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Return of Private Foundation

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

C	heck	all that apply Initial return	Initial return of a f			Final retu	חזג
		Amended return	X Address chan	ige		Name change	
Nan	ne of	foundation				A Employer identificati	ion number
		TAKES S WANTES WENCE	TAT DINID			F C C O 2 C O C	.7
		JAMES G HANES MEMOR			Danier (n. 114n	56-603698)
Num	nber ar	and street (or PO box number if mail is not delivered to 4605 COUNTRY CLUB R	*		Room/suite	B Telephone number 336 768 8	25.00
		····· ·· ·· ·· ·· ·· ·· ·· ·· · · · ·	UAD				
Uity	orto	own, state, and ZIP code WINSTON-SALEM, NC	27104			C If exemption application i D 1. Foreign organization	
ı c	heck		3) exempt private foundation	·		2. Foreign organizations check here and attach	
	_	ction 4947(a)(1) nonexempt charitable trust	Other taxable private found	ation		1	
Fa		rket value of all assets at end of year J Acco		Accru	al	E if private foundation s under section 507(b)	(1)(A), check here
(fr	om F	Part II, col. (c), line 16)	Other (specify)				a 60-month termination,
▶		18,804,484. (Part I,		basis.)		under section 507(b)	
Pa	<u>irt l</u>	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may r necessarily equal the amounts in column (a))	(a) Revenue and	(b) Net inv		(c) Adjusted net	(d) Disbursements for chantable purpose
	_r	necessarily equal the amounts in column (a)	expenses per books	ıncoı	me 	Income	(cash basis only)
		Contributions, gifts, grants, etc , received				N/A	
ļ	2	Check X if the foundation is not required to attach Schinterest on sayings and temporary	820.	<u> </u>	820.	<u> </u>	STATEMENT
	1 .	Interest on savings and temporary cash investments	569,647.	564	820. 5,830.		STATEMENT
į	4	Dividends and interest from securities Gross rents	309,047.	300	, 030.		LILITE ENTENT
		Vet rental income or (loss)					
		Net gain or (loss) from sale of assets not on line 10	499,850.	 			STATEMENT
nue	b	Gross sales price for all assets on line 8a 4,471,965					
Revenue	i	Capital gain net income (from Part IV, line 2)	A'tatalatallalatananalalatal	482	2,982.		William III
Œ	8	Net short-term capital gain					
	9	Income modifications					
	10a	Gross sales less returns and allowances	, , .h.',,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			· · · · · · · · · · · · · · · ·	,, , , , , , , , , , , , , , , , , , ,
	ì	Less Cost of goods sold					
		Gross profit or (loss)	0 151	111	2,733.		STATEMENT
		Other income	8,151. 1,078,468.		7,899.		STATEMENT.
	12 13	Total. Add lines 1 through 11 Compensation of officers, directors, trustees, etc	38,121.		3,121.		
		Other employee salaries and wages	33,121.		-,	-	
	i	Pension plans, employee benefits					
Ses	Į.	Legal fees STMT 5	858.		0.		
Expense	l	Accounting fees STMT 6	2,763.		0.		
ă	C	Other professional fees STMT 7			5,222.		
<u>ĕ</u> .		Interest	5,608.		1,832.		
Ē	18	Depreciation: and depletion STMT 8	12,411.	10),446.		<u> </u>
Operating and Administrative	19_	Depreciation: and depletion					
5	20	Occupancy TravelAconferences Pand meetings					
힏		Printing and publications					
ā	23	Othersexpenses I I IT STMT 9	120,428.	116	5,060.		
ţį	24	Total operating and administrative	120,120.	<u> </u>	,,,,,,,,,		
Der		expenses. Add lines 13 through 23	226,411.	215	5,681.		
Õ		Contributions, gifts, grants paid	803,326.				803,32
	26	Total expenses and disbursements.					
		Add lines 24 and 25	1,029,737.	215	5,681.		803,32
	27	Subtract line 26 from line 12	40 505				
	а	Excess of revenue over expenses and disbursements	48,731.		210		
ļ	b	Net investment income (if negative, enter -0-)		822	2,218.	NT / TO	
2350	C C	Adjusted net income (if negative, enter -0-)		<u> </u>		N/A	
2-07	'-10	LHA For Paperwork Reduction Act Notice,	see the instructions.	_			Form 990-PF (26

