Co	6,850.00 common shares	198,376
Bristol Myers Squibb Co	40.00 common shares	1,158
Cardinal Health Inc	4,329.00 common shares	196,623
Cardinal Health Inc	640.00 common shares	29,069
Centurytel Inc	4,513.00 common shares	182,461
Chevrontexaco Corp	3,968.00 common shares	408,069
Coca Cola Co	2,175.00 common shares	146,356
Coca Cola Co	20.00 common shares	1,346
Coca Cola Co	1,210.00 common shares	81,421
ConocoPhillips	695.00 common shares	52,257
ConocoPhillips	1,381.00 common shares	103,837
ConocoPhillips	1,820.00 common shares	136,846
ConocoPhillips	366.00 common shares	27,520

Blue Cross and Blue Shield of North Carolina Foundation
EIN 56-2226009
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Statement 4, continued

ConocoPhillips	933.00 common shares	70,152
ConocoPhillips	25.00 common shares	1,880
Consolidated Edison Inc	2,249.00 common shares	119,737
Donnelley R R & Sons Co	4,525.00 common shares	88,735
DTE Energy Co	950.00 common shares	47,519
DTE Energy Co	1,135.00 common shares	56,773
Du Pont E I De Nemours & Co	1,147.00 common shares	61,995
Du Pont E I De Nemours & Co	1,124.00 common shares	60,752
Du Pont E I De Nemours & Co	420.00 common shares	22,701
Du Pont E I De Nemours & Co	399.00 common shares	21,566
Du Pont E I De Nemours & Co	634.00 common shares	34,268
Eastman Chem Co	960.00 common shares	97,987
Eastman Chem Co	280.00 common shares	28,580
Eaton Corp	3,760.00 common shares	193,452
Eaton Corp	392.00 common shares	20,168
Firstenergy Corp	2,990.00 common shares	132,009
Freeport-Mcmoran Copper & Go	912.00 common shares	48,245
Freeport-Mcmoran Copper & Go	850.00 common shares	44,965
Freeport-Mcmoran Copper & Go	446.00 common shares	23,593
General Dynamics Corp	1,125.00 common shares	83,835
General Elec Co	15,650.00 common shares	295,159
General Elec Co	1,148.00 common shares	21,651
Genuine Parts Co	2,880.00 common shares	156,672
Genuine Parts Co	582.00 common shares	31,661
Harris Corp Del	1,998.00 common shares	90,030
Harris Corp Del	1,127.00 common shares	50,783
Heinz H J Co	2,045.00 common shares	108,958
Heinz H J Co	20.00 common shares	1,066
Heinz H J Co	1,266.00 common shares	67,452
Home Depot Inc	3,155.00 common shares	114,274
Home Depot Inc	2,226.00 common shares	80,626
Intel Corp	6,248.00 common shares	138,456
Intel Corp	2,415.00 common shares	53,516
Johnson & Johnson	1,020.00 common shares	67,850
Johnson & Johnson	1,830.00 common shares	121,732
Johnson & Johnson	160.00 common shares	10,643
Johnson & Johnson	700.00 common shares	46,564
Johnson & Johnson	1,190.00 common shares	79,159
Johnson & Johnson	20.00 common shares	1,330
Kimberly Clark Corp	874.00 common shares	58,173
Kimberly Clark Corp	910.00 common shares	60,570
Kimberly Clark Corp	2,445.00 common shares	162,739
Kimberly Clark Corp	20.00 common shares	1,331
KLA Tencor Corp	2,264.00 common shares	91,647

Blue Cross and Blue Shield of North Carolina Foundation
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Attachment for Form 990-PF for taxable year ended 6/30/11

Statement 4, continued

KLA Tencor Corp	1,300.00 common shares	52,624
Limited Inc	2,762.00 common shares	106,199
Lockheed Martin Corp	360.00 common shares	29,149
Lockheed Martin Corp	684.00 common shares	55,383
Lockheed Martin Corp	1,060.00 common shares	85,828
Marathon Oil Corp	170.00 common shares	8,956
Marathon Oil Corp	670.00 common shares	35,296
Marathon Oil Corp	3,174.00 common shares	167,206
Marathon Oil Corp	2,140.00 common shares	112,735
Marsh & McLennan Cos Inc	3,961.00 common shares	123,544
Marsh & McLennan Cos Inc	2,490.00 common shares	77,663
Meadwestvaco Corp	1,975.00 common shares	65,787
Merck & Co Inc	2,220.00 common shares	78,344
Merck & Co Inc	490.00 common shares	17,292
Merck & Co Inc	20.00 common shares	706
Merck & Co Inc	731.00 common shares	25,797
Metlife	1,600.00 common shares	70,192
Metlife	1,141.00 common shares	50,056
Microchip Tech	3,135.00 common shares	118,848
Microchip Tech	1,624.00 common shares	61,566
Microsoft Corp	4,113.00 common shares	106,938
News Corp	7,361.00 common shares	130,290
NYSE Euronext	1,080.00 common shares	37,012
NYSE Euronext	804.00 common shares	27,553
Pepsico Inc	1,584.00 common shares	111,561
Pepsico Inc	808.00 common shares	56,907
Pfizer Inc	9,745.00 common shares	200,747
Pfizer Inc	40.00 common shares	824
Pitney Bowes Inc	180.00 common shares	4,138
Pitney Bowes Inc	1,120.00 common shares	25,749
Pitney Bowes Inc	20.00 common shares	460
Pitney Bowes Inc	2,485.00 common shares	57,130
Pitney Bowes Inc	2,097.00 common shares	48,210
PP&L Corp	3,213.00 common shares	89,418
PP&L Corp	817.00 common shares	22,737
Ppg Inds Inc	250.00 common shares	22,698
Ppg Inds Inc	485.00 common shares	44,033
Ppg Inds Inc	25.00 common shares	2,270
Ppg Inds Inc	660.00 common shares	59,921
Ppg Inds Inc	251.00 common shares	22,788
Procter & Gamble Co	1,975.00 common shares	125,551
Procter & Gamble Co	20.00 common shares	1,271
Procter & Gamble Co	391.00 common shares	24,856
Progress Energy Inc	2,925.00 common shares	140,429

Blue Cross and Blue Shield of North Carolina Foundation
EIN 56-2226009
Attachment for Form 990-PF for taxable year ended 6/30/11

Statement 4, continued

Progress Energy Inc	20 00 common shares	960
Progress Energy Inc	1,395 00 common shares	66,974
Prudential Financial Inc	2,175.00 common shares	138,308
Public Storage	1,034 00 common shares	117,886
Public Storage	296 00 common shares	33,747
Simon Property Group Inc	1,090.00 common shares	126,691
Simon Property Group Inc	312.00 common shares	36,264
Spectra Energy Corp	6,165 00 common shares	168,983
Spectra Energy Corp	3,148 00 common shares	86,287
Spectra Energy Corp	1,220.00 common shares	33,440
Time Warner Cable Inc	1,615.00 common shares	126,035
Time Warner Cable Inc	312 00 common shares	24,348
Time Warner Cable Inc	444.00 common shares	34,650
Travelers Cos	2,966 00 common shares	173,155
United Parcel Service	3,042 00 common shares	221,853
US Bancorp Del	6,110 00 common shares	155,866
US Bancorp Del	3,535.00 common shares	90,178
V F Corp	1,720 00 common shares	186,723
V F Corp	625.00 common shares	67,850
Verizon Communications	2,580 00 common shares	96,053
Verizon Communications	1,183.00 common shares	44,043
Verizon Communications	85 00 common shares	3,165
Verizon Communications	20 00 common shares	745
Verizon Communications	20.00 common shares	745
Wal Mart Stores Inc	1,705 00 common shares	90,604
Wal Mart Stores Inc	944 00 common shares	50,164
Wal Mart Stores Inc	1,066 00 common shares	56,647
Waste Management Inc	1,483 00 common shares	55,271
Waste Management Inc	4,175.00 common shares	155,602
Waste Management Inc	20.00 common shares	745
Williams Cos Inc	7,664 00 common shares	231,836
Williams Cos Inc	1,090.00 common shares	32,973
Columbia Acorn	40,600.39 shares	1,669,894
Columbia Acorn	1,012 34 shares	41,638
DFA	47,102 48 shares	1,666,015
DFA	222 33 shares	7,864
Dodge and Cox	76,265.95 shares	2,805,062
Dodge and Cox	3,420 32 shares	125,799
Dodge and Cox	219 32 shares	8,067
Dodge and Cox	5,538.01 shares	203,688
Dodge and Cox	1,191.33 shares	43,817
Dodge and Cox	1,212 43 shares	44,593
Ing Mayflower Intl Value Fund	30,465.82 shares	368,636
Ing Mayflower Intl Value Fund	1,337.52 shares	16,184

Blue Cross and Blue Shield of North Carolina Foundation
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Statement 4, continued

