Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation	A Employer identification number
GOOD SHEPHERD FUND - IMA	20-0017143
Number and street (or P O box number if mail is not delivered to street address) / Room/suite	B Telephone number (see instructions)
1525 W W.T. HARRIS BLVD. D1114-044	(336) 747-8162
City or town, state, and ZIP code	C If exemption application is pending, check here ▶ ☐
CHARLOTTE, NC 28288	

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,132,908.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ______
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

AENVELOPE POSTMARK DATE JUL 09 2012

SCANNED JUL 18 2012

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 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 (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	80.	80.		STMT 1
	4 Dividends and interest from securities	86,564.	85,479.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	326,058.			
	b Gross sales price for all assets on line 6a 2,475,087.				
	7 Capital gain net income (from Part IV, line 2)		326,058.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	412,702.	411,617.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	600.	NONE	NONE	600.
	c Other professional fees (attach schedule) STMT 6	21,223.	21,223.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 7	7,362.	1,724.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 8	36.	11.		25.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	29,221.	22,958.	NONE	625.
	25 Contributions, gifts, grants paid	127,000.			127,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	156,221.	22,958.	NONE	127,625.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	256,481.			
	b **Net investment income** (if negative, enter -0-)		388,659.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,063.		
	2 Savings and temporary cash investments	204,331.	223,775.	223,775.
	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 instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 9	1,956,678.	2,232,338.	2,087,197.
	c Investments - corporate bonds (attach schedule) STMT 12	853,053.	817,054.	821,936.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,016,125.	3,273,167.	3,132,908.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
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. ▶ X			
	27 Capital stock, trust principal, or current funds	1,302.	3,273,167.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,014,823.		
	30 **Total net assets or fund balances** (see instructions)	3,016,125.	3,273,167.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	3,016,125.	3,273,167.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,016,125.
2	Enter amount from Part I, line 27a	2	256,481.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	3,828.
4	Add lines 1, 2, and 3	4	3,276,434.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	3,267.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,273,167.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo , day, yr.)
1a	PUBLICLY TRADED SECURITIES			
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	2,445,710.		2,149,029.	296,681.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				296,681.
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** 326,058.

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 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 (col (b) divided by col (c))
2010	19,325.	3,044,549.	0.006347
2009	1,881.	2,613,850.	0.000720
2008	107,157.	3,003,573.	0.035677
2007	117,555.	3,347,977.	0.035112
2006	128,818.	3,133,005.	0.041116

2	**Total** of line 1, column (d)	2	0.118972
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	0.023794
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,262,174.
5	Multiply line 4 by line 3	5	77,620.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,887.
7	Add lines 5 and 6	7	81,507.
8	Enter qualifying distributions from Part XII, line 4	8	127,625.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	3,887.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	3,887.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,887.
6	Credits/Payments.		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 3,820.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 67.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	3,887.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		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?	1c		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 ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA			
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*	8b	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 2011 or the taxable year beginning in 2011 (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*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Wells Fargo Bank NA Telephone no. ▶ (336)747-8162
Located at ▶ 1 WEST 4TH STREET, WINSTON SALEM, NC ZIP + 4 ▶ 27101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☒ Yes ☐ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

		Yes	No
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	X	
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? STMT 15 ☒ 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?	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
SEE STATEMENT 16		-0-	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services . . . ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions.	
3 NONE	
Total. Add lines 1 through 3 . . . ▶	

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	3,095,284.
b	Average of monthly cash balances	1b	216,568.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,311,852.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,311,852.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,678.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,262,174.
6	**Minimum investment return.** Enter 5% of line 5	6	163,109.

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	163,109.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,887.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,887.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	159,222.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	159,222.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	159,222.

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	127,625.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	127,625.
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	3,887.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	123,738.

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.

20-0017143

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					159,222.
2 Undistributed income, if any, as of the end of 2011.					
a Enter amount for 2010 only				44,192.	
b Total for prior years: 20 09 ,20 ,20			NONE		
3 Excess distributions carryover, if any, to 2011:					
a From 2006	NONE				
b From 2007	NONE				
c From 2008	NONE				
d From 2009	NONE				
e From 2010	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 127,625.					
a Applied to 2010, but not more than line 2a				44,192.	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2011 distributable amount					83,433.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					75,789.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2007	NONE				
b Excess from 2008	NONE				
c Excess from 2009	NONE				
d Excess from 2010	NONE				
e Excess from 2011	NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see 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).)