1 Gusta - non-enterest-bearing 2 Symings and temporary cash investments 1,048,715 . 1,156,598 . 1,158,158 . 1,156,598 . 1,156,598 . 1,158,158 . 1,156,598 . 1,156,598 . 1,158,158 . 1,156,598 . 1,158,158 . 1,156,598 . 1,156,598 . 1,158,158 . 1,156,598 . 1,158,158 . 1,156,598 . 1,158,158 . 1,158,158 . 1,156,598 . 1,158,158 . 1,158,158 . 1,158,158 . 1,156,598 . 1,158,158 .	1. Cast - non-interest-bearing 2. Savings and temporary cash investments 1, 0.48, 715. 1, 156, 598. 1, 156, 598. 1, 156, 598. 1, 156, 598. 1 2. Savings and temporary cash investments 3. Accounts receivable Less allowance for doubthal accounts 4. Piectors receivable Less allowance for doubthal accounts 5. Gants increavable 5. Gants receivable 5. Gants	T in		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	'
2 sweeps and temporary cash investments 3 Accounts receivable	2 Symmys and temporary cash investments 1, 048,715. 1,156,598. 1,156,598. 1, 156,598. 1,156,598. 1, 156,598. 1,156,598. 1,156,598. 1, 156,598. 1,156,		arı	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
S Accounts receivable	Accounts receivable		1	Cash - non-interest-bearing			
A Accounts necewable Less allowance for deutidal accounts 4 Pledgas receivable 5 Graffus receivable 6 Receivables due from officers, directors, fustless, and other disqualified persons 7 Other was and scarce for deutidal accounts 5 Graffus receivable 1 Receivables due from officers, directors, fustless, and other disqualified persons 7 Other was and scarce for deutidal accounts 5 Service 1 Receivables due from officers, directors, fustless, and other disqualified persons 7 Other was and scarce for deutidal accounts 5 Personal accesses and deferred charges 1 Receivables of scarce 1 Investments - corporate bonds 2 Investments - co	Accounts receivable Less allowance for desirbit accounts 4 Pediges receivable Less allowance for desirbit accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualfed persons 7 Other reas extraine receivable 10 Invistments - composal active 10 Invistments - composal active 11 Invistments - composal active 12 Invistments - composal active 13 Invistments - composal active 14 Invistments - composal active 15 Invistments - composal active 16 Invistments - composal active 16 Invistments - composal bonds 17 Invistments - composal active 18 Invistments - composal bonds 18 Invistments - composal bonds 19 Invistments - composal bonds 19 Invistments - composal bonds 10 Invistments - composal bonds 10 Invistments - composal bonds 11 Invistments - composal bonds 12 Invistments - composal bonds 13 Invistments - composal bonds 14 Invistments - composal bonds 15 Invistments - composal bonds 16 Invistments - composal bonds 17 Invistments - composal bonds 18 Invistments - composal bonds 18 Invistments - composal bonds 19 Invistments - composal bonds 19 Invistments - composal bonds 19 Invistments - composal bonds 10 Inv		2	-	1,048,715.	1,156,598.	1,156,598.
Less allowance for doubtful accounts Less allowance Less allowance Less allowance Less allowance Less allowance Less allo	## Recovering the control accounts ## A Pedger recovable ## Less allowance for deubtful accounts ## 5 Grants recovable ## Exes allowance for deubtful accounts ## 5 Grants receivable ## Exes allowance for deubtful accounts ## 5 Grants receivable ## Exes allowance for deubtful accounts ## 5 Grants receivable ## Exes allowance for deubtful accounts ## 5 Grants receivable #		l .	- ' '			
Pelages receivable Less attourned for officers, directors, trustees, and other obsqualified persons Provincial volties receivable Encountries du formation officers de la formation officer	Periodic recovable Periodic periodic accounts Secretary S						
Ease allowance for doubtill accounts 6 Grates receivable due from officers, directors, trustess, and other of Sequentified persons 7 other rate interestments - Comporate stock 5 Inventioners - Us and state povernment obligations 5 STMT 10	S Gardin receivable 5 Generable conservable 5 Generables due from officers, directors, trustees, and other dispatched persons 7 over many desire for sain or use the season of the s		4				
5 Control receivable Control	S Grinds receivable		'	•		1	
Receivables due from officers, directors, frustiess, and other disqualified persons 1	Receivables due from officers, directors, trustees, and other disqualified persons 7 - Other rate acclusion menals Less allowance for doubth accounts 8 Inventments - Us and state government obligations 10 Investments - Us and state government obligations 11 Investments - Comporate botos 12 Investments - Comporate botos 13 Investments - other botos 13 Investments - other botos 14 Land, buttoring, and capyment basis 15 Investments - other account of the composition o		5				
Section Sec	## 10 disqualified persons To the meta various receivable Less allowance for doubtful accounts		6				
Total lassets or fund blances in Next SAS 117, check here Sale of the sale	Propose describes received.						
Less allowance for doubthul accounts	Less allowance for doubtul accounts		,	· · · ·			
Investments - corporate stock STMT 10 2,023,007. 1,601,902. 1,624,715.	Total incompose to read expenses and deferred charges Preparal expenses Prep		'		İ	Ì	
Prepared expenses and deterred charges 10a investments - Us and state government obligations STMT 10 8,542,389 9,096,495 10,856,837 10 10 10 10 10 10 10 1	Prepare Expenses and deterred charges 10a Investments - US and state government obligations STMT 10 2 , 023, 007 1, 601, 902 1, 624, 715 10, 856, 837 10, 856, 837 11, 800, 1495 10, 856, 837 11, 11, 114, 1710 1, 316, 690 1, 390, 183 11, 11, 114, 1710 1, 316, 690 1, 390, 183 11, 11, 114, 1710 1, 316, 690 1, 390, 183 11, 114, 114, 1710 1, 316, 690 1, 390, 183 11, 114, 114, 115 11, 114, 1710 1, 316, 690 1, 390, 183 11, 114, 114, 115 11, 114, 115 11, 114, 1710 1, 316, 690 1, 390, 183 11, 114, 114, 115 11, 114, 1710 1, 316, 690 1, 390, 183 11, 114, 114, 115 11, 114, 1710 1, 316, 690 1, 390, 183 11, 114, 114, 115 11, 114, 115 11, 114, 115 11, 114, 115 11, 114, 115 11, 114, 115 11, 114, 114, 115 11, 114, 114, 115 11, 114, 114, 115 11, 114, 114, 115 11, 114, 114, 115 11, 114, 114, 114, 114, 114, 114, 114	(0					
Investments - corporate stock STMT 11 1,344,710 1,316,690 1,390,183	1	šets	1	·			
Investments - comporate bonds	Investments - corporate bonds	Ass	1		2 023 007	1 601 902	1.624.715.
Investments - comporate bonds	Investments - corporate bonds	_	1	amum 11	9 5/2 380	9 096 495	10 856 837
11 Investments - Lond, buildings, and equipment basis Less accumulated deposition 1 1 1 1 1 1 1 1 1	11 Investments - lond, sublificing, and regrepment basis		1	amen 10	1 144 710	1 216 690	1 300 183
Less accumulated deprecation Less accumulated interests other STMT 13 3,073,566 2,709,433 3,776,151	12 Investments - mortgage loans 13 Investments - mortgage loans 13 Investments - other 13 3,073,566 2,709,433 3,776,151 14 Land, buildings, and equipment basis 15 Land, buildings, and equipment basis 15 Land, buildings, and equipment basis 15 Land, buildings, and equipment basis 16 Total assets (foescrobe 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 10 Deferred revenue		1	_	1,144,/10.	1,310,090.	1,390,103.
12 Investments - other 13 Investments - other 14 Land, buildings, and equipment basis 15 Less accurates deprecasion 15 Other assets (fibe scribe 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 18 Grants payable and accrued expenses 18 Grants payable 19 Deferred revenue 19 Deferred revenue 10 Lenes from officers, directors, trustees, and other discqualified persons 18 Mindigages and other notes payable 19 Deferred revenue 19 Deferred revenue 10 Lenes from officers, directors, trustees, and other discqualified persons 18 Mindigages and other notes payable 19 Deferred revenue 19 Deferred revenue 10 Lenes from officers, directors, trustees, and other discqualified persons 10 Lenes from officers, directors, trustees, and other discqualified persons 10 Lenes from officers, directors, trustees, and other discqualified persons 10 Lenes from officers, directors, trustees, and other discqualified persons 10 Lenes from officers, directors, trustees, and other discqualified persons 10 Lenes from officers, directors, trustees, and other discqualified persons 10 Lenes from officers, directors, trustees, and other discqualified persons 10 Lenes from officers, directors, and other discqualified persons 10 Lenes from officers, directors, and other discqualified persons 10 Lenes from officers, directors, and other discqualified persons 10 Lenes from officers, directors, and other discqualified persons 10 Lenes from officers, directors, and other discqualified persons 10 Lenes from other from	12 Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment basis 15 15 15 1832 1837 15 1881 118 18 18 18 18		11	Investments - land, buildings, and equipment basis			
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19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe ▶	19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe ►) 23 Total liabilities (add lines 17 through 22) Conditions 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 ► X and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 28 Pard-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 15,832,387. 15,881,118. Part III Analysis of Changes in Net Assets or Fund Balances 1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ► 3 0.0. 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 6 15,881,118.		17	Accounts payable and accrued expenses			
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3 Exercises the molecular mino 2 (normal) 2					oluma (h) Iraa 20		
	Form QUILDE (9010)	0	rotal	net assets or fund balances at end of year (line 4 minus line 5) - Part II, Co	numm (D), lime 30		Form 990-PF (2010)