Ing Mayflower Intl Value Fund	7,562.61 shares	91,508
Ing Mayflower Intl Value Fund	1,034.08 shares	12,512
Ing Mayflower Intl Value Fund	7,439.12 shares	90,013
Ing Mayflower Intl Value Fund	936.01 shares	11,326
KBW Bank	55,000.00 shares	1,399,750
KBW Bank	9,400.00 shares	239,230
KBW Bank	49,000.00 shares	1,175,510
KBW Bank	15,250.00 shares	365,848
Thornburg	57,192.37 shares	1,716,343
Thornburg	95.81 shares	2,875
Thornburg	370.95 shares	11,132
Utilities Select Sector	10,755.00 shares	360,077
Utilities Select Sector	10,300.00 shares	344,844
Utilities Select Sector	10,200.00 shares	341,496
Utilities Select Sector	10,300.00 shares	344,844
Utilities Select Sector	10,300.00 shares	344,844
Utilities Select Sector	8,500.00 shares	284,580
Utilities Select Sector	7,840.00 shares	262,483
Vanguard Mid-Cap Index Fund	48,556.21 shares	1,068,722
Vanguard Mid-Cap Index Fund	124,625.38 shares	2,743,005
Vanguard Mid-Cap Index Fund	2,404.09 shares	52,914
Vanguard Mid-Cap Index Fund	71,907.96 shares	1,582,694
Vanguard Mid-Cap Index Fund	59.12 shares	1,301
Vanguard Mid-Cap Index Fund	3,548.58 shares	78,104
Vanguard Mid-Cap Index Fund	67.50 shares	1,486
Vanguard Mid-Cap Index Fund	30,721.97 shares	676,191
Vanguard Mid-Cap Index Fund	6,376.70 shares	140,351
Vanguard Mid-Cap Index Fund	250.43 shares	5,512
Vanguard Mid-Cap Index Fund	925.47 shares	20,370
Vanguard Mid-Cap Index Fund	2,491.42 shares	54,836
Vanguard Mid-Cap Index Fund	49.23 shares	1,084
Vanguard Mid-Cap Index Fund	2,569.84 shares	56,562
Vanguard Mid-Cap Index Fund	954.59 shares	21,011
Vanguard Mid-Cap Index Fund	28,818.44 shares	634,294
Vanguard Mid-Cap Index Fund	11.27 shares	248
Vanguard Mid-Cap Index Fund	34.40 shares	757
Vanguard Small Cap Value ETF	63,500.00 shares	4,450,080
Vanguard Small Cap Value ETF	10,300.00 shares	721,824
Vanguard Institutional Index Fund	30,339.85 shares	3,665,964
Vanguard Institutional Index Fund	18,906.45 shares	2,284,466
Vanguard Institutional Index Fund	246.42 shares	29,775
Vanguard Institutional Index Fund	317.97 shares	38,420
Vanguard Institutional Index Fund	291.05 shares	35,168
Vanguard Institutional Index Fund	251.68 shares	30,410

Blue Cross and Blue Shield of North Carolina Foundation
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Attachment for Form 990-PF for taxable year ended 6/30/11

Statement 4, continued

Vanguard Institutional Index Fund	104.00 shares	12,566
Vanguard Institutional Index Fund	195.07 shares	23,570
Vanguard Institutional Index Fund	423.91 shares	51,221
Vanguard Institutional Index Fund	357.50 shares	43,197
Vanguard Institutional Index Fund	286.90 shares	34,666
Vanguard Institutional Index Fund	267.77 shares	32,355
Vanguard Institutional Index Fund	125.19 shares	15,127
Vanguard Institutional Index Fund	234.82 shares	28,373
Vanguard Institutional Index Fund	224.32 shares	27,105
Vanguard Institutional Index Fund	95.79 shares	11,574
Vanguard Institutional Index Fund	179.67 shares	21,710
Vanguard Institutional Index Fund	282.38 shares	34,120
Vanguard Institutional Index Fund	94.25 shares	11,388
Vanguard Institutional Index Fund	176.79 shares	21,362
Vanguard Institutional Index Fund	8,494.01 shares	1,026,331
Vanguard Institutional Index Fund	81.92 shares	9,898
Vanguard Institutional Index Fund	191.13 shares	23,094
Vanguard Institutional Index Fund	288.96 shares	34,915
Wells Fargo Fds Tr	139,729.85 shares	3,732,184
Wells Fargo Fds Tr	7,297.60 shares	194,919
Wells Fargo Fds Tr	12,705.31 shares	339,359
Wells Fargo Fds Tr	28,757.06 shares	768,101
Wells Fargo Fds Tr	12,920.85 shares	345,116
Wells Fargo Fds Tr	20,408.16 shares	545,102
Total Investments - Corporate Stock at Market Value		<u>\$51,258,774</u>

Statement 5

Part II, Line 10c - Investments - Corporate Bonds (Market Value Valuation)

AT&T Inc 4.95% due 1/15/2013	1,060,020
Atlantic City Electric 4.35% due 4/1/2021	1,027,290
Bank of America 5.3% due 3/15/2017	515,375
Baxter Intl Inc 5.3/8% due 6/1/2018	1,128,250
Campbell Soup Co 4.1/4% due 4/15/2021	1,021,790
Caterpillar Financial Svcs 5.1/2% due 3/15/2016	1,143,090
Dominion Resources Inc VA 4.45% due 3/15/2021	1,019,040
Duke Energy 5.05% due 9/15/2019	1,075,710
Duke Energy Carolinas 5.1% due 4/15/2018	1,106,000
Duke Energy Carolinas 3.9% due 6/15/2021	999,330
GE Capital Corp 5.5/8% due 5/1/2018	1,093,720
GE Capital Corp 6% due 8/7/2019	1,107,260
GlaxoSmithKline 5.65% due 5/15/2018	1,140,630
Goldman Sachs Group Inc 5.1/8% due 1/15/2015	1,073,100

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Statement 5, continued

Home Depot Inc 5.4% due 3/1/2016	1,117,410
Honeywell Intl Inc 5.4% due 3/15/2016	1,142,450
Johnson Ctls Inc 5 1/2% due 1/15/2016	1,121,320
JP Morgan Chase & Co 4 3/4% due 5/1/2013	1,064,530
Lilly Eli & Co 5.2% due 3/15/2017	1,132,900
Medtronic Inc 4 1/8% due 3/15/2021	1,017,240
Merck & Co Inc 4 3/4% due 3/1/2015	1,113,700
Merrill Lynch & Co 5% due 1/15/2015	1,058,580
Metlife 5% due 6/15/2015	1,091,030
Microsoft Corp 2 1/2% due 2/8/2016	1,023,270
National Rural Utilities 7 1/4% due 3/1/2012	1,043,950
Nucor Corp 5% due 6/1/2013	1,074,560
Praxair Inc 4.05% due 3/15/2021	1,021,850
St Jude Med Inc 4 7/8% due 7/15/2019	1,080,280
St Jude Med Inc 4 7/8% due 7/15/2019	540,140
State Street Corp 4 3/8% due 3/7/2021	1,013,180
Thermo Electron Corp 2.05% due 2/21/2014	1,019,540
US Ctrl Federal Credit Union 1.9% due 10/19/2012	1,017,760
US Ctrl Federal Credit Union 1 1/4% due 10/19/2011	1,505,025
Wal Mart Stores Inc 4 1/4% due 4/15/2021	1,020,990
Washington Mutual Bank 5 1/8% due 1/15/2015	1,250
Wells Fargo & Co Stp% due 6/15/2016	1,027,340
Wells Fargo & Company 4.6% due 4/1/2021	1,005,550
Wyeth 5.45% due 4/1/2017	1,144,810
Total Investments - Corporate Bonds at Market Value	<u><u>\$38,909,260</u></u>

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Statement 6

Part II, Line 15 - Other Assets (Market Value Valuation)

	Beginning	Ending
Excise Taxes Receivable	\$773	\$8,378
Interest Receivable	483,841	555,436
Sales Tax Refund Receivable	10,610	13,152
Securities Receivable	36,250	0
Total Other Assets	<u>\$531,474</u>	<u>\$576,966</u>

Statement 7

Part II, Line 22 - Other Liabilities

	Beginning	Ending
Deferred Tax Liability	\$0	\$56,943
Accrued Program Expenses	34,840	71,114
Accrued Expenses	43,764	28,784
Total Other Liabilities	<u>\$78,604</u>	<u>\$156,841</u>

Statement 8

Part III, Line 3 - Other Increases not included in Line 2

Unrealized Gain on Investments	12,186,475
Total Other Increases	<u>\$12,186,475</u>

Statement 9

Part III, Line 5 - Other Decreases not included in Line 2

Change in Deferred Taxes on Investments	56,943
Total Other Decreases	<u>\$56,943</u>

Statement 10
Part IV, Capital Gains and Losses for Tax on Investment Income

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis	Gain or (Loss)
AT&T Inc	470 Shares	P	07/21/08	13,291		15,059	(1,768)
AT&T Inc	403 Shares	P	07/16/09	11,397		9,587	1,810
Abbott Labs	1,930 Shares	P	01/20/09	89,357		96,789	(7,432)
Abbott Labs	20 Shares	P	03/06/09	926		934	(8)
Allstate Corp	2,400 Shares	P	04/23/10	74,255		83,878	(9,623)
Allstate Corp	1,053 Shares	P	09/10/10	32,579		31,516	1,063
Allstate Corp	2,090 Shares	P	07/16/09	64,277		51,097	13,180
Allstate Corp	1,537 Shares	P	09/10/10	47,270		46,002	1,268
Ameren Corp	2,976 Shares	P	02/01/06	83,149		151,774	(68,625)
Ameren Corp	335 Shares	P	01/05/07	9,360		17,773	(8,413)
Ameren Corp	1,409 Shares	P	02/01/06	40,007		71,858	(31,851)
Ameren Corp	45 Shares	P	07/21/08	1,278		1,835	(557)
Ameren Corp	1,315 Shares	P	01/20/09	37,338		42,615	(5,277)
Ameren Corp	20 Shares	P	03/06/09	568		422	146
Becton Dickinson & Co	284 Shares	P	07/16/09	23,983		20,083	3,900
Centurytel Inc	0.10 Shares	P	04/23/10	4		3	1
ChevronTexaco Corp	246 Shares	P	07/31/03	20,366		9,011	11,355
Cincinnati Finl Corp	3,670 Shares	P	01/20/09	103,677		94,019	9,658
Cincinnati Finl Corp	264 Shares	P	07/16/09	7,458		6,025	1,433
Cincinnati Finl Corp	1,511 Shares	P	07/16/09	47,597		34,481	13,116
Clorox Co	1,200 Shares	P	01/08/08	75,083		76,992	(1,909)
Clorox Co	300 Shares	P	03/06/09	18,771		13,921	4,850
Clorox Co	40 Shares	P	07/16/09	2,503		2,313	190
Coca Cola Co	845 Shares	P	07/16/09	53,597		42,674	10,923
Conagra Inc	3,985 Shares	P	07/29/10	87,947		93,168	(5,221)
Conagra Inc	896 Shares	P	09/10/10	19,774		19,720	54
ConocoPhillips	417 Shares	P	02/14/11	30,190		30,503	(313)
Consolidated Edison Inc	400 Shares	P	12/31/04	19,028		17,520	1,508
Consolidated Edison Inc	725 Shares	P	06/30/06	34,488		32,159	2,329
Consolidated Edison Inc	531 Shares	P	07/16/09	25,259		19,973	5,286
Dominion Resources Inc VA	5,590 Shares	P	01/20/09	234,348		194,750	39,598

