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Form **990-PF**

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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning 7/01, 2010, and ending 6/30, 2011

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

Warren P. and Ava F. Sewell
Foundation, Inc
411 Alabama Avenue
Bremen, GA 30110

A Employer identification number

58-1791240

B Telephone number (see the instructions)**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 foundation

I Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 5,050,014.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc. received (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 1,860,253.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modification

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

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 sch) See St 1

c Other prof fees (attach sch) See St 2

17 Interest

18 Taxes (attach schedule)(see instr) See Stm 3

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 4

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid Stmt 5

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

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ADMINISTRATIVE EXPENSES

Part II Balance Sheets

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

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	236,991.	54,506.	54,506.	
	2	Savings and temporary cash investments	446,452.	16,428.	16,428.	
	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 the instructions)				
	7	Other notes and loans receivable (attach sch) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — U.S. and state government obligations (attach schedule)	250,798.	251,152.	147,914.	
	b	Investments — corporate stock (attach schedule)	1,844,993.	1,844,752.	2,091,296.	
	c	Investments — corporate bonds (attach schedule)	1,925,107.	2,449,418.	2,562,403.	
	11	Investments — land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)	122,913.	124,044.	143,398.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ See Statement 6)	27,661.	34,069.	34,069.		
16	Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	4,854,915.	4,774,369.	5,050,014.		
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons.				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	4,854,915.	4,774,369.		
	30	Total net assets or fund balances (see the instructions)	4,854,915.	4,774,369.		
31	Total liabilities and net assets/fund balances (see the instructions)	4,854,915.	4,774,369.			

Part III	Analysis of Changes in Net Assets or Fund Balances	
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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	4,854,915.
2	Enter amount from Part I, line 27a	2	-93,766.
3	Other increases not included in line 2 (itemize) ▶ See Statement 7	3	13,220.
4	Add lines 1, 2, and 3	4	4,774,369.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	4,774,369.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a			
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
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 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 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 (column (b) divided by column (c))
2009	262,612.	4,684,392.	0.056061
2008	290,452.	5,316,023.	0.054637
2007	298,825.	6,104,569.	0.048951
2006	285,261.	6,163,558.	0.046282
2005	297,058.	5,924,064.	0.050144

2 Total of line 1, column (d)	2	0.256075
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	0.051215
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,783,883.
5 Multiply line 4 by line 3	5	245,007.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,336.
7 Add lines 5 and 6	7	246,343.
8 Enter qualifying distributions from Part XII, line 4	8	233,998.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instr.)		1	2,673.
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, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,673.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,673.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	8,340.	
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	8,340.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,667.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 5,667. Refunded ☐	11	0.	

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 the instructions for definition)? <i>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</i>		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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ☐ GA		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>The Meigs Group, PC</u> Telephone no <u></u> Located at <u>411 Alabama Avenue Bremen GA</u> ZIP + 4 <u>30110</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>	16	Yes	No 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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see 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. <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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
4 a 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

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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 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 instructions)?

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?N/A ☐ Yes ☐ No

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

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

6b X

If 'Yes' to 6b, file Form 8870

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
Robin S. Worley 115 Pacific Avenue Bremen, GA 30110	Trustee 1.00	9,000.	0.	0.
L. Richard Plunkett 196 Folds Road Carrollton, GA 30116	Trustee 1.00	9,000.	0.	0.
Warren P. Sewell Jr. 3216 Glen Arden Drive Atlanta, GA 30305-1902	Trustee 1.00	9,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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

0

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 instructions). If none, enter 'NONE'.

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 instructions	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	4,488,065.
b Average of monthly cash balances	1b	377,189.
c Fair market value of all other assets (see instructions)	1c	-8,520.
d Total (add lines 1a, b, and c)	1d	4,856,734.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	4,856,734.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	72,851.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,783,883.
6 Minimum investment return. Enter 5% of line 5	6	239,194.