023511 12-07-10

Part W Capital Gains a	and Losses for Tax on In	vestment					
(a) List and descri 2-story brick war	ibe the kind(s) of property sold (e g rehouse, or common stock, 200 shs	, real estate, MLC Co)		(b) How acquired P - Purchase D - Donation		acquired fay, yr)	(d) Date sold (mo , day, yr)
1a ,							
b SEE ATTACHED	STATEMENT						
<u>C</u>				_,		 	
<u>d</u>					<u> </u>		
<u>e</u>	(f) Depreciation allowed	(n) Cost	t or other basis		(h) G	lain or (loss	\ \
(e) Gross sales price	(or allowable)		kpense of sale			s (f) minus	
a							
b							
<u>C</u>							
e 4,471,965.			3,988,983	1			482,982
	g gain in column (h) and owned by t			-	(I) Gains (C	Col (h) gain	
	(i) Adjusted basis	1	cess of col (I)	-	oľ (k), but	not less tha	n -0-) 10 (-0- n
(i) F M V as of 12/31/69	as of 12/31/69	over	col (j), if any		Losses	(from col (''))
<u>a</u>							
<u>b</u>			 				
C							
d e							482,982
<u> </u>	∫ If gain, also enter	un Part Line 7	7	7			1027302
2 Capital gain net income or (net cap				2			482,982
3 Net short-term capital gain or (loss							
If gain, also enter in Part I, line 8, o	,	(0)		}			
If (loss), enter -0- in Part I, line 8		Dadaaad	T N-41] 3		N/A	•
himitini and	nder Section 4940(e) for				icome_		
(For optional use by domestic private	Toundations subject to the section 4	1940(a) tax on	net investment inc	ome.)			
If section 4940(d)(2) applies, leave th	is part blank						
Was the foundation liable for the secti	on 4942 tax on the distributable am	ount of any ye	ar in the base perio	od?			Yes X No
If "Yes," the foundation does not quali							
	ach column for each year, see instri	uctions before	making any entries	<u> </u>			74)
(a) Base period years	(b) Adjusted qualifying dist	tributions	Net value of non	(c) charitable-use asse	te	Distrit	(d) oution ratio
Calendar year (or tax year beginnin 2009		7,050.		17,503,41	- 1	(coi (b) aiv	olded by col (c))
2009		8,881.		15,985,68			.04371
2007		2,075.		19,886,37	3.		.06095
2006	1,22	5,587.		21,614,64			.05670
2005	95	5,492.		20,567,55	7.		.04645
							0.6001
2 Total of line 1, column (d)					2_		.26821
3 Average distribution ratio for the 5	-	on line 2 by 5, o	or by the number o	of years	,		.05364
the foundation has been in existen	ce ir iess than 5 years				3	 	•05504
4 Enter the net value of noncharitable	e-use assets for 2010 from Part X.	line 5			4	1	8,378,439
5 Multiply line 4 by line 3					5		985,893
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)				6		8,222
7 Add lines Food C					_		994,115
7 Add lines 5 and 6					7_		374,113
8 Enter qualifying distributions from	Part XII, line 4				8_		803,326
If line 8 is equal to or greater than	line 7, check the box in Part VI, line	1b, and compl	ete that part using	a 1% tax rate			
See the Part VI instructions		· · · · · · · · · · · · · · · · · · ·		<u> </u>			

023521 12-07-10

		<u>603698</u>		Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 -	see inst	ructio	ns)
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1			
	Date of ruling or determination letter (attach copy of letter if necessary-see instructions)		1 (4	4.4
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	······	16,4	44.
	of Part I, line 27b			
	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-)		16 4	44
-	Add lines 1 and 2		16,4	44.
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		16 4	44
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		16,4	44.
6	Credits/Payments	Į		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 <u>6a</u> <u>6,000.</u>	İ		
	Exempt foreign organizations - tax withheld at source			
C	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld 6d 6d			
	Total credits and payments Add lines 6a through 6d		6,0	00.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8	<u> </u>	10 4	4.4
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		10,4	44.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
	Enter the amount of line 10 to be Credited to 2011 estimated tax ▶ Refunded ▶ 11			
	rt VII-A Statements Regarding Activities		124	1
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	
	any political campaign?	18	<u> </u>	X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	11	<u> </u>	X
	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.			
C	Did the foundation file Form 1120-POL for this year?	10	:	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation ► \$ (2) On foundation managers ► \$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	İ		
	managers ► \$O.			1
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or			1
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	_ 3		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4:		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	41		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	<u></u>	X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law	1		
	remain in the governing instrument?	6		<u> </u>
7	Did the foundation have at least \$5,000 in assets at any time during the year?		X	
	If "Yes," complete Part II, col. (c), and Part XV.			
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)			
	of each state as required by General Instruction G? If "No," attach explanation	8	X	ļ
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar			
	year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV	_ 9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			X
		Form 9	90-PF	(2010)

023531 12-07-10

_	Put 3/11 A Statements Describing Activities (continued)			
	Statements Regarding Activities (continued)	Γ		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of	11		X
40	section 512(b)(13)? If "Yes," attach schedule (see instructions)			
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before	12		X
40	August 17, 2008?	13	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A		1	
	The books are in care of ► SOUTHERN COMMUNITY BANK Telephone no ►336 76	8 8	500	
14		104		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			
13	and enter the amount of tax-exempt interest received or accrued during the year	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,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filling requirements for Form TD F 90-22 1. If "Yes," enter the name of			
	the foreign country			,
Pε	art 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	1		
	for the benefit or use of a disqualified person)?			
	(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)	İ		
t	ı 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
	Organizations relying on a current notice regarding disaster assistance check here			
0	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			v
	before the first day of the tax year beginning in 2010?	1 <u>c</u>		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 X No			
	If "Yes," list the years , , , , , , , , , , , , , , , , , , ,			
	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	•	1
_	State How See House 1			
C	: If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
2-	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
30	during the year?			
	of "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after			
	May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A	3b		_
42	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			
	had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	<u> </u>	<u>X</u>
		rm 99 ()-PF	(2010)