Statement 10

Part IV, Capital Gains and Losses for Tax on Investment Income

(a) Description of Property Sold	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or Other Basis	(h) Gain or (Loss)
Dominion Resources Inc VA	P	03/06/09	07/29/10	1,677		1,131	546
Dominion Resources Inc VA	P	07/16/09	07/29/10	35,005		27,378	7,627
Entergy Corp New	P	08/30/10	03/16/11	77,664		91,939	(14,275)
Exxon Mobil Corp	P	01/08/08	09/20/10	29,013		43,478	(14,465)
Exxon Mobil Corp	P	01/08/08	02/14/11	33,858		37,228	(3,370)
Exxon Mobil Corp	P	07/27/07	02/15/11	52,715		55,385	(2,670)
Exxon Mobil Corp	P	01/08/08	02/15/11	69,650		77,122	(7,472)
Exxon Mobil Corp	P	01/20/09	02/15/11	54,375		50,867	3,508
Exxon Mobil Corp	P	03/06/09	02/15/11	1,660		1,263	397
Exxon Mobil Corp	P	07/16/09	02/15/11	19,509		15,965	3,544
Federated Investors Inc	P	07/16/09	07/29/10	72,791		82,145	(9,354)
Frontier Communications	P	10/17/05	07/19/10	4		2	2
Frontier Communications	P	07/31/03	07/29/10	997		1,205	(208)
Frontier Communications	P	05/04/05	07/29/10	3,894		4,646	(752)
Frontier Communications	P	10/17/05	07/29/10	4,760		4,884	(124)
Frontier Communications	P	02/01/06	07/29/10	6,118		6,629	(511)
Frontier Communications	P	06/30/06	07/29/10	932		1,065	(133)
Frontier Communications	P	07/21/08	07/29/10	1,301		1,643	(342)
Frontier Communications	P	01/20/09	07/29/10	157		169	(12)
Frontier Communications	P	03/06/09	07/29/10	37		36	1
Frontier Communications	P	07/16/09	07/29/10	37		39	(2)
General Dynamics Corp	P	07/29/10	04/18/11	27,082		23,732	3,350
General Mls Inc	P	01/08/08	07/29/10	83,062		69,097	13,965
General Mls Inc	P	07/21/08	07/29/10	2,735		2,524	211
Harris Corp Del	P	07/29/10	01/18/11	53,462		49,931	3,531
Home Depot Inc	P	07/16/09	08/30/10	46,051		39,112	6,939
Hudson City Bancorp Inc	P	07/16/09	01/26/11	145,789		191,480	(45,691)
Intel Corp	P	01/12/11	05/02/11	57,973		53,934	4,039
International Business Machs	P	07/16/09	07/29/10	141,701		119,139	22,562
International Business Machs	P	07/16/09	10/22/10	100,892		77,559	23,333
International Business Machs	P	07/16/09	01/05/11	129,070		94,687	34,383
Kimberly Clark Corp	P	06/30/06	10/05/10	30,200		28,430	1,770

Statement 10

Part IV, Capital Gains and Losses for Tax on Investment Income

(a) Description of Property Sold	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or Other Basis	(h) Gain or (Loss)
Kraft Foods Inc	P	03/10/10	07/29/10	154,156		157,146	(2,990)
Limited Inc	P	04/23/10	12/03/10	73,749		65,892	7,857
Limited Inc	P	04/23/10	05/04/11	34,458		23,969	10,489
Marathon Oil Corp	P	07/21/08	04/19/11	47,411		41,069	6,342
Marathon Oil Corp	P	07/29/10	04/19/11	18,862		12,388	6,474
McDonalds Corp	P	12/18/07	07/29/10	136,653		117,426	19,227
McDonalds Corp	P	12/18/07	01/12/11	30,347		24,630	5,717
McDonalds Corp	P	01/08/08	01/12/11	21,676		17,201	4,475
McDonalds Corp	P	01/20/09	01/12/11	76,051		60,651	15,400
Metlife	P	07/29/10	03/16/11	49,976		47,629	2,347
Metlife	P	01/05/11	03/16/11	24,179		26,332	(2,153)
Microsoft Corp	P	07/16/09	01/12/11	109,651		93,431	16,220
Microsoft Corp	P	07/16/09	02/15/11	109,127		97,908	11,219
NYSE Euronext	P	07/29/10	02/16/11	31,572		24,644	6,928
NYSE Euronext	P	01/26/11	02/16/11	48,515		42,107	6,408
Nisource Inc	P	07/29/10	08/30/10	45,885		43,542	2,343
Nisource Inc	P	07/29/10	01/18/11	50,561		45,280	5,281
Occidental Pete Corp	P	07/16/09	07/29/10	129,528		111,064	18,464
PNC Bank Corp	P	01/20/09	07/29/10	44,268		19,851	24,417
People's United Financial	P	03/06/09	07/29/10	95,287		115,670	(20,383)
People's United Financial	P	07/16/09	07/29/10	55,584		62,396	(6,812)
Pepco Holdings Inc	P	01/20/09	11/08/10	39,528		36,037	3,491
Pepco Holdings Inc	P	03/06/09	11/08/10	381		216	165
Plum Creek Timber Co Inc	P	07/21/08	07/29/10	38,540		47,960	(9,420)
Plum Creek Timber Co Inc	P	07/16/09	07/29/10	62,355		50,623	11,732
Procter & Gamble Co	P	07/29/10	10/05/10	30,008		30,540	(532)
Prudential Financial Inc	P	01/18/11	03/16/11	73,578		78,033	(4,455)
Qwest Communications Intl Inc	P	04/23/10	01/18/11	78,754		57,101	21,653
Traverlars Cos	P	10/23/09	01/18/11	106,683		100,523	6,160
United Parcel Service	P	07/16/09	10/22/10	100,108		73,748	26,360
United Parcel Service	P	07/16/09	02/14/11	27,892		19,037	8,855
United Technologies Corp	P	07/21/08	07/29/10	38,426		34,425	4,001

Statement 10

Part IV, Capital Gains and Losses for Tax on Investment Income

(a) Description of Property Sold	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or Other Basis	(h) Gain or (Loss)
Verizon Communications	P	07/31/03	12/21/10	18,706		17,020	1,686
Verizon Communications	P	05/04/05	12/21/10	34,814		31,262	3,552
Verizon Communications	P	07/21/08	12/21/10	24,421		23,215	1,206
Verizon Communications	P	05/04/05	01/05/11	41,570		34,373	7,197
Verizon Communications	P	06/30/06	01/05/11	11,888		9,412	2,476
Verizon Communications	P	02/01/06	01/18/11	73,531		60,235	13,296
Verizon Communications	P	06/30/06	01/18/11	6,519		5,629	890
Waste Management Inc	P	01/08/08	02/14/11	27,160		22,844	4,316
Vanguard	D	12/17/10	12/17/10	10,000,000		5,188,261	4,811,739
ING Mayflower Intl Value Fund	D	Various	01/28/11	2,622,417		3,758,832	(1,136,415)
ING Mayflower Intl Value Fund	D	12/26/06	06/29/11	220,000		331,197	(111,197)
Vanguard	P	04/04/08	01/26/11	1,392,680		1,601,883	(209,203)
SLM Corp	P	03/08/05	03/31/11	1,025,000		1,001,581	23,419
Total Capital Gain/(Loss)				20,075,751		16,446,511	3,629,240

Blue Cross and Blue Shield of North Carolina Foundation
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Statement 11

Part VIII, Line 1 - List of Officers, directors, trustees, foundation managers

(a)	(b)	(c)	(d)	(e)
J. Bradley Wilson 5901 Chapel Hill Road Chapel Hill, NC 27707	Director 1	None	None	None
Daniel E. Glaser 5901 Chapel Hill Road Chapel Hill, NC 27707	Director 0.5	None	None	None
John T. Roos 5901 Chapel Hill Road Chapel Hill, NC 27707	Director 0.5	None	None	None
Kathy Higgins 5901 Chapel Hill Road Chapel Hill, NC 27707	President 20	None	None	None
Maureen O'Connor 5901 Chapel Hill Road Chapel Hill, NC 27707	Director 0.5	None	None	None
Steve Cherner 5901 Chapel Hill Road Chapel Hill, NC 27707	Treasurer 0.5	None	None	None
Jeffrey L. Houpt, MD 5901 Chapel Hill Road Chapel Hill, NC 27707	Director 0.5	None	None	None
Stran Summers 5901 Chapel Hill Road Chapel Hill, NC 27707	VP, Finance 1.5	None	None	None
Danielle Breslin 5901 Chapel Hill Road Chapel Hill, NC 27707	VP, Operations 40	None	None	None
N. King Prather 5901 Chapel Hill Road Chapel Hill, NC 27707	Secretary 0.5	None	None	None
Gerald Petkau 5901 Chapel Hill Road Chapel Hill, NC 27707	Director 0.5	None	None	None

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Statement 12

Part IX-A, Line 1 – Direct Charitable Activities

The Blue Cross and Blue Shield of North Carolina Foundation Healthy Community Institute for Non Profit Excellence provides training to strengthen the organizational capacity of non-profit organizations in North Carolina. It is a special two-day intensive course that engages three to four person teams from non-profit organizations in a comprehensive board and staff-training curriculum. Nearly 1,000 organizations across the state have attended the Institute since its inception.