N/A

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.

N/A

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

Check here ▶ [X] 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 27				
Total . . . . ▶ **3a**				127,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	80.	
4 Dividends and interest from securities			14	86,564.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	326,058.	
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)				412,702.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 412,702.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Kenan L White | 06/18/2012 | President

Signature of officer or trustee | Date | Title

KENAN L. WHITE

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
TAMMY RENAUD		06/18/2012		P01043078
Firm's name ▶ WELLS FARGO BANK, N.A.			Firm's EIN ▶ 94-3080771	
Firm's address ▶ 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28288			Phone no 704-427-6882	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLS FARGO - SECURED MARKET DEPOSIT ACC	80.	80.
TOTAL	80.	80.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
APACHE CORP COM RTS EXP 01/31/2006	44.	44.
ARIEL FUND #2220	99.	99.
BANK OF NOVA SCOTIA 2.375% 12/17/13	412.	412.
BECTON DICKINSON & CO COM	216.	216.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	51.	51.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	36.	36.
CISCO SYSTEMS INC 4.950% 2/15/19	187.	187.
COHEN & STEERS INSTL RLTY SHRS #1263	1,610.	1,610.
CONSOLIDATED EDISON INC COM	819.	819.
CORNING INC COM W/RTS EXP 07/15/2006	74.	74.
COSTCO WHOLESALE CORP COM	116.	116.
DANAHER CORP COM	16.	16.
DIAMOND HILL LONG-SHORT FD CL I #11	116.	116.
DODGE & COX INT'L STOCK FD # 1048	2,719.	2,719.
DOMINI INTL SOCIAL EQUITY-INV	4,457.	4,457.
EMERSON ELEC CO COM W/RTS ATTACHED EXP 1	333.	333.
EXPEDIA INC DEL	42.	42.
FEDERATED STRAT VAL DIV FD IS #662	2,484.	2,484.
ABSOLUTE STRATEGIES FUND-I #212	166.	166.
FRANKLIN RES INC COM	263.	263.
GATEWAY FUND - Y #1986	1,978.	1,978.
GENERAL MILLS INC COM W/RTS EXP 02/01/20	284.	284.
HEWLETT-PACKARD CO 4.300% 6/01/21	669.	669.
HOME DEPOT INC COM	356.	356.
INTL BUSINESS MACHINES CORP COM	41.	41.
ISHARES MSCI EMERGING MKTS INDEX FUND	1,293.	1,293.
ISHARES S & P MIDCAP 400 INDEX FUND	294.	294.
ISHARES TRUST RUSSELL 1000 GROWTH INDEX	1,558.	1,558.
JP MORGAN CHASE & CO COM	138.	138.
JPMORGAN CHASE & CO 4.650% 6/01/14	723.	723.
JOHNSON & JOHNSON COM	416.	416.
LUBRIZOL CORP COM	18.	18.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MATTHEWS PACIFIC TIGER FUND	116.	116.
MEDTRONIC INC 3.000% 3/15/15	213.	213.
MERGER FD SH BEN INT	358.	358.
METLIFE INC COM	252.	252.
MICROSOFT CORP COM	321.	321.
NOBLE ENERGY INC COM	92.	92.
NORDSTROM INC COM	130.	130.
NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHE	219.	219.
NUCOR CORP COM W/RIGHTS ATTACHED EXP 3/8	167.	167.
OPPENHEIMER DEVELOPING MKT-Y #788	2,755.	2,755.
PNC FINL SVCS GROUP INC COM W/RIGHTS ATT	193.	193.
PARNASSUS SMALL CAP FUND	8.	8.
PFIZER INC COM W/RTS ATTACHED EXP 10/15/	292.	292.
PIMCO COMMODITY REAL RET STRAT-I#45	18,981.	18,981.
PIMCO INVESTMENT GRD CORP - IN #56	4,836.	4,836.
POTASH CORP SASK INC COM W/RTS ATTACHED	23.	23.
PROCTER & GAMBLE CO COM	236.	236.
PROFESSIONALLY MANAGED PORTFOLIO 21	742.	742.
PRUDENTIAL FINANCIAL INC COM	370.	370.
QUALCOMM INC COM W/RTS ATTACHED	166.	166.
RIDGEWORTH FD-MIDCAP VAL EQ I #5412	668.	668.
RIDGEWORTH L/C VALUE EQ-I #5512	1,234.	1,234.
RIDGEWORTH SHT TM BOND-I #5516	2,549.	2,549.
RIDGEWORTH SEIX FLOATING CL I #5203	6,644.	6,644.
RIDGEWORTH INTERMED BOND CL I #5850	5,055.	3,970.
SPDR DJ WILSHIRE INTERNATIONAL REAL	3,050.	3,050.
SPECTRA ENERGY CORP	313.	313.
STARBUCKS CORP COM	32.	32.
STATOIL ASA SPONSORED ADR	449.	449.