Total. Add lines 1 through 3

All other program-related investments. See instructions

P	art X Minimum Investment Return (All domestic foundations must complete this part	t. Foreign four	dations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes			
а	Average monthly fair market value of securities		1a	17,431,646. 1,226,668.
	Average of monthly cash balances		1b	1,226,668.
	Fair market value of all other assets		1c	
d	Total (add lines 1a, b, and c)		1d	18,658,314.
е	Reduction claimed for blockage or other factors reported on lines 1a and			
	1c (attach detailed explanation)	0.		_
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	18,658,314.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	279,875.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	ļ	5	18,378,439.
6	Minimum investment return. Enter 5% of line 5		6	918,922.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foreign organizations check here and do not complete this part)	foundations an	d certain	
1	Minimum investment return from Part X, line 6		1	918,922.
		16,444.		
b	Income tax for 2010 (This does not include the tax from Part VI)	16,444. 7,767.		
C	Add lines 2a and 2b		2c	24,211.
3	Distributable amount before adjustments Subtract line 2c from line 1	1	3	894,711.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4	Ì	5	894,711.
6	Deduction from distributable amount (see instructions)		6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	894,711.
Ė	art XII Qualifying Distributions (see instructions)			
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes			000 006
а	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26		1a	803,326.
b	Program-related investments - total from Part IX-B		1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes		2	
3	Amounts set aside for specific charitable projects that satisfy the			
а	Suitability test (prior IRS approval required)		3a	
þ	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	803,326.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment			_
	income Enter 1% of Part I, line 27b		5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		6	803,326.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether 4940(e) reduction of tax in those years	the foundation o	qualifies fo	r the section

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,				004 711
line 7	***************************************	;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;	······································	894,711.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
5 France distributions assured from to 2010		V •		alandon alla ilbedon da i ida .
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006 c From 2007 82,374.				
c From 2007 82,3/4.				
e From 2009 191,223.				
f Total of lines 3a through e	273,597.			
4 Qualifying distributions for 2010 from	21070311			
Part XII, line 4 > \$ 803, 326.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus	<u> </u>	······································		- 1,11 - 1 11, 1 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1
(Election required - see instructions)	0.			
d Applied to 2010 distributable amount		!!!• . !.!.• .!.' !'!'.!!!!•	//	803,326.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010	91,385.			91,385.
(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.				
2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	182,212.			
b Prior years' undistributed income Subtract				······
line 4b from line 2b		0.		
c Enter the amount of prior years'			•••••	***************************************
undistributed income for which a notice of				
deficiency has been issued, or on which				
the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable				
amount - see instructions		0.		
e Undistributed income for 2009. Subtract line				
4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2011			***************************************	0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			·····
8 Excess distributions carryover from 2005				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011.	102 212			
Subtract lines 7 and 8 from line 6a	182,212.			······
10 Analysis of line 9	,			
a Excess from 2006		ļ		
b Excess from 2007				
d Excess from 2008 d Excess from 2009 182,212.				
e Excess from 2010	5			
G ENOUGO HOTH EO TO	<u> </u>	<u> </u>		Form 990-PF (2010)

	HANES MEMO		II.A. question (1)	56-60 N/A)36987 F
Part XIV Private Operating For 1 a If the foundation has received a ruling or			II-A, question 9)	N/A	
foundation, and the ruling is effective for					
b Check box to indicate whether the foundation			in section	4942(j)(3) or 4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	lg roandation document	Prior 3 years		
income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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					İ
alternative test relied upon. a "Assets" alternative test - enter					
(1) Value of all assets					<u> </u>
(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					1
listed					
c "Support" alternative test - enter					
(1) Total support other than gross					
investment income (interest, dividends, rents, payments on					
securities loans (section					j
512(a)(5)), or royalties)					1
(2) Support from general public and 5 or more exempt					
organizations as provided in		1			
section 4942(j)(3)(B)(III)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					
Part XV Supplementary Info	mation (Comple	te this part only	if the foundatio	n had \$5.000 or m	ore in assets
at any time during the				 	
1 Information Regarding Foundation	-				
a List any managers of the foundation who		than 2% of the total cor	ntributions received by th	ne foundation before the cl	ose of any tax
year (but only if they have contributed m			ŕ		
NONE				··· · · · ·	
b List any managers of the foundation who			(or an equally large por	tion of the ownership of a	partnership or
other entity) of which the foundation has	a 10% or greater intere	st			
NONE					
2 Information Regarding Contribution					
Check here I if the foundation or					
the foundation makes gifts, grants, etc. (Complete iterits 2a, b, C, at	<u> </u>
a The name, address, and telephone numb	Der OT THE PERSON TO WHO! AT. FITMIN 22	III applications should b	A 900162260		
SOUTHERN COMMUNITY B			B ROAD. WIN	STONSALEM.	NC 27104
b The form in which applications should be					
FORMS ARE AVAILABLE		-	Situata include		
c Any submission deadlines	1110 V				
ANNUAL APPLICATION D	EADLINES AR	E JANUARY	1, APRIL 1,	JULY 1, ANI	OCTOBER
d Any restrictions or limitations on awards					
NO RESTRICTIONS OR L			•		
			· · · · · · · · · · · · · · · · · · ·		
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40305 721342 1352	201	U.USU42 JAM	ILS G HANES	MEMORIAL FU	7227 חמו

Cappionicity intermedia				
3 Grants and Contributions Paid During the Ye	ear or Approved for Future I	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
	or substantial contributor	recipient		
a Paid during the year				
		:		:
	:			
		!		
CEE CHAMENEN 14				
SEE STATEMENT 14 Total		<u>L </u>	▶ 3a	803,326
Approved for future payment				•
NONE				
		<u> </u>		
Total			▶ 3b	0.