Expenses - \$134,451.17

Statement 13

Part IX-A, Line 2 – Direct Charitable Activities

Be Active Kids teaches preschool children about the importance of physical activity. Day care providers are given hands-on training, along with a free kit containing teaching materials and curriculum guides. The program is available in all 100 counties in North Carolina.

Expenses \$128,513.35

Statement 14

Part IX-A, Line 3 – Direct Charitable Activities

The Breast Health Program is dedicated to educating North Carolinians about the importance of early detection of breast cancer. The Button Chair is the focal point of the Breast Health Program and is a unique mobile exhibit that educates the public about breast health awareness. The Button Chair exhibit is available free of charge to any organization within North Carolina interested in educating visitors about breast health.

Expenses - \$16,237.53

Statement 15

Part IX-A, Line 4 – Direct Charitable Activities

Five Good Ideas is a free leadership development program offered to support the talented leaders in North Carolina's nonprofit community. The program increases networking opportunities for nonprofit leaders, enhances management and leadership skills, and aids in the reduction of organizational turnover by increasing the effectiveness of, and resources available to, nonprofit leaders.

Expenses - \$5,525.85

Statement 16

Part XV, Line 2a

Grant Review Committee
Blue Cross and Blue Shield of North Carolina Foundation
P.O. Box 2291
Durham, NC 27702
(919) 765-7347

Blue Cross and Blue Shield of North Carolina Foundation
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Statement 17
Part XV, Line 2b & 2c

The Foundation has different funding categories, each with its own set of application requirements, review processes, and deadlines. All of the information related to the various funding opportunities is posted on the website at www.bcbnsncfoundation.org. The website is frequently updated with the current information

Statement 18
Part XV, Line 3a
Grants and Contributions Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Access East, Inc PO Box 6028 Greenville, NC 27835	None	Public Charity	Reduce the need for emergency care by providing new access to primary and specialty care, case management, medication assistance and preventive health services for 400 low income, uninsured Pitt County adults	\$100,000
Advocates for Healthy Citizens 703 South Marietta Street Gastonia, NC 28052	None	Public Charity	Improve the overall health of 3,500 low-income, uninsured Gaston County residents through the expansion of comprehensive primary care and specialty care clinic services	\$138,000
Be Active North Carolina 2250 Perimeter Park Drive, Suite 120 Morrisville, NC 27560	None	Public Charity	Increase healthy movement and physical activity for at least 1,000 young children across North Carolina by creating an Early Childhood Active Play Alliance	\$100,000
Beacon of Hope Services PO Box 547 Marshall, NC 28753	None	Public Charity	Expand ability to provide produce to feed insecure families in Madison County through the purchase of a walk-in cooler	\$5,000
Bethany Church of God of Prophecy 7350 Maxwell Rd Stedman, NC 28391	None	Public Charity	Improve youth program by expanding choices of exercise opportunities for children who currently do not have age appropriate playground equipment Enrich the lives of 80-120+ children in rural Cumberland County	\$5,000
Black Mountain Parks and Greenways Foundation 101 Carver Ave Black Mountain, NC 28711	None	Public Charity	Increase the availability of fresh produce for low-income families and seniors in Black Mountain by purchasing greenhouse equipment for growing vegetable transplants and using garden produce for in-school tastings and food demonstrations	\$3,600
Black Women's Health Network 16618 Grassy Creek Drive Huntersville, NC 28078	None	Public Charity	Increase fruit and vegetable consumption in food desert communities in Mecklenburg County by transporting fresh produce from local farmers to churches in the food deserts with a newly purchased truck	\$5,000
Blue Ridge Parkway Foundation, Inc 717 S Marshall Street, Suite 105B Winston-Salem, NC 27101-5065	None	Public Charity	Establish a model program utilizing parkland as a tool for increasing physical activity and healthy eating through the provision of staff and programmatic support	\$50,000
Blue Ridge Regional Hospital Foundation, Inc 125 Hospital Drive Spruce Pine, NC 28777	None	Public Charity	Increase the number of patients served by providing more efficient utilization of treatment time, improving current billing systems and creating educational opportunities	\$17,200

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Boys and Girls Homes of North Carolina, Inc 400 Flemington Drive Lake Waccamaw, NC 28450	None	Public Charity	Expand the Recreational Therapy Program at BGHNC through the purchase of exercise equipment for residents age 6 - 21 in southeastern NC who have survived abuse and neglect	\$5,000
Bridge II Sports 2106 Greenwich Place Durham, NC 27705	None	Public Charity	Create a fund development strategy and sustainability plan for a statewide adaptive sports program	\$60,100
Buncombe County Partnership for Children, Inc 84 Coxe Avenue, Suite 1A Asheville, NC 28801	None	Public Charity	Increase physical activity for children ages 0-5 at two child care centers in Buncombe County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Cabarrus County Parks Department 331 Corban Avenue SE Concord, NC 28026	None	Public Charity	Increase access to healthy food and beverages in two Cabarrus County park concession areas through policy and environmental changes	\$4,750
Central Carolina Community College Foundation 1105 Kelly Drive Sanford, NC 27330	None	Public Charity	Expand the garden at the Community Preschool at Central Carolina Community College to produce healthier snack options, provide preschool children and their parents with hands-on learning experiences, and train future child-care providers to incorporate gardening into daily lesson plans	\$3,750
Centro de Enlace PO Box 236 Burnsville, NC 28714	None	Public Charity	Improve health and reduce risk of chronic disease for 30 Latina teenagers and young adults in Yancey County through peer counseling, nutrition and cooking classes, and physical activity outreach	\$10,300
Charlotte Center for Urban Ministry 945 North College Charlotte, NC 28206	None	Public Charity	Increase revenue and leverage fundraising capabilities that will allow UMC to maintain existing basic services for all homeless and accelerate a proven supportive housing model for chronically homeless men and women	\$15,200
Chatham County Council on Aging PO Box 715 Pittsboro, NC 27312	None	Public Charity	Expand the number of users of the fitness facility thus increasing the number of elderly who are healthy and active	\$5,000
Children & Youth Partnership for Dare County Inc PO Box 2539 Kill Devil Hills, NC 27948	None	Public Charity	Increase physical activity for children ages 0-13 at one child care center in Dare County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
City of Burlington, Recreation and Parks PO Box 1358 Burlington, NC 27216	None	Public Charity	Increase physical activity for senior citizens at the Senior Activities Center in Burlington through the provision of exercise equipment	\$5,000
City of Durham Parks and Recreation 101 City Hall Plaza Durham, NC 27701	None	Public Charity	Expand and improve the DPR Community Garden Program to additional sites with the purchase of equipment and a storage facility at a central location	\$5,000
City of Mount Airy PO Box 1232 Mount Airy, NC 27030	None	Public Charity	Increase daily physical activity, greenway access, and consumption of fruits and vegetables for 400 students at a low income elementary school in Mount Airy through environmental, programmatic and policy level community changes	\$39,900

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Columbus Youth and Families PO Box 991 Whiteville, NC 28472	None	Public Charity	Create a sustainable alliance among Columbus County leaders and develop a plan of action to improve the county's health ranking	\$6,500
Communities in Schools of Moore County, Inc PO Box 223 Pinehurst, NC 28374	None	Public Charity	Increase healthy eating behaviors in elementary school children and families in rural Moore County by providing staff to expand the First School Garden classroom curriculum, family involvement, teacher training and development of the GO Team to include the 5-4-3-2-1-GO! message	\$38,800
Communities in Schools of Moore County, Inc PO Box 223 Pinehurst, NC 28374	None	Public Charity	Increase the impact of the Communities in Schools of Moore County garden programs by expanding the classroom curriculum, bolstering family involvement, enhancing professional development through teacher training, cultivating Teen Health Ambassadors and facilitating farm to school initiatives	\$100,000
Council on Aging of Buncombe County, Inc 46 Sheffield Circle Asheville, NC 28803	None	Public Charity	Increase healthy behaviors for senior citizens by enhancing and replicating Project EMMA, an initiative that integrates physical activity and local produce into the Senior Dining Program, both within Buncombe County and in other areas of North Carolina	\$100,000
DentaQuest 2400 Computer Drive Westborough, MA 01581	None	Public Charity	Improve efficiency, effectiveness and financial sustainability of safety-net dental programs in North Carolina	\$76,350
DentaQuest 2400 Computer Drive Westborough, MA 01581	None	Public Charity	Continuation grant to improve efficiency, effectiveness and financial sustainability of safety-net dental programs in North Carolina	\$172,000
Department of Environment, Agriculture, Parks and Recreation PO Box 8181 Hillsborough, NC 27278	None	Public Charity	Increase physical activity for 40 low-income adults in Orange County through the provision of exercise equipment	\$2,500
Diabetes Management Solutions 1100 Navaho Drive, Suite 249 Raleigh, NC 27609	None	Public Charity	Improve diabetes health outcomes for an additional 1,500 North Carolinians a year by engaging employers, providers and hospitals to establish and deliver diabetes self-management classes where people work and receive care	\$100,000
Diabetes Management Solutions 1100 Navaho Drive, Suite 249 Raleigh, NC 27609	None	Public Charity	Provide diabetes education and outreach in targeted communities throughout North Carolina over a 5-year period	\$135,000
Diabetes Management Solutions 1100 Navaho Drive, Suite 249 Raleigh, NC 27609	None	Public Charity	Increase diabetes health reach to rural and vulnerable populations of NC in the short run through increased avenues of health intervention, such as free clinics, schools, and employers in addition to hospitals and providers	\$7,800
Dolphin Aquatics and Fitness PO Box 1430 Hampstead, NC 28443	None	Public Charity	Improve access to healthy food and increase knowledge of healthy food for low-income K-5 Pender County youth through the purchase of cooking equipment for food demonstrations and curriculum implementation	\$5,000