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

1 Minimum investment return from Part X, line 6	1	239,194.
2a Tax on investment income for 2010 from Part VI, line 5	2a	2,673.
b Income tax for 2010 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	2,673.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	236,521.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	236,521.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	236,521.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	233,998.
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	233,998.
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 instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	233,998.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				236,521.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			210,945.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010.				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 233,998.				
a Applied to 2009, but not more than line 2a			210,945.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount				23,053.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				213,468.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

N/A

- 1a** 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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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(i)(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 organization had \$5,000 or more in assets at any time during the year – see 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 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 8

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

See Statement for Line 2a

- c Any submission deadlines**

See Statement for Line 2a

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

See Statement for Line 2a

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
Total				3a
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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					138,485.
4 Dividends and interest from securities					45,463.
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					6,600.
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)					190,548.
13 Total. Add line 12, columns (b), (d), and (e)					190,548.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

TEEA0503L 02/15/11

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
The Meigs Group	\$ 19,233.	\$ 15,386.	\$ 15,386.	\$ 3,846.
Total	<u>\$ 19,233.</u>	<u>\$ 15,386.</u>	<u>\$ 15,386.</u>	<u>\$ 3,846.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Plunkett & Associates	\$ 26,313.	\$ 26,313.	\$ 26,313.	
Total	<u>\$ 26,313.</u>	<u>\$ 26,313.</u>	<u>\$ 26,313.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
	\$ 426.	\$ 426.	\$ 426.	
Total	<u>\$ 426.</u>	<u>\$ 426.</u>	<u>\$ 426.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Expense	\$ 90.	\$ 90.	\$ 90.	
Total	<u>\$ 90.</u>	<u>\$ 90.</u>	<u>\$ 90.</u>	<u>\$ 0.</u>

Statement 5
Form 990-PF, Part I, Line 25
Contributions, Gifts, and GrantsCash Grants and Allocations

Class of Activity:

Operational Expense

Donee's Name:

Association for Retarded Citizens of Car

Donee's Address:

Carrollton, GA 30117

Warren P. and Ava F. Sewell
Foundation, Inc

58-1791240

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Relationship of Donee:	N/A	
Organizational Status of Donee:	Public Charity	
Amount Given:		\$ 1,000.
Class of Activity:	Tutoring Expense	
Donee's Name:	Bowdon High School	
Donee's Address:		
	Bowdon, GA 30108	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		1,500.
Class of Activity:	Asset Acquisition	
Donee's Name:	Boys & Girls Clubs of Carroll Co.	
Donee's Address:		
	Carrollton, GA 30117	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public Charity	
Amount Given:		6,678.
Class of Activity:	Asset Acquisition	
Donee's Name:	Bremen City Schools	
Donee's Address:		
	Bremen, GA 30110	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		4,500.
Class of Activity:	Asset Acquisition	
Donee's Name:	Central High School	
Donee's Address:		
	Carrollton, GA 30116	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		3,500.
Class of Activity:	Operational Expense	
Donee's Name:	Carroll Co Humane Society	
Donee's Address:		
	Carrollton, GA 30112	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		3,000.
Class of Activity:	Operational Expense	
Donee's Name:	Dogwood Baptist Church	
Donee's Address:		
	Bremen, GA 30110	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		6,000.
Class of Activity:	Asset Acquisition	
Donee's Name:	Haralson County Ferst Foundation	
Donee's Address:		
	Bremen, GA 30110	
Relationship of Donee:	N/A	