023611 12-07-10

Part XVI-A Analysis of Income-Pro			T =		
Enter gross amounts unless otherwise indicated		ISINESS INCOME	(C) Exclu-	by section 512, 513, or 514	(e)
•	(a) Business	(b) Amount	sion	(d) Amount	Related or exempt function income
1 Program service revenue	code	Allivant	code	AIIIOUIA	
a			 		
b		····	 		
C			 		
d					
e			 		
f			 . .		
g Fees and contracts from government agencies			 -		
Membership dues and assessments			 		
Interest on savings and temporary cash			ا ا ا	000	
investments			14	820.	
Dividends and interest from securities	525990	2,817.	14	566,830.	,
Net rental income or (loss) from real estate			ļ		
a Debt-financed property	 -				
b Not debt-financed property			<u> </u>		
Net rental income or (loss) from personal			1		
property					
7 Other investment income	525990	20,884.	01	<12,733.>	·
3 Gain or (loss) from sales of assets other					
than inventory	525990	16,868.	18	482,982.	
Net income or (loss) from special events					
Gross profit or (loss) from sales of inventory					
1 Other revenue					
a			1		
b					
C					
d					
е					
2 Subtotal Add columns (b), (d), and (e)		40,569.		1,037,899.	0
3 Total Add line 12, columns (b), (d), and (e)				13	1,078,468
See worksheet in line 13 instructions to verify calculation	s)				
Part XVI-B Relationship of Activities	es to the Accom	plishment of E	cempt F	Purposes	
Explain below how each activity for which the foundation's exempt purposes (other			contribute	d importantly to the accomp	olishment of
the foundation's exempt purposes (other	than by providing tunus	ioi such purposes/			
					
		<u> </u>			
					
					
	- ··	·			
					
					
			_	· -	

Part ?	XVII	Information Re Exempt Organ		sfers To a	and Transactio	ons an	d Relatio	nships With Nonch	aritable	•	
1 Did	the or	ganization directly or indi		of the followin	g with any other orga	anization	described in s	section 501(c) of	7//	Yes	No
		other than section 501(c									
		from the reporting found				•					
(1)	Cash				-				1a(1)		X
(2)	Other	assets							1a(2)		X
b Oth	er tran	sactions									
		of assets to a noncharita							1b(1)		X
٠,		nases of assets from a no	•	organization					1b(2)		X
		I of facilities, equipment,							1b(3)	ļ —	X
		bursement arrangements							1b(4)	-	X
		s or loan guarantees	andra a bin a s formelse.						1b(5) 1b(6)		X
		rmance of services or me f facilities, equipment, ma							10(0)		X
	-		=			nuld alwa	ivs show the fa	air market value of the good:	L	ets	1
ors	service	•	oundation If the four	ndation receive	• •			tion or sharing arrangement		, ,	
(a) Line n	 -	(b) Amount involved			e exempt organization	1	(d) Descri	ption of transfers, transactions, a	nd sharing ai	rangeme	ents
	N/A										
	-						ļ				
	_		 		-		<u> </u>				
			 				 				
	+							<u> </u>			
							 				
	_										
	1		,								
ın s	ection	ndation directly or indirection 501(c) of the Code (othe	r than section 501(c)			organiza	itions describe	d	Yes	X	∏ No
D 11	res, co	omplete the following sch (a) Name of org			(b) Type of organiz	ation		(c) Description of relatio	nship		
		N/A	,umzation		(b) Type of organiz	-		(4) 20001111			
				· · · · · · · · · · · · · · · · · · ·				· · · · · · · · · · · · · · · · · · ·			
	•										
Sign	and d	er penalties of perjury, I declar complete Declaration of prepa	arer (other than taxpayer	or fiduciary) is b ਮਿਲਾਮ COMM ਪ	ased on all information o		eparer has any ki	to the best of my knowledge and nowledge VICE PRESIDENT	belief, it is ti	ue, com	xct,
Here		Signature of officer or tru	<u> </u>	ANDTRUST	TKUSTEG O		<u> </u>	Title		-	
		Print/Type preparer's na		Preparer's s			Date	Check If PTI	N		
		, po proparor 3 lie	-	11				self- employed			
Paid		HUGH L MCL	ENDON	duel	T M Try	ایم	3-6-12				
Prepa	arer	Firm's name ► LEV		ETT &	COMPANY,	LLP		Firm's EIN			
Use (
	Firm's address > 1025 WEST FIRST STREET WINSTON-SALEM NC 27101-3683						Phono no 336	725	427	9	

023622 04-26-11

JAMES G HANES ME	MORIAL FUND	56-603	36987 I	PAGE 1	OF 1
Part IV Capital Gains and Lo	sses for Tax on Investment Income	···			
	d describe the kind(s) of property sol- rick warehouse, or common stock, 2		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a SCHEDULE ATTAC	HED		P		
D SCHEDULE ATTAC			P		
c DEUTSCHE BANK			P		
d DEUTSCHE BANK			P		
e NB SECONDARY O			P		
f NB SECONDARY O			P		
g NB CO-INVESTME			P	 	
h DEUTSCHE BANK			P	<u> </u>	
	NT CAYMAN AIV I		P	 	
TRILANTIC CAPI			P	-	
	NSHORE AIV (A)		P		
	NSHORE AIV (B)		P		
	NSHORE AIV (C)	<u> </u>	P	 	
n SILVERPEAK LEG			P	 	
	TOT TOHD TIT			 	
0	(f) Depreciation allowed	(g) Cost or other basis	/6	ı) Gaın or (loss)	
(e) Gross sales price	(or allowable)	plus expense of sale		plus (f) minus (g)	
a 3,089,514.		2,969,121.			120,393.
b 1,107,860.		1,002,994.			104,866.
c 144,940.					144,940.
d 15,738.		15,738.	· · · · · · · · · · · · · · · · · · ·		0.
e 31,643.					31,643.
1,130.		1,130.			0.
<12,639.	>				<12,639.>
h 61,972.					61,972.
18,785.					18,785.
5,820.					5,820.
k8,101.					8,101.
<1,198.	>				<1,198.>
m <13.	>				<13.
n 312.					312.
0					
Complete only for assets showing	ng gain in column (h) and owned by	the foundation on 12/31/69	(I) Lo	sses (from col (h))	
(1) 5 1 1 1 (1) (1) (1)	(j) Adjusted basis	(k) Excess of col (i)	Gains (excess	of col (h) gain over	col (k),
(i) F M V as of 12/31/69	as of 12/31/69	over col (j), if any	DUT I	not less than "-0-")	
a					120,393.
b			<u></u>		104,866.
С					144,940.
d					0.
e					31,643.
f					0.
g					<12,639.
h					61,972.
1					18,785.
]					5,820.
k					8,101.
					<1,198.
m					<13.>
n					312.
0					
		on Do Al June 7			
2 Capital gain net income or (net ca	pital loss) { if gain, also enter "-0	III raπ I, IINe / -" In Part I, line 7	2		482,982.
3 Net short-term canital dain or /los	ss) as defined in sections 1222(5) an	\			
If gain, also enter in Part I, line 8,		}			
If (loss), enter "-0-" in Part I, line 8			3	N/A	