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Duke University 512 South Mangum Street, Suite 400 Durham, NC 27701	None	Public Charity	Expand the Active Teens program to include healthy eating education through the purchase of kitchen equipment and supplies and the introduction of cooking classes to serve approximately 300 low-income Durham County families per year	\$4,500
Duke University Office of Research Support Suite 710 Erwin Square 2200 W Main Street Durham, NC 27705	None	Public Charity	Create a North Carolina Community AIDS Fund Collaborative that will leverage the resources of health funders and the National AIDS Fund to address the growing HIV/AIDS crisis	\$54,500
Durham Academy Inc 3601 Ridge Road Durham, NC 27707	None	Public Charity	Increase physical activity of children ages 10-15 to at least 50 minutes per day by providing physical activity intensive sports classes	\$5,000
Durham Academy Inc 3601 Ridge Road Durham, NC 27707	None	Public Charity	Increase intake of healthy foods for 250 students ages 10-15 by increasing access to healthy lunches during six-week summer enrichment program and by creating and implementing child-friendly nutrition classes	\$2,300
Durham County Health Department 414 East Main Street Durham, NC 27701	None	Public Charity	Increase access to care for residents of Durham County by hiring a dental clinic coordinator to manage the practice and increase efficiency and dentist productivity	\$51,500
Durham County Health Department 200 East Main Street Durham, NC 27701	None	Public Charity	Increase access to specialty and diagnostic care for low-income, uninsured patients of Durham County's Lincoln Community Health Center by providing transportation to medical services	\$75,000
East Carolina University, Office of Sponsored Research 2200 South Charles Boulevard, Room 2906 Greenville, NC 27858	None	Public Charity	Improve obesity rates of middle school students in rural eastern North Carolina through a school-based intervention program that fits within the North Carolina Seventh Grade Standard Course of Study and has decreased BMI z-scores of overweight and obese participants	\$100,000
East Carolina University, Office of Sponsored Research 2200 South Charles Boulevard, Room 2906 Greenville, NC 27858	None	Public Charity	Decrease the prevalence of obesity in ten rural eastern North Carolina middle schools through the MATCH (Motivating Adolescents with Technology to Choose Health) program. Refine and package the program so that it can be easily replicated in any area of the state by the end of the three-year investment	\$211,580
Eden Family YMCA 301 Kennedy Ave Eden, NC 27288	None	Public Charity	Increase physical activity for senior citizens at the Western Rockingham County Fitness Center in Rockingham County through the provision of fitness equipment	\$4,190
Eden Family YMCA 301 Kennedy Ave Eden, NC 27288	None	Public Charity	Expand healthy eating programs and increase nutrition awareness for boys and girls in K-5th grade from low to middle income families in Rockingham County by purchasing a commercial refrigerator to store healthy meals and snacks	\$3,646

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Elizabeth City State University 1704 Weeksville Road Elizabeth City NC 27909	None	Public Charity	Improve blood pressure, blood sugar, cholesterol, hemoglobin A1C and body weight of low income at-risk adults in northeastern North Carolina by replicating Mount Olive College's Fitness by Design program, matching participants with student health mentors for ongoing physical activity and nutrition training	\$59,600
Feeding the Multitudes Inc 28 Danielwood Court Clyde, NC 28721	None	Public Charity	Increase the efficiency of our food delivery system through installation of a concrete loading dock in order to better serve 5,000 families each year	\$5,000
Foundation for Nursing Excellence 3700 National Drive, Suite 206 Raleigh, NC 27612	None	Public Charity	Continuation of evidence-based Transition to Practice Project and building capacity of the organization	\$100,000
Frankie Lemmon Foundation 2301 Stonehenge Drive Raleigh, NC 27615	None	Public Charity	Increase physical activity for children in Wake County at Laurel Hills Park through the provision of exercise equipment that is designed to accommodate all children, including those with special needs	\$5,000
General Conference of Seventh Day Adventist 4658 Reedy Branch Road Winterville, NC 28590	None	Public Charity	Improve safety and efficiency of food served to 240 members of the Seventh Day Adventist Church in Pitt County through the purchase of ovens and food preparation equipment	\$4,736
Gethsemane Baptist Church Community Development Corporation PO Box 73 Bunn, NC 27508	None	Public Charity	Reduce the overall obesity (Body Mass Index) among the parishioners of the Gethsemane Missionary Baptist Church	\$5,000
Girls on the Run of Western North Carolina 50 S French Broad Avenue, Suite 249 Asheville, NC 28801	None	Public Charity	Enhance visibility in an effort to increase corporate sponsorships and individual donors to improve sustainability. Approximately 900 participants will be impacted over one year	\$5,250
Grace Community Church of McDowell County 5182 US 70 W Marion, NC 28752	None	Public Charity	Provide a one-acre natural play space serving rural McDowell County	\$5,000
Greene County Health Care, Inc 7 Professional Drive Snow Hill, NC 28580	None	Public Charity	Reduce health care disparities and improve the quality and safety of health care through the implementation of an integrated health IT system that supports the Advanced Health Care Home Model at seven Rural Health Centers in North Carolina	\$132,650
Greene County Health Department 227 Kingold Blvd, Suite B Snow Hill, NC 28580	None	Public Charity	Increase access to fruits and vegetables for the 730 students attending Snow Hill Primary School through the expansion of a school greenhouse and garden program	\$5,000
Guilford County Partnership for Children 122 N Elm Street, Suite 1010 Greensboro, NC 27401	None	Public Charity	Increase physical activity children ages 0-5 in Guilford County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Hazelwood Elementary School 1111 Plott Creek Road Waynesville, NC 28786	None	Public Charity	Expose students of Hazelwood Elementary School to the many different types of activities that mountains have to offer them	\$5,000

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Healthy Lifestyles Program 4020 N Roxboro Street Durham, NC 27704	None	Public Charity	Increase physical activity for teens and families in Durham County through the provision of exercise equipment	\$5,000
Hendersonville Elementary School 1039 Randall Circle Hendersonville, NC 28791	None	Public Charity	Improve 2-5 grade playground by replacing aged equipment with new, safer structures, thereby increasing the daily amount of student physical activity during recess and after school	\$3,000
Hispanics in Philanthropy 55 Second Street, Suite 1500 San Francisco, CA 94114	None	Public Charity	Expand the collaborative grantmaking initiative to increase the capacity of Latino-led nonprofits in NC	\$50,000
Hobgood Citizen Group, Inc PO Box 186 Hobgood, NC 27843	None	Public Charity	Promote the prevention of diseases prevalent among the elderly and youth of Halifax county and surrounding areas implementing programs with accessible fitness equipment, nutrition education and behavior modification classes all designed to enhance healthier lifestyles	\$4,833
Hospice of Wake County Inc 250 Hospice Circle Raleigh, NC 27607	None	Public Charity	Increase the number of uninsured residents receiving free health care at end of life in rural North Carolina through the rebranding and marketing of Hospice of Wake County to reflect the agency's new 10-county service area	\$25,000
Inter-Faith Food Shuttle PO Box 14638 Raleigh, NC 27620	None	Public Charity	Increase consumption of fresh produce for more than 200 at risk clients in Wake and Durham counties through cooking and nutrition classes, connection to community resources for produce and EBT card use, strengthening four existing community gardens and creating two new community gardens	\$100,000
Inter-Faith Food Shuttle PO Box 14638 Raleigh NC 27620	None	Public Charity	Increase access, knowledge, and use of fresh produce for over 250 families in 2 low-income communities in Wake and Durham counties through community gardens and supporting programs and activities	\$5,000
Iredell County Partnership for Young Children 132 East Broad Street Statesville, NC 28677	None	Public Charity	Increase physical activity for children ages 0-5 in Iredell County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Johnston Health/Project Access 11618 US Highway 70 W , Suite 106 Clayton, NC 27520	None	Public Charity	Increase the number of free primary care appointments available to low income, uninsured residents of Johnston County with chronic medical conditions	\$40,600
Kids in Training, Inc 237 Broadgait Brae Road Cary, NC 27519	None	Public Charity	Expand ClubKIT, a physical activity program in Wake, Durham and Wilson counties, through the purchase of outdoor activity equipment to help increase the amount of physical activity and intake of healthy foods for 300 at-risk families with children of all ages	\$5,000
Lenoir Parks and Recreation Department PO Box 958 Lenoir, NC 28645	None	Public Charity	Construct a walking track around the MLK Center to assist Seniors, youth, etc, with exercise and quality of life	\$5,000