STRYKER CORP COM	85.	85.
TJX COS INC NEW COM	141.	141.
TEMPLETON GLOBAL BOND FD-ADV #616	12,010.	12,010.
TEXAS INSTRS INC COM	93.	93.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
3M CO COM	171.	171.
TORONTO DOMINION BK ONT-COM	164.	164.
UNITED PARCEL SERVICE CL B COM	224.	224.
VODAFONE GROUP PLC SPONSORED ADR	528.	528.
WALGREEN CO COM W/RTS ATTACHED EXP 08/21	162.	162.
ACCENTURE PLC	209.	209.
ACE LIMITED	158.	158.
NOBLE CORPORATION	127.	127.
TOTAL	86,564.	85,479.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	600.			600.
TOTALS	600.	NONE	NONE	600.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	21,223.	21,223.
TOTALS	21,223.	21,223.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	159.	159.
FEDERAL TAX PAYMENT - PRIOR YE	1,818.	
FEDERAL ESTIMATES - PRINCIPAL	3,820.	
FOREIGN TAXES ON QUALIFIED FOR	1,026.	1,026.
FOREIGN TAXES ON NONQUALIFIED	539.	539.
TOTALS	7,362.	1,724.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADR FEES	11.	11.	
ANNUAL REGISTRATION FEE	25.		25.
TOTALS	36.	11.	25.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
037411105 APACHE CORP	18,196.	13,134.
037833100 APPLE INC	18,252.	18,225.
040337107 ARIEL FUND #2220	55,000.	46,286.
071813109 BAXTER INTL INC	12,423.	11,875.
075887109 BECTON DICKINSON & C	14,776.	12,702.
131649709 CALVERT CAPTL ACCUMU	43,000.	42,066.
14040H105 CAPITAL ONE FINANCIA	21,134.	16,705.
19247U106 COHEN & STEERS INSTL	240,000.	225,391.
22160K105 COSTCO WHOLESALE COR	15,437.	15,831.
22544R305 CREDIT SUISSE COMM R	75,000.	62,411.
235851102 DANAHER CORP	19,468.	16,699.
25264S833 DIAMOND HILL LONG-SH	59,000.	63,582.
254687106 WALT DISNEY CO	12,433.	11,063.
256206103 DODGE & COX INT'L ST	95,000.	93,434.
257132704 DOMINI INTL SOCIAL E	125,000.	116,803.
268648102 E M C CORP MASS	20,045.	15,509.
291011104 EMERSON ELECTRIC CO	19,626.	16,539.
354613101 FRANKLIN RESOURCES I	12,204.	9,126.
367829884 GATEWAY FUND - Y #19	140,000.	138,323.
370334104 GENERAL MILLS INC	18,252.	18,791.
38259P508 GOOGLE INC	21,229.	25,836.
437076102 HOME DEPOT INC	16,546.	18,918.
459200101 INTERNATIONAL BUSINE	8,881.	10,113.
464287234 ISHARES TR MSCI EMER	65,892.	51,598.
464287507 ISHARES TR S & P MID	38,371.	39,425.
46625H100 JPMORGAN CHASE & CO	12,241.	9,144.
478160104 JOHNSON & JOHNSON	18,902.	18,690.
50540R409 LABORATORY CRP OF AM	17,109.	15,045.
577130107 MATTHEWS PACIFIC TIG	20,000.	16,522.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
589509108 MERGER FD SH BEN INT	70,000.	67,198.
59156R108 METLIFE INC	14,184.	10,601.
594918104 MICROSOFT CORP	18,301.	18,561.
655044105 NOBLE ENERGY INC	15,461.	16,046.
655664100 NORDSTROM INC	10,451.	10,936.
655844108 NORFOLK SOUTHERN COR	18,555.	18,579.
66987V109 NOVARTIS AG - ADR	9,309.	8,576.
$8,575.50 NUCOR CORP	10,122.	9,101.
683974505 OPPENHEIMER DEVELOPI	113,836.	109,453.
693475105 PNC FINANCIAL SERVIC	17,355.	15,859.
701765877 PARNASSUS SMALL CAP	150,000.	153,205.
717081103 PFIZER INC	11,916.	12,335.
722005667 PIMCO COMMODITY REAL	87,023.	80,682.
73755L107 POTASH CORP SASK	9,038.	6,811.
742718109 PROCTER & GAMBLE CO	14,993.	15,010.
742935588 PORTFOLIO 21 #1203	81,000.	70,507.
744320102 PRUDENTIAL FINL INC	16,046.	12,781.
747525103 QUALCOMM INC	17,086.	16,410.
78463X863 SPDR DJ WILSHIRE INT	101,076.	80,371.
80004C101 SANDISK CORP COM	8,776.	9,104.
847560109 SPECTRA ENERGY CORP	15,897.	17,835.
85771P102 STATOIL ASA ADR	18,598.	17,799.
863667101 STRYKER CORP	14,252.	11,682.
872540109 TJX COS INC NEW	15,406.	18,720.
882508104 TEXAS INSTRUMENTS IN	10,818.	9,024.
88579Y101 3M CO	11,430.	9,808.
891160509 TORONTO DOMINION BK	10,234.	8,977.
911312106 UNITED PARCEL SERVIC	12,562.	12,442.
92857W209 VODAFONE GROUP PLC N	15,041.	14,996.