JAMES G HANES MEMORIAL FUND #56-6036987 October 31, 2011

FORM 990-PF, PART IV - Capital Gains and Losses for Tax on Investment Income

·					
	Date	Date	Gross Sales	Cost	Gain
Description	Acquired	Sold	Price	Basis	(Loss)
Short Term					
10000 One Liberty Properties	2/8/2011	5/31/2011	159,019	158,500	519
10000 Spectra Energy Partnership	6/9/2011	6/28/2011	310,026	309,600	426
3000 Niska Gas Storage Partners	5/12/2010	2/11/2011	59,207	61,500	-2,293
5000 Williams Partners	12/14/2010	2/11/2011	241,132	237,750	3,382
10000 Cypress Sharpridge Invts	2/10/2011	3/23/2011	126,298	123,500	2,798
5000 LP Western Gas Partners	3/1/2011	3/31/2011	176,016	175,750	266
10000 Calumet Specialty Products	2/24/2011	4/15/2011	216,319	214,500	1,819
50000 Chimera Investments	11/3/2010	11/8/2010	198,497	192,500	5,997
5000 Linn Energy	3/24/2010	11/18/2010	181,890	125,221	56,669
11000 General Motors	11/18/2010	11/18/2010	388,171	363,000	25,171
3000 Targa Recources	12/6/2010	12/7/2010	72,166	66,000	6,166
10000 Cypress Sharpridge Invts	12/10/2010	12/13/2010	128,393	124,600	3,793
10000 Annaly Capital Management	1/4/2011	1/5/2011	173,898	172,000	1,898
7400 El Paso Pipeline Partners	11/16/2010	1/10/2011	249,029	247,530	1,499
3600 El Paso Pipeline Partners	11/16/2010	1/11/2011	121,322	120,420	902
5000 Avago Technologies LTD	1/18/2011	1/19/2011	140,291	138,750	1,541
6000 Nielson Holdings NV	1/26/2011	1/26/2011	147,841	138,000	9,841
		_	3,089,514	2,969,121	120,393
·		=			
Long Term					
150000 United Parcel Service Notes	6/25/2009	8/25/2011	186,090	165,000	21,090
1000 Kınder Morgan energy	2/26/2009	8/25/2011	67,157	46,950	20,207
2000 Linn Energy	3/24/2010	8/25/2011	72,494	50,088	22,406
1000 Altria Group	12/1/2005	8/25/2011	25,907	16,715	9,192
3000 Enterprises Products Partners	1/7/2009	8/25/2011	119,810	66,600	53,210
4000 Ultra Petroleum	12/14/2005	8/25/2011	129,428	236,536	-107,108
210274 US Treasury TIPS	10/9/2009	8/31/2011	246,908	211,360	35,549
209568 US Treasury TIPS	10/9/2009	8/31/2011	260,065	209,745	50,320
		_	1,107,860	1,002,994	104,866

FORM 990	−PĘ	GA	IN OR (LOSS)	FROM SALE	OF	' A	SSETS		STA	TEMENT	1
DESCRIPT	(A) ION OF PROP	ERTY						IANNER !QUIRED	DA ACQU		DATE S	OLD
SCHEDULE	ATTACHED	:	-				•			 _		
	(B) GROSS SALES PRIC	E	(C) COST OR OTHER BASIS		(D) EXPENSE SALE	OF	,	(E) DEPRE	.	GAIN	(F)	s
	3,089,5	14.	2,969,12	1.		0	<u> </u>		0.		120,3	93.
DESCRIPT	(A) ION OF PROP	ERTY						IANNER CQUIRED	DA ACQU		DATE S	OLD
SCHEDULE	ATTACHED		_			_						
	(B) GROSS SALES PRIC	E	(C) COST OR OTHER BASIS		(D) EXPENSE SALE	OF	יק	(E) DEPRE	С.	GAIN	(F) OR LOS	S
_	1,107,8	60.	1,002,99	4.		0).		0.		104,8	66.
DESCRIPT	(A) ION OF PROP	ERTY						MANNER CQUIRED	DA ACQU	TE IRED	DATE S	OLD
DEUTSCHE	BANK ASIA	SELEC	- CT			P	PUR	RCHASED				
	(B) GROSS SALES PRIC	E	(C) COST OR OTHER BASIS		(D) EXPENSE SALE	OF	יק	(E)	С.	GAIN	(F) I OR LOS	s
	144,9	40.		0.		0	<u> </u>		0.		144,9	40.

(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DATE ACQUIRED	DATE SOLD
DEUTSCHE BANK ASIA SELE	_ CT		PUR	CHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	C. GAII	(F) N OR LOSS
15,738.	0.		0.		0.	15,738.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DATE ACQUIRED	DATE SOLD
NB SECONDARY OPPORTUNIT	IES		PUR	CHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	C. GAII	(F) N OR LOSS
31,643.	0.		0.		0.	31,643.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DATE ACQUIRED	DATE SOLD
NB SECONDARY OPPORTUNIT	_ IES		PUR	CHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	C. GAII	(F) N OR LOSS
1,130.	0.		0.		0.	1,130.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DATE ACQUIRED	DATE SOLD
NB CO-INVESTMENT PARTNE	- RS		PUR	CHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	C. GAII	(F) N OR LOSS
<12,639.>	0.		0.		0.	<12,639.

(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
DEUTSCHE BANK GLOBAL SE	- LECT		PU	RCHASED			
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)
SALES PRICE	OTHER BASIS	SALE		DEPRE	· · ·	GAIN	OR LOSS
61,972.	0.		0.		0.		61,972.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
NB CO-INVESTMENT CAYMAN	AIV I		PUI	RCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPREC	C.	GAIN	(F)
18,785.	0.		0.		0.		18,785.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
TRILANTIC CAPITAL PARTN	ERS IV		PU	RCHASED			
(B)	(C)	(D) EXPENSE	ΩE	(E)			(F)
GROSS SALES PRICE	COST OR OTHER BASIS	SALE	OF	DEPRE	С.	GAIN	OR LOSS
5,820.	0.		0.		0.		5,820.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED		TE IRED	DATE SOLD
TRILANTIC IV ONSHORE AI			PU	RCHASED			
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)
SALES PRICE	OTHER BASIS	SALE	Or	DEPRE	c .	GAIN	OR LOSS
8,101.	0.		0.		0.		8,101.