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Madison County Parks and Recreation PO Box 579 Marshall, NC 28753	None	Public Charity	Increase physical activity and healthy eating for 250 preschool children in Madison County through the provision of exercise equipment	\$3,000
Mecklenburg Partnership for Children 601 E. 5th Street, Suite 500 Charlotte, NC 28202	None	Public Charity	Increase physical activity for children ages 0-5 at two child care centers in Mecklenburg County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Medical Resource Center for Randolph County (MERCE) 1831 N Fayetteville Street Asheboro, NC 27203	None	Public Charity	Increase access to culturally competent prescription assistance services for low-income and uninsured Hispanic residents of Randolph County through the addition of a bilingual Prescription Assistance Coordinator	\$51,400
Mitchell-Yancey Partnership for Children PO Box 1387 Burnsville, NC 28714	None	Public Charity	Increase physical activity for children ages 0-5 at two child care centers in Mitchell County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Mountain Area Health Education Center, Inc 501 Biltmore Avenue Asheville, NC 28801	None	Public Charity	Ensure healthy birth outcomes for 120 uninsured Hispanic women, improve health for Hispanic families and provide obstetrical training opportunities for family practitioners by providing a medical home during and after pregnancy	\$85,000
North Carolina Academy of Family Physicians Foundation 1303 Annapolis Drive Raleigh, NC 27608	None	Public Charity	Increase the number of North Carolina-trained family physicians practicing in the state by increasing medical students' exposure to practicing family physicians and access to professional development opportunities including a 3-year mentoring and scholarship program	\$119,070
North Carolina Association of Free Clinics 240 Tucker Avenue Winston-Salem, NC 27104	None	Public Charity	Deliver free health care to uninsured North Carolinians statewide to achieve health outcomes on par with patients seen by private providers through enhancement of clinic operations and assessment and tracking of health gains	\$100,000
North Carolina Association of Free Clinics 240 Tucker Avenue Winston-Salem, NC 27104	None	Public Charity	Provide preventive health services, including primary care, dental, and on-site pharmacy to uninsured residents of the greater Charlotte metro area at a one-day Communities Are Responding Everyday event	\$150,000
North Carolina Association of Free Clinics 240 Tucker Avenue Winston-Salem, NC 27104	None	Public Charity	Support existing NCAFC member free clinics and pharmacies and the creation of new free clinics in underserved counties. The focus is on the stability and sustainability of all member clinics	\$2,000,000
North Carolina Bankers Association PO Box 19999 Raleigh, NC 27619	None	Public Charity	Increase physical activity for low income children attending the Banker's Association sponsored financial management camp through the provision of physical activity instruction and equipment	\$35,000
North Carolina Center for Nonprofits 1110 Navaho Drive, Suite 220 Raleigh, NC 27609	None	Public Charity	Provide products and services to increase the knowledge and capacity of nonprofit organizations throughout North Carolina	\$50,000

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North Carolina Community Health Center Association 2500 Gateway Center, Suite 100 Morrisville, NC 27560	None	Public Charity	Annual award in honor and recognition of Robert J Greczyn, Jr. given to a North Carolina Community Health Center provider or administrator who demonstrates exemplary commitment to the health of North Carolinians	\$30,000
North Carolina Cooperative Extension Sampson County Center 55 Agriculture Place Clinton, NC 28328	None	Public Charity	Increase physical activity and healthy eating for families in Sampson County through the provision of "Eat Smart Move More Weigh Less" materials	\$3,945
North Carolina Council of Churches 27 Horne Street Raleigh, NC 27607	None	Public Charity	Assess and strengthen the internal capacity to increase the organization's impact to address congregants' health in North Carolina	\$8,745
North Carolina Council of Churches 27 Horne Street Raleigh, NC 27607	None	Public Charity	Partners in Health and Wholeness will increase opportunities for 75,000 people of faith to make the connection between health and faith and to improve their individual health through training, outreach, systems change, and the development and distribution of resources	\$100,600
North Carolina Dental Health Fund 1600 Evans Rd Cary, NC 27513	None	Public Charity	Increase the number of high quality, free dental services provided to uninsured North Carolinians through the expansion of a portable, volunteer-run clinic	\$50,000
North Carolina Institute of Medicine 630 Davis Drive, Suite 100 Morrisville, NC 27560	None	Public Charity	Identify workable solutions to important health problems facing the state by bringing together stakeholder groups to study and make recommendations about health issues	\$250,000
North Carolina Institute of Medicine 630 Davis Drive, Suite 100 Morrisville, NC 27560	None	Public Charity	Expand access to care for North Carolinians by developing a plan for the state's implementation of health reform and a strategy to access federal grants through provisions in the reform bill	\$50,000
North Carolina Partnership for Children, Inc 1100 Wake Forest Road Raleigh, NC 27604	None	Public Charity	Establish criteria for organizational excellence in Smart Start Partnerships through an intensive leadership program with local Smart Start directors	\$100,000
North Carolina Partnership for Children, Inc 1100 Wake Forest Road Raleigh, NC 27604	None	Public Charity	Improve the health of young children, ages 0-5, and child care workers through a statewide strategy of comprehensive coordinated early childhood obesity prevention outreach and technical assistance that will address change at the individual, programmatic, built environment and policy levels	\$1,000,000
North Carolina Prevention Partners 88 Vilcom Circle Suite 110 Chapel Hill, NC 27514	None	Public Charity	Conduct a development audit leading to a five-year fund development plan to increase long-term financial stability	\$15,000
North Carolina Public Health Foundation PO Box 18763 Raleigh, NC 27619	None	Public Charity	Collaboration between leaders in public health and health care to build the expertise and capacity for proven quality improvement methodologies statewide	\$250,000
North Carolina Senior Games 4603 Western Boulevard Raleigh, NC 27606	None	Public Charity	Document the impact of the North Carolina Senior Games programs on the health of persons aged 55 and older across North Carolina through an evidence-based research model	\$20,600

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North Carolina State University 2701 Sullivan Drive, Suite 240 Raleigh, NC 27607	None	Public Charity	Increase physical activity and understanding of healthy nutrition for more than 2 000 pre-school aged children across North Carolina through construction of improved play and outdoor learning environments and a train-the-trainer program	\$125,724
North Carolina State University Foundation, Inc Campus Box 7007, Holladay Hall Raleigh, NC 27695	None	Public Charity	Improve health policy decision making through the development of interactive, data-driven tools and forums that develop consensus and enhance collaboration	\$805,000
Northwest Halifax High School 8492 Hwy 48 Littleton, NC 27850	None	Public Charity	Expand the physical education program and increase the amount of physical activity of both staff and students at Northwest Halifax High by 25% through the purchase of updated and safe physical education and exercise equipment, reducing the obesity rate by 1.5% in Halifax County from 36.9% to 35.4% and move out from the top five most obese counties in North Carolina	\$5,000
Office of Rural Health and Community Care 2009 Mail Service Center Raleigh, NC 27699	None	Public Charity	Increase access to preventative and primary health services for 1,650 farmworkers and their families in the Piedmont/Triad Region by implementing a farmworker health outreach program and increasing the accessibility of local health care providers	\$95,226
Orange County Partnership for Young Children 1829 E Franklin Street, Suite 1200-C Chapel Hill, NC 27514	None	Public Charity	Increase physical activity for children ages 0-5 at two child care centers in Orange County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Partners In Learning Child Development Center Inc 2300 West Innes Street Salisbury, NC 28144	None	Public Charity	Improve the healthfulness of 600 young children in Rowan County by establishing policies to decrease early childhood obesity through education, gardening, and exercise	\$5,000
Partnership for Children of Wayne County 800 N William Street Goldboro, NC 27530	None	Public Charity	Increase physical activity in Wayne, Wilson, Nash and Edgecombe Counties through the provision of exercise equipment to complement the "Eat Smart Move More Weigh Less" curriculum	\$5,000
Pitt County Government 1717 W 5th Street Greenville, NC 27834	None	Public Charity	Increase physical activity and access to healthy foods through the development of an intergenerational community garden located in a Pitt County community park and maintained by a partnership between an elementary school and senior center	\$51,000
Pitt County Health Department 201 Government Circle Greenville, NC 27834	None	Public Charity	Improve birth and long-term health outcomes for low-income first-time mothers and their children in Pitt County through the implementation of an evidence-based nurse visitation program	\$131,845
Pitt Memorial Hospital Foundation PO Box 8489 Greenville, NC 27835	None	Public Charity	Expansion of University Health System's Children's Hospital and support of the Mother's Retreat	\$25,000
Prevent Child Abuse North Carolina 3701 National Drive, Suite 211 Raleigh, NC 27612	None	Public Charity	Diversify sources of unrestricted revenue to support implementation of evidence-based parenting programs that help families provide nurturing environments for their children	\$50,000