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Organizational Status of Donee:	Public	
Amount Given:		\$ 5,000.
Class of Activity:	Asset Acquisition	
Donee's Name:	Haralson Family Connection Coalition	
Donee's Address:	Bremen, GA 30110	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		4,500.
Class of Activity:	Asset Acquisition	
Donee's Name:	Haralson County Schools	
Donee's Address:	Tallapoosa, GA 30176	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		2,500.
Class of Activity:	Operational Expense	
Donee's Name:	J.L. Mann High School	
Donee's Address:	Greenville, SC 29607	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		500.
Class of Activity:	Building Improvements	
Donee's Name:	Kansas Baptist Church	
Donee's Address:	Waco, GA 30182	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		5,000.
Class of Activity:	Asset Acquisition	
Donee's Name:	Morrison's Crossroads Fire Department	
Donee's Address:	Woodland, AL 36280	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		6,000.
Class of Activity:	Asset Acquisition	
Donee's Name:	Murphy-Harpst Home	
Donee's Address:	Rome, GA 30165	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	
Amount Given:		9,000.
Class of Activity:	Operational Expense	
Donee's Name:	Mere Christianity Forum, Inc.	
Donee's Address:	Greenville, SC 29608	
Relationship of Donee:	N/A	
Organizational Status of Donee:	Public	

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 25,000.

Class of Activity: Building Improvements
Donee's Name: Oak Grove Baptist Church
Donee's Address:

Carrollton, GA 30117

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 10,000.

Class of Activity: Patient Care
Donee's Name: Shepherd Center Foundation
Donee's Address:

Atlanta, GA 30309

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,407.

Class of Activity: Building Improvements
Donee's Name: The Purpose Center
Donee's Address:

Carrollton, GA 30117

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 7,000.

Class of Activity: Operational Expense
Donee's Name: Universal Faith Deliverance Ch
Donee's Address:

Carrollton, GA 30117

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 7,000.

Class of Activity: Endowments
Donee's Name: University of West Georgia Foundation
Donee's Address:

Carrollton, GA 30118

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 11,250.

Class of Activity: Asset Acquisition
Donee's Name: Waco Baptist Church
Donee's Address:

Waco, GA 30182

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 8,500.

Class of Activity: Outreach Funding
Donee's Name: Bremen Food & Clothing Bank
Donee's Address:

Bremen, GA 30110

Relationship of Donee: N/A
Organizational Status of Donee: Public

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 5,000.

Class of Activity: Outreach Funding
Donee's Name: Alzheimer's Group of Carroll County
Donee's Address:

Carrollton, GA 30116

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 500.

Class of Activity: Cemetery Improvements
Donee's Name: The Gresham Cemetery
Donee's Address:

Acworth, GA 30102

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 50.

Class of Activity: Operational Expense
Donee's Name: Bremen Textile & Railroad Museum
Donee's Address:

Bremen, GA 30110

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 12,500.

Class of Activity: Asset Acquisition
Donee's Name: Bethlehem Temple of a New Beginning
Donee's Address:

Carrollton, GA 30116

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 500.

Class of Activity: Outreach Funding
Donee's Name: Bremen First Baptist Church
Donee's Address:

Bremen, GA 30110

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,000.

Class of Activity: Program Expense
Donee's Name: Carrollton Parks And Recreation
Donee's Address:

Carrollton, GA 30110

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 300.

Class of Activity: Asset Acquisition
Donee's Name: Haralson County Development Authority
Donee's Address:

Waco, GA 30182

Relationship of Donee: N/A
Organizational Status of Donee: Public

Warren P. and Ava F. Sewell
Foundation, Inc

58-1791240

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 5,000.

Class of Activity: Building Improvements
Donee's Name: Downtown Buchanan Revitalization, Inc.
Donee's Address:

Buchanan, GA 30113

Relationship of Donee: N/A
Organizational Status of Donee: Public

Amount Given: 6,000.

Class of Activity: Asset Acquisition
Donee's Name: Carroll County Schools
Donee's Address:

Carrollton, GA 30116

Relationship of Donee: N/A
Organizational Status of Donee: Public

Amount Given: 2,500.

Class of Activity: Program Expense
Donee's Name: Carrollton Jr. High School
Donee's Address:

Carrollton, GA 30117

Relationship of Donee: N/A
Organizational Status of Donee: Public

Amount Given: 2,500.

Class of Activity: Research
Donee's Name: Cystic Fibrosis Foundation
Donee's Address:

Atlanta, GA 30345

Relationship of Donee: N/A
Organizational Status of Donee: Public

Amount Given: 1,000.