DESCRIPT	(A) TION OF PROPERTY				ANNER QUIRED			DATE	SOLD
TRILANT	C IV ONSHORE AI	- V (B)		PUR	CHASED				
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	c.		(F) OR L	oss
	<1,198.>	0.		0.		0.		<1	,198.>
DESCRIPT	(A) FION OF PROPERTY				ANNER QUIRED	DA ACQU		DATE	SOLD
TRILANT	C IV ONSHORE AI	- V (C)		PUR	CHASED	<u></u>			
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	с.		(F)	oss
_	<13.>	0.		0.		0.			<13.>
	(A) FION OF PROPERTY EAK LEGACY FUND	- III		AC	ANNER QUIRED CHASED	DA ACQU		DATE	SOLD
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	c.	GAIN	(F)	oss
_	312.	0.	-	0.		0.			312.
	GAINS DIVIDENDS							499	0. ,850.
FORM 990)-PF INTEREST O	N SAVINGS AND T	TEMPORARY	CASH	INVEST	MENTS	STA	TEMEN	T 2
SOURCE								AMOUN	T
SOUTHERN	N COMMUNITY BANK	- NOMINEE							820.
								_	

FORM 990-PF DIVIDENDS AN	D INTEREST FROM	SECURITIES	STATEMENT 3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AB REALTY CHESAPEAKE IV	15.	0.	15.
DEUTSCHE BANK ASIA SELECT	5,637.	0.	5,637.
DEUTSCHE BANK ASIA SELECT	1,486.	0.	1,486.
DEUTSCHE BANK GLOBAL SELECT	14,077.	0.	14,077.
NB CO-INVESTMENT CAYMAN AIV I	182.	0.	182.
NB CO-INVESTMENT PARTNERS	3,029.	0.	3,029.
NB SECONDARY OPPORTUNITIES	14,180.	0.	14,180.
NB SECONDARY OPPORTUNITIES	1,331.	0.	1,331.
PLEXUS FUND II	2.	0.	2. 7,429.
SILVERPEAK LEGACY FUND III	7,429.	0.	1,423.
SOUTHERN COMMUNITY BANK - NOMINEE	522,192.	0.	522,192.
TRILANTIC CAPITAL PARTNERS IV	3.	0.	3.
TRILANTIC IV ONSHORE AIV (A)	5.	0.	5.
TRILANTIC IV ONSHORE AIV (B)	79.	0.	79.
TOTAL TO FM 990-PF, PART I, LN 4	569,647.	0.	569,647.
FORM 990-PF	OTHER INCOME		STATEMENT 4
	OTHER INCOME (A) REVENUE PER BOOK		(C) - ADJUSTED
DESCRIPTION	(A) REVENUE PER BOOK	NET INVEST- S MENT INCOME	(C) - ADJUSTED - NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT	(A) REVENUE PER BOOK	S MENT INCOME 409. 409	(C) - ADJUSTED - NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES	(A) REVENUE PER BOOK	NET INVEST- MENT INCOME 409. 409 127. 127	(C) - ADJUSTED - NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES	(A) REVENUE PER BOOK	NET INVEST- MENT INCOME 409. 409 127. 127	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV	(A) REVENUE PER BOOK <3,	NET INVEST- MENT INCOME 409. 409 127. 127 921.> (434.> (434.) 183. 183	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT	(A) REVENUE PER BOOK <3,	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> (434.) (434.) 183. 183. 183. 176.> (9,176.)	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III	(A) REVENUE PER BOOK <3, <	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> 6 434.> <434 183. 183 176.> <9,176 <40.> <40	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III PLEXUS FUND II TRILANTIC OFFSHORE AIV A	(A) REVENUE PER BOOK <3, <9,	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> 6 434.> <434 183. 183 176.> <9,176 <40.> 58. 58	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III PLEXUS FUND II TRILANTIC OFFSHORE AIV A DEUTSCHE BANK ASIA SELECT	(A) REVENUE PER BOOK <3, <9,	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> 6 434.> <434 183. 183 176.> <9,176 <40.> <40.> 58. 58 180.>	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III PLEXUS FUND II TRILANTIC OFFSHORE AIV A DEUTSCHE BANK ASIA SELECT DEUTSCHE BANK GLOBAL SELECT	(A) REVENUE PER BOOK <3, <9,	NET INVEST- MENT INCOME 409. 409 127. 127 921.> (434.> (434) 183. 183 176.> (9,176) <40.> (40.» (40.»	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III PLEXUS FUND II TRILANTIC OFFSHORE AIV A DEUTSCHE BANK ASIA SELECT DEUTSCHE BANK GLOBAL SELECT NB CO-INVESTMENT CAYMAN AIV I	(A) REVENUE PER BOOK <3, <9,	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> (434.) (434) 183. 183 176.> (9,176) <40.> (40.> (40.) 58. 58 180.> (58.) <12.> (15.)	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III PLEXUS FUND II TRILANTIC OFFSHORE AIV A DEUTSCHE BANK ASIA SELECT DEUTSCHE BANK GLOBAL SELECT NB CO-INVESTMENT CAYMAN AIV I TRILANTIC CAPITAL PARTNERS IV	(A) REVENUE PER BOOK <3, <9,	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> (434.) (434) 183. 183 176.> (49,176) <40.> (40.> (40.) 58. 58 180.> (12.> (15.) 251. (251.)	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III PLEXUS FUND II TRILANTIC OFFSHORE AIV A DEUTSCHE BANK ASIA SELECT DEUTSCHE BANK GLOBAL SELECT NB CO-INVESTMENT CAYMAN AIV I TRILANTIC CAPITAL PARTNERS IV TRILANTIC IV ONSHORE AIV (A)	(A) REVENUE PER BOOK <3, <9,	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> (434.> <434 183. 183 176.> <9,176 <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> (40.> <40.) <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40. <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.	(C) ADJUSTED NET INCOME
DESCRIPTION DEUTSCHE BANK GLOBAL SELECT NB SECONDARY OPPORTUNITIES NB SECONDARY OPPORTUNITIES AB REALTY CHESAPEAKE IV DEUTSCHE BANK ASIA SELECT SILVERPEAK LEGACY FUND III PLEXUS FUND II TRILANTIC OFFSHORE AIV A DEUTSCHE BANK ASIA SELECT DEUTSCHE BANK GLOBAL SELECT NB CO-INVESTMENT CAYMAN AIV I TRILANTIC CAPITAL PARTNERS IV TRILANTIC IV ONSHORE AIV (A)	(A) REVENUE PER BOOK <3, <9, <6, 12,	NET INVEST- S MENT INCOME 409. 409 127. 127 921.> (434.> <434 183. 183 176.> <9,176 <40.> <40.> <40.> <40.> <40.> <40.> <40.> (40.> <40.) <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40. <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.> <40.	(C) ADJUSTED NET INCOME
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FORM 990-PF	LEGAL	FEES	S:	FATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	858.	0.		0.
TO FM 990-PF, PG 1, LN 16A	858.	0.		0.
FORM 990-PF	ACCOUNTI	NG FEES	S	FATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION	2,763.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,763.	0.		0.
FORM 990-PF C	THER PROFES	SIONAL FEES	S	FATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	46,222.	46,222.		0.
TO FORM 990-PF, PG 1, LN 16C	46,222.	46,222.		0.
FORM 990-PF	TAX	ES	S	PATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD-PASSTHROUGHS FEDERAL - ESTIMATES	10,446. 1,965.	10,446.		0.
TO FORM 990-PF, PG 1, LN 18	12,411.	10,446.		0.