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Public Health Authority of Cabarrus County d b a Cabarrus Health Alliance 1307 S Cannon Blvd Kannapolis NC 28083	None	Public Charity	Increase dental revenue through improved efficiency in administrative and clinical functions to support increased access to quality oral health care in Cabarrus County	\$22,500
Randolph County Partnership for Children 349 Sunset Avenue Asheboro, NC 27203	None	Public Charity	Increase physical activity for children ages 0-5 at two child care centers in Randolph County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Robeson County Partnership for Children 210 East Second Street Lumberton, NC 28358	None	Public Charity	Increase physical activity for children ages 0-5 at two child care centers in Robeson County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
SAFEchild 864 West Morgan Street Raleigh, NC 27603	None	Public Charity	Develop the local capacity to respond effectively to child victims of abuse and neglect, reducing wait time and transportation barriers for Wake County children requiring clinical exams	\$35,000
Saint Matthew Community Alliance 1629 Bennett Street Raleigh, NC 27604	None	Public Charity	Increase the number of healthful food choices at an African American church in Raleigh through the purchase of a commercial grade refrigerator and kitchen supplies	\$4,700
Smart Start of Brunswick County PO Box 2232 Shallotte, NC 28459	None	Public Charity	Increase physical activity for children ages 0-5 at two child care centers in Brunswick County, part of the Preventing Obesity by Design project, by providing material to create an active outdoor learning environment	\$2,500
Southern Pines Recreation and Parks 482 East Connecticut Avenue Southern Pines, NC 28387	None	Public Charity	Increase physical activity for youth and seniors at a trail at Reservoir Park through installation of five outdoor fitness equipment stations	\$5,000
Student Action with Farmworkers 1317 W Pettigrew St Durham, NC 27705	None	Public Charity	Increase student and farmworker participation in the mission and activities of the organization through the development and delivery of culturally competent communication and administrative systems to improve health in agricultural communities across the state	\$100,000
Student Action with Farmworkers 1317 W Pettigrew St Durham, NC 27705	None	Public Charity	Increase access to culturally and linguistically appropriate health care services for nearly 5,000 Spanish-speaking farmworkers in 19 rural counties by providing outreach, assessments, education and non-clinical case management. Support professional development of students from migrant worker families entering the health professions	\$95,866
Success Dynamics Community Development Corporation PO Box 214 Farmville, NC 27828	None	Public Charity	Improve long-term sustainability through board development and fundraising planning	\$8,000

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Table Ministries 205 West Weaver Street Carrboro, NC 27510	None	Public Charity	Provide 60 food insecure Orange County children ages 5-12 with immediate access to farm fresh food by piloting an innovative delivery system to connect community programs with fresh local food on a predictable year round basis	\$62,600
Tar River Land Conservancy PO Box 1161 Louisburg, NC 27549	None	Public Charity	Create a greenway plan that will determine the development of nine acres of land in Tarboro, adjacent to an existing park. Create a corridor connecting East Tarboro's African American community to a local elementary school and recreation area	\$24,600
The Abundance Foundation 220 Lorax Lane Box 5 Pittsboro, NC 27312	None	Public Charity	Create and maintain a community garden in the East Cornwallis neighborhood of Pittsboro through the purchase of supplies and equipment	\$3,000
The Family Violence Prevention Center, Inc 1012 Oberlin Road Raleigh NC 27605	None	Public Charity	Increase health, safety and well-being among Wake County South Asian and Hispanic/Latino families struggling with intimate partner violence by increasing the capacity of local organizations to provide services	\$75,000
The Rensselaerville Institute 63 Huyck Road Rensselaerville, NY 12147	None	Public Charity	Identify and equip NC "community sparkplugs" with the direction, planning, support, and resources they need to succeed in bringing more healthy lifestyles and opportunities to residents within their communities	\$350,000
Town of Faison Recreation/Wellness Commission PO Box 365 Faison, NC 28341	None	Public Charity	Improve the opportunities for physical activity and healthy eating for the 780 residents of the Town of Faison through the establishment of a town parks and recreation director	\$30,600
Town of Smithfield PO Box 2344 Smithfield, NC 27577	None	Public Charity	Increase access to healthy food for the citizens of the Smithfield community through the establishment of a Town Farmer's Market	\$5,000
Town of Warsaw PO Box 464 Warsaw, NC 28398	None	Public Charity	Improve the lifestyle of families in Duplin County by offering both food and fitness education classes	\$2,275
Town of Williamston PO Box 506 Williamston, NC 27892	None	Public Charity	Complete a comprehensive parks and recreation plan for the Town of Williamston which will assess current and needed programs and facilities related to physical activity and provide a guideline for implementation and development	\$30,700
Toxic Free North Carolina Inc 206 New Bern Place Raleigh, NC 27601	None	Public Charity	Improve the organization's internal management and financial systems, and external programs and relationships to improve program work to increase access to fresh, local, sustainable food for at-risk children across North Carolina	\$10,000
Transylvania County Department of Public Health 98 E Morgan Street, Suite 170 Brevard, NC 28712	None	Public Charity	Increase access to care for 500 low-income and uninsured residents of Transylvania County by expanding existing collaborative efforts with seven critical service providers who will create a coordinated system of care	\$73,600
Triangle Community Foundation 324 Blackwell Street, Suite 1220 Raleigh, NC 27701	None	Public Charity	Expand capacity of Triangle Community Foundation's "Send a Kid to Camp" initiative	\$50,000

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Triangle Land Conservancy 1101 Haynes St Suite 205 Raleigh, NC 27604	None	Public Charity	Development of a six acre community garden located in Orange County, in partnership with Inter-Faith Food Shuttle. Increase access to produce for low income residents of the Triangle region, train volunteers in farming and gardening, and provide produce for 200 public service agencies in seven counties	\$102,600
UNC Asheville Foundation One University Heights/CPO #1800 Asheville, NC 28804	None	Public Charity	Continue partnership that seeks to discover the best practices about health and wellness and broadly communicating those to the public through undergraduate research, internships, and equipment support for the North Carolina Center for Health and Wellness	\$1,000,000
University of North Carolina at Chapel Hill Office of Sponsored Research 104 Airport Drive, Suite 2200, CB# 1350 Chapel Hill, NC 27599	None	Public Charity	Improve control of cardiovascular risk factors for patients served by Piedmont Health Services by providing on-site cardiology consultation, testing and education through a volunteer provider model	\$40,500
VOCAL-Volunteer Older Citizen Action League 2222 South College Road Wilmington, NC 28403	None	Public Charity	Increase physical activity for senior citizens at the New Hanover County Senior Resource Center through the provision of exercise equipment	\$2,050
Wake County Medical Society Community Health Foundation 2500 Blue Ridge Road, Suite 330 Raleigh, NC 27607	None	Public Charity	Increase access to medical care for uninsured and underinsured adults in Wake County through implementation of a web-based coordination of care tool in hospitals and community clinics	\$198,000
WakeMed Hospital 3000 New Bern Avenue Raleigh, NC 27610	None	Public Charity	Improve access to physical activity and healthy food for the residents of Wake County through the enhancement of a GIS mapping system, engaging youth in community change and creating a sustainability plan for Advocates for Health in Action, the organization leading these initiatives	\$59,800
Wayne Initiative for School Health PO Box 1798 Goldsboro, NC 27533	None	Public Charity	Provide affordable, accessible comprehensive health care services to improve the well being of adolescents in Wayne County through the operation of school-based clinics	\$65,000
Willow Springs Elementary School PTA 6800 Dwight Rowland Road Willow Springs, NC 27592	None	Public Charity	Increase physical activity for students in grades K-5 as well as teachers in Wake County through the provision of Active Steps Kits	\$5,000
Yancey County Schools PO Box 190 Burnsville, NC 28714	None	Public Charity	Increase access to healthier, more nutritious food through the purchase and use of a steamer to prepare breakfast and lunch for students at two Yancey County schools	\$5,000
Yancey County Schools PO Box 190 Burnsville, NC 28714	None	Public Charity	Increase physical activity for students in elementary school in Yancey County through the provision of outdoor play equipment	\$5,000

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Youth Empowered Solutions 4418 Lousburg Road, Suite 131 Raleigh, NC 27616	None	Public Charity	Increase the number of youth-led faith-based environmental and policy changes that increase access to physical activity and healthy food in Anson, Richmond, Montgomery, Robeson, and Scotland counties through an evidence-based youth empowerment and advocacy strategy	\$85,600
Total				\$10,762,781

Statement 19
Part XV, Line 3b
Grants and Contributions Approved for Future Payment

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Advocates for Healthy Citizens 703 South Marietta Street Gastonia, NC 28052	None	Public Charity	Improve the overall health of 3,500 low-income, uninsured Gaston County residents through the expansion of comprehensive primary care and specialty care clinic services	\$138,000
Appalachian State University PO Box 32068 Boone, NC 28608	None	Public Charity	Increase the amount of physical activity for young children in childcare centers and pre-schools in western North Carolina counties by providing portable equipment for loan, enhancing opportunities for in-door play, and building provider/center capacity to establish policy that meets NAPSACC physical activity standards for children and staff	\$5,000
Blue Ridge Parkway Foundation, Inc 717 S Marshall Street Suite 105B Winston-Salem, NC 27101-5065	None	Public Charity	Establish a model program utilizing parkland as a tool for increasing physical activity and healthy eating through the provision of staff and programmatic support	\$693,132
Cancer Services of Gaston County, Inc 306 S Columbia St Gastonia, NC 28054	None	Public Charity	Increase effectiveness and improve organizational infrastructure to ensure long-term financial stability, board leadership, staff development, and program impact through additional training and establishing a fund development plan	\$20,500
Cape Fear HealthNet, Inc 3329-E Wrightsville Avenue Wilmington, NC 28403	None	Public Charity	Reduce emergency department use by low-income, uninsured residents of Brunswick and New Hanover counties through a collaborative episodic care program	\$180,000
Communities In Schools of Moore County, Inc PO Box 223 Pinehurst, NC 28370-0223	None	Public Charity	Increase healthy eating behaviors in elementary school children and families in rural Moore County by providing staff to expand the First School Garden classroom curriculum, family involvement, teacher training, and development of the GO Team to include the 5-4-3-2-1-GO! message	\$19,900
DentaQuest Institute 2400 Computer Drive Westborough, MA 01581	None	Public Charity	Improve efficiency, effectiveness and financial sustainability of safety net dental programs in North Carolina	\$53,000