Class of Activity: Program Expense
Donee's Name: Feed the Sheep Ministries, Inc.
Donee's Address:

Bremen, GA 30110

Relationship of Donee: N/A
Organizational Status of Donee: Public

Amount Given: 500.

Class of Activity: Asset Acquisition
Donee's Name: First Baptist Church
Donee's Address:

Carrollton, GA 30117

Relationship of Donee: N/A
Organizational Status of Donee: Public

Amount Given: 2,500.

Class of Activity: Asset Acquisition
Donee's Name: First United Methodist Church
Donee's Address:

Heflin, AL 36264

Relationship of Donee: N/A
Organizational Status of Donee: Public

Warren P. and Ava F. Sewell
Foundation, Inc

58-1791240

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 5,000.

Class of Activity: Program Expense
Donee's Name: Fraternal Order of Police
Donee's Address:

Bremen, GA 30110

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 500.

Class of Activity: Program Expense
Donee's Name: First Baptist Church
Donee's Address:

Villa Rica, GA 30180

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,000.

Class of Activity: Program Expense
Donee's Name: Grid Iron Heroes, Inc..
Donee's Address:

Schertz, TX 78154

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,200.

Class of Activity: Program Expense
Donee's Name: Foundation Group Home
Donee's Address:

Tallapoosa, GA 30176

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 1,000.

Class of Activity: Program Expense
Donee's Name: North Myrtle Beach High School
Donee's Address:

Little River, SC 29566

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 200.

Class of Activity: Asset Acquisition
Donee's Name: Oak Mountain Academy
Donee's Address:

Carrollton, GA 30116

Relationship of Donee: N/A
Organizational Status of Donee: Public
Amount Given: 3,000.

Class of Activity: Asset Acquisition
Donee's Name: Powell Chapel United Methodist Church
Donee's Address:

Villa Rica, GA 30180

Relationship of Donee: N/A
Organizational Status of Donee: Public

Warren P. and Ava F. Sewell
Foundation, Inc

58-1791240

Statement 5 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given:		\$	1,500.
Class of Activity:	Operational Expense		
Donee's Name:	Project Eye-to-Eye		
Donee's Address:			
	New York, NY 10018		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			1,000.
Class of Activity:	Operational Expense		
Donee's Name:	Temple High School		
Donee's Address:			
	Temple, GA 30179		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			1,000.
Class of Activity:	Literacy Support		
Donee's Name:	West Central Technical College Foundatio		
Donee's Address:			
	Waco, GA 30182		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			5,000.
Class of Activity:	Operational Expense		
Donee's Name:	West Georgia Worship Center		
Donee's Address:			
	Bremen, GA 30110		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			2,500.
Class of Activity:	Benevolence Fund		
Donee's Name:	Westview Baptist Church		
Donee's Address:			
	Tallapoosa, GA 30176		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			3,000.
Class of Activity:	Building Improvements		
Donee's Name:	Auburn University Foundation		
Donee's Address:			
	Auburn , AL 36830		
Relationship of Donee:	N/A		
Organizational Status of Donee:	Public		
Amount Given:			16,667.
		Total \$	<u><u>211,252.</u></u>

Statement 6
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Accrued Interest Receivable	\$ 34,069.	\$ 34,069.
Total	<u>\$ 34,069.</u>	<u>\$ 34,069.</u>

Statement 7
Form 990-PF, Part III, Line 3
Other Increases

Return of Principal	Total	\$ 13,220.
		<u>\$ 13,220.</u>

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
Name: Richard Meigs
Care Of: The Meigs Group, PC
Street Address: 411 Alabama Avenue
City, State, Zip Code: Bremen, GA 30110
Telephone:
Form and Content: Written in letter form
Submission Deadlines: N/A
Restrictions on Awards: Primarily charities in Haralson and Carroll Counties,
Georgia and East Alabama