FORM 990-PF	OTHER E	XPENSES	<u>-</u> _		STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		
CLERK FILING FEE	20.		20.			0.
DEUTSCHE BANK ASIA SELECT	30,533.	27,	581.			0.
NB SECONDARY OPPORTUNITIES	15,019.		766.			0.
NB CO-INVESTMENT PARTNERS	8,051.		051.			0.
DEUTSCHE BANK GLOBAL SELECT	16,094.	16,	080.			0.
NB CO-INVESTMENT CAYMAN AIV			1.40			^
I	149.		149.			0.
TRILANTIC CAPITAL PARTNERS	12 762	10	763			^
[V	13,763.		763.			0.
FRILANTIC IV ONSHORE AIV (A) FRILANTIC IV ONSHORE AIV (B)	2,039. 676.		039. 537.			0.
TRILANTIC IV ONSHORE AIV (B)	340.		340.			0.
TRILANTIC IV ONSHORE AIV (C)	340.	,	340.			0 .
(A)	1,468.	1	468.			0.
SILVERPEAK LEGACY FUND III	1,119.		109.			Ö.
PLEXUS FUND II	82.	-,	82.			0.
MAINTENANCE EXPENSES RE						
PROPERTY HELD FOR INVESTMENT	31,075.	31,	075.			0.
TO FORM 990-PF, PG 1, LN 23	120,428.	116,	060.			0.
FORM 990-PF U.S. AND S	TATE/CITY G	OVERNMENT	OBLI	GATIONS	STATEMENT	10
DESCRIPTION	U.S GOV'		вос	K VALUE	FAIR MARKE VALUE	T
US TREASURY	X		1	,601,902.	1,624,7	15.
TOTAL U.S. GOVERNMENT OBLIGAT	IONS	·	1	,601,902.	1,624,7	15.
FOTAL STATE AND MUNICIPAL GOV	ERNMENT OBL	IGATIONS				
TOTAL TO FORM 990-PF, PART II	10-	•		,601,902.	1,624,7	

FORM 990-PF	CORPORATE STOCK	ζ	STATEMENT 1
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
DOMESTIC AND FOREIGN EQ	UITIES	9,096,495.	10,856,837
TOTAL TO FORM 990-PF, P	ART II, LINE 10B	9,096,495.	10,856,837
FORM 990-PF	CORPORATE BONDS	<u> </u>	STATEMENT 1
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
GOVT AGENCIES AND CORPO	RATE BONDS	1,316,690.	1,390,183
TOTAL TO FORM 990-PF, P	ART II, LINE 10C	1,316,690.	1,390,183
FORM 990-PF	OTHER INVESTMENT	TS .	STATEMENT 1
DESCRIPTION	VALUATION METHOD	N BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIPS	COST	2,709,433.	3,776,151
TOTAL TO FORM 990-PF, P	ART II, LINE 13	2,709,433.	3,776,151

,	AND CONTRIBUTIONS DURING THE YEAR	STAT	EMENT 14
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
SOUTHEASTERN CENTER FOR CONTEMPORARY ART 750 MARGUERITE DRIVE WINSTON-SALEM, NC 27106	NONE OPERATIONAL SUPPORT	501(C)(3)	349,992.
SECOND HARVEST FOOD BANK OF NORTHWEST NC 3655 REED STREET WINSTON-SALEM, NC 27107	NONE CAPITAL ACQUISITION	501(C)(3)	25,000.
CREATIVE CORRIDORS 380-H KNOLLWOOD STREET WINSTON-SALEM, NC 27103	NONE OPERATIONAL SUPPORT	501(C)(3)	25,000.
NORTH CAROLINA MUSEUM OF ART FOUNDATION PO BOX 12189 WINSTON-SALEM, NC 27117	NONE OPERATIONS AND LANDSCAPING	501(C)(3)	100,000.
THE MILLENNIUM FUND 860 WEST FIFTH STREET WINSTON-SALEM, NC 27101	NONE OPERATIONAL SUPPORT	501(C)(3)	75,000.
WINSTON-SALEM SYMPHONY ASSOCIATION 201 N BROAD STREET WINSTON-SALEM, NC 27101	NONE MUSIC PROGRAMS	501(C)(3)	5,000.
YADKIN RIVERKEEPER 308 PATTERSON AVENUE WINSTON-SALEM, NC 27101	NONE EVENT SUPPORT	501(C)(3)	5,000.
THE ARTS COUNCIL OF WINSTON-SALEM 305 WEST FIFTH STREET WINSTON-SALEM, NC 27101	NONE OPERATIONAL SUPPORT	501(C)(3)	50,000.

JAMES G HANES MEMORIAL FUND			56-6036987
EXPERIMENT IN SELF RELIANCE PO BOX 135 WINSTON-SALEM, NC 27102	NONE PROGRAM SERVICES	501(C)(3)	10,000.
YADKIN ARTS COUNCIL PO BOX 667 YADKINVILLE, NC 27055	NONE CAPITAL IMPROVEMENTS	501(C)(3)	16,667.
OLD HICKORY COUNCIL BOY SCOUTS OF AMERICA 6600 SILAS CREEK PARKWAY WINSTON-SALEM, NC 27106	NONE OPERATIONAL SUPPORT	501(C)(3)	16,667.
HOSPITALITY HOUSE OF WINSTON-SALEM 1970 HOUSE WAY WINSTON-SALEM, NC 27103	NONE CAPITAL IMPROVEMENTS	501(C)(3)	50,000.
THE CHILDRENS HOME 1001 REYNOLDA ROAD WINSTON-SALEM, NC 27104	NONE CAPITAL CAMPAIGN	501(C)(3)	75,000.
TOTAL TO FORM 990-PF, PART XV, LI	TNE 3A		803,326.