GOOD SHEPHERD FUND - IMA 20-0017143

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
931422109 WALGREEN CO	14,091.	11,902.
G1151C101 ACCENTURE PLC	17,538.	16,501.
H0023R105 ACE LIMITED	15,194.	15,777.
H5833N103 NOBLE CORPORATION	13,332.	9,822.
TOTALS	2,232,338.	2,087,197.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
064149B97 BANK OF NOVA SCOTIA	41,211.	41,068.
17275RAE2 CISCO SYSTEMS INC	43,691.	46,369.
428236BM4 HEWLETT-PACKARD CO	40,974.	41,017.
46625HHN3 JPMORGAN CHASE & CO	43,064.	42,236.
585055AR7 MEDTRONIC INC	41,915.	42,241.
722005816 PIMCO INVESTMENT GRD	91,313.	92,917.
76628T611 RIDGEWORTH SHT TM BO	86,719.	89,547.
76628T678 RIDGEWORTH SEIX FLOA	106,505.	107,013.
76628T702 RIDGEWORTH INTERMED	136,701.	143,858.
880208400 TEMPLETON GLOBAL BON	184,961.	175,670.
TOTALS	817,054.	821,936.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE PRIOR TO TYE	3,826.
ROUNDING	2.
TOTAL	3,828.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND POSTING DATE AFTER TYE	3,267.
TOTAL	3,267.

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:
Good Shepherd Clinic Inc
ADDRESS:
726 East Main St , Ste F
Lebanon, OH 45036
GRANT DATE: 06/13/2011
GRANT AMOUNT .... 500.
GRANT PURPOSE:
Support the Clinic

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
==

OFFICER NAME:
Kenan L. White
ADDRESS:
115 East Hillcrest Ave.
Richmond, VA 23226
TITLE:
President/Director
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
B. Briscoe White III
ADDRESS:
115 East Hillcrest Ave.
Richmond, VA 23226
TITLE:
Secretary/Treas/Director
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Friends of the Enviroment
ADDRESS:
PO BOX AB 20755
Bar Harbour, Abaco BAHAMAS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
VCU Massey Cancer Clinic
ADDRESS:
PO BOX 980214
Richmond, VA 23298
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Cystic Fibrosis
ADDRESS:
6931 ARLINGTON RD
Bethesda, MD 20814
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Va Capital Trails
ADDRESS:
PO BOX 17966
Richmond, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Cornel Lab or Ornithology
ADDRESS:
159 SAPSUCKER RD
Ithaca, NY 14850
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
The Good Shepherd Fund
ADDRESS:
726 EAST MAIN STREET SUITE F
Lebanon, OH 45036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
NON EXEMPT
AMOUNT OF GRANT PAID .... 500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Elk Hill Farm
ADDRESS:
PO BOX 99
Goochland, VA 23063
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Charles City County Library
ADDRESS:
PO BOX 156
Charles City, VA 23030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
James River Association
ADDRESS:
9 SOUTH 12TH ST 4TH FL
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 26,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Childrens Museum of Richmond