Blue Cross and Blue Shield of North Carolina Foundation
EIN 56-2226009
Attachment for Form 990-PF for taxable year ended 6/30/11

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Down East Partnership for Children PO Box 1245 Rocky Mount, NC 27802	None	Public Charity	Increase outdoor activity for young children participating in the agency's programs and families in the surrounding neighborhoods through the establishment of an outdoor toddler play environment within Down East Partnership for Children's Discovery Park.	\$5,000
East Carolina University, Office of Sponsored Research 2200 South Charles Blvd Room 2906 Greenville, NC 27858	None	Public Charity	Decrease the prevalence of obesity in ten rural eastern North Carolina middle schools through the MATCH (Motivating Adolescents with Technology to Choose Health) program. Refine and package the program so that it can be easily replicated in any area of the state by the end of the three year investment.	\$237,626
Elon Homes for Children, Inc 1717 Sharon Road West Charlotte, NC 28210	None	Public Charity	Increase participation in physical activities among the 200 high risk, low income Kindergarten - 12th grade students attending Kennedy Charter Public School.	\$5,000
Forest Hills Global Elementary School Parent Teacher 602 Colonial Dr Wilmington, NC 28403	None	Public Charity	Increase the amount of, and improve the quality of, physical activity at a diverse New Hanover County elementary school. Through the purchase of content-based equipment and the development of a comprehensive plan to incorporate movement throughout the school day.	\$5,000
Foundation for Nursing Excellence 3700 National Drive, Suite 206 Raleigh, NC 27612-4878	None	Public Charity	Continuation of evidence-based Transition to Practice Project and building capacity of the organization.	\$65,000
Greene County Health Care, Inc 7 Professional Drive PO Box 658 Snow Hill, NC 28580-0658	None	Public Charity	Reduce health care disparities and improve the quality and safety of health care through the implementation of an integrated health IT system that supports the Advanced Health Care Home Model at seven Rural Health Centers in North Carolina.	\$195,950
Hispanics in Philanthropy 55 Second Street, Suite 1500 San Francisco, CA 94114	None	Public Charity	Expand the collaborative grantmaking initiative to increase the capacity of Latino-led nonprofits in NC.	\$100,000
Kinston/Lenoir Parks and Recreation 405 N Mclewean Street Kinston, NC 28502	None	Public Charity	Create a mobile game wagon to use in summer camps, low income housing areas and family reunions that will promote physical activities while teaching young and old the rules of outdoor games.	\$5,000
NCDA & CS Food Distribution 1020 Mail Service Center Raleigh, NC 27699	None	Public Charity	Increase the number of school districts participating in the NC Farm to School Program by expanding the capacity of the NC Department of Agriculture & Consumer Services through the purchase of five tractor-trailers.	\$1,203,639
North Carolina Academy of Family Physicians Foundation 1303 Annapolis Drive Raleigh, NC 27608	None	Public Charity	Increase the number of North Carolina-trained family physicians practicing in the state by increasing medical students' exposure to practicing family physicians and access to professional development opportunities including a 3 year mentoring and scholarship program.	\$999,574
North Carolina Association of Free Clinics 240 Tucker Avenue Winston-Salem, NC 27104	None	Public Charity	Five-year grant to support existing NCAFC member free clinics and pharmacies and the creation of new free clinics in underserved counties. The focus is on the stability and sustainability of all member clinics.	\$5,718,821

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
North Carolina Center for Nonprofits 1110 Navaho Drive, Suite 220 Raleigh, NC 27609-7322	None	Public Charity	Provide products and services to increase the knowledge and capacity of nonprofit organizations throughout North Carolina	\$98,426
North Carolina Community Health Center Association 2500 Gateway Center, Suite 100 Morrisville, NC 27560	None	Public Charity	Annual award in honor and recognition of Robert J Greczyn, Jr given to a North Carolina Community Health Center provider or administrator who demonstrates exemplary commitment to the health of North Carolinians	\$660,438
North Carolina Dental Health Fund 1600 Evans Rd Cary, NC 27513	None	Public Charity	Increase the number of high quality, free dental services provided to uninsured North Carolinians through the expansion of a portable, volunteer-run clinic	\$50,000
North Carolina Institute of Medicine 630 Davis Drive, Suite 100 Morrisville, NC 27560	None	Public Charity	Identify workable solutions to important health problems facing the state by bringing together stakeholder groups to study and make recommendations about health issues	\$930,531
North Carolina New Schools Project 4600 Marriott Drive, Suite 510 Raleigh, NC 27612	None	Public Charity	Create a statewide affinity cluster of schools focused on health and life sciences as a pilot program for potential expansion into other affinity cluster models	\$420,000
North Carolina Partnership for Children, Inc 1100 Wake Forest Road Raleigh, NC 27604	None	Public Charity	Improve the health of young children, ages 0-5, and child care workers through a comprehensive statewide strategy of comprehensive coordinated early childhood obesity prevention outreach and technical assistance which will address change at the individual, programmatic, built environment and policy levels	\$1,968,523
North Carolina Public Health Foundation PO Box 18763 Raleigh, NC 27619	None	Public Charity	Collaboration between leaders in public health and health care to build the expertise and capacity for proven quality improvement methodologies statewide	\$492,131
North Carolina State University 2701 Sullivan Drive Admin Services III MS 7514 Raleigh, NC 27695	None	Public Charity	Increase physical activity and understanding of healthy nutrition for more than 2,000 pre-school aged children across North Carolina through construction of improved play and learning outdoor environments and a train the trainer program	\$193,063
North Carolina State University Foundation, Inc Campus Box 7007 Holladay Hall Raleigh, NC 27695-7007	None	Public Charity	Improve health policy decision making through the development of interactive, data-driven tools and forums that develop consensus and enhance collaboration	\$345,000
Office of Rural Health and Community Care, NC DHHS 2009 Mail Service Center Raleigh, NC 27699-2009	None	Public Charity	Increase access to preventative and primary health services for 1,650 farmworkers and their families in the Piedmont/Triad Region by implementing a farmworker health outreach program and increasing the accessibility of local health care providers	\$345,462
Pitt County Health Department 201 Government Circle Greenville, NC 27834	None	Public Charity	Improve birth and long-term health outcomes for low-income first time mothers and their children in Pitt County through the implementation of an evidence-based nurse visitation program	\$67,768
Scotland County Parks and Recreation PO Box 489 Launenburg, NC 28353	None	Public Charity	Place equipment that will improve physical activity in Scotland County	\$5,000

Blue Cross and Blue Shield of North Carolina Foundation
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Attachment for Form 990-PF for taxable year ended 6/30/11

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Scotland County Partnership for Children and Families, Inc PO Box 586 Laurinburg, NC 28353	None	Public Charity	Increase physical activity for children ages 3-13 at 15 child care facilities in Scotland County, as part of the Be Active and Active Schools projects by providing material to create an active outdoor learning environment	\$4,731
Southside United Health Center 3009-A Waughtown Street Winston-Salem, NC 27107	None	Public Charity	Double capacity of medical home for adults living in a medically underserved area of Winston-Salem	\$260,000
The Methodist Home for Children, Inc 1041 Washington Street Raleigh, NC 27605	None	Public Charity	Increase daily physical activity for children ages 9 months through 5 years at a Wake County Childcare Center by providing equipment for more challenging outdoor activities and more strenuous indoor activities when weather does not permit outdoor play	\$5,000
University of North Carolina Asheville Foundation, Inc One University Heights/CPO #1800 Asheville, NC 28804	None	Public Charity	Continue partnership that seeks to discover the best practices about health and wellness and broadly communicating those to the public through undergraduate research, internships, and equipment support for the North Carolina Center for Health and Wellness	\$1,000,000
University of North Carolina at Chapel Hill 104 Airport Dr Suite 2200, CB 1350 Chapel Hill, NC 27599-1350	None	Public Charity	Increase opportunities for family medicine residents to gain experience with low income and vulnerable populations through the creation of a curriculum, and two new residency positions at a Community Health Center	\$325,325
Wake County Medical Society Community Health Foundation 2500 Blue Ridge Road, Suite 330 Raleigh, NC 27707-6454	None	Public Charity	Increase access to medical care for uninsured and underinsured adults in Wake County through implementation of a web-based coordination of care tool in hospitals and community clinics	\$360,000
Youth Empowered Solutions 4418 Lounsbury Road, Suite 131 Raleigh, NC 27616-4335	None	Public Charity	Increase the effectiveness of youth advocates in obesity prevention and expand organizational capacity of Youth Empowered Solutions to sustain youth advocacy strategies through organizational restructuring and implementation of a fee-for-service business model	\$855,000
Total				\$18,036,540

**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	Employer identification number
	Blue Cross and Blue Shield of North Carolina Foundation	56-2226009
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	PO Box 2291	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Durham, NC 27702	

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

- The books are in the care of ► Kathy Higgins

Telephone No. ► 919-765-4104

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 February 15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year 20 ____ or
- ☒ tax year beginning July 1, 20 10, and ending June 30, 20 11.

- 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	\$	66,397.
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	\$	74,774
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.

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. ☒ **X**

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	Employer identification number
	Blue Cross and Blue Shield of North Carolina Foundation	56-2226009
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	PO Box 2291	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Durham, NC 27702	

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-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.

• The books are in the care of Kathy Higgins

Telephone No. 919-765-4104

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 May 15, 20 12.

5 For calendar year , or other tax year beginning July 1, 20 10, and ending June 30, 20 11.

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

Additional time is needed to gather information necessary to file a complete and accurate return.

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 \$	66,397
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 \$	74,774
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFIPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0.00

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 S. Stran

Title Vice President

Date 12/21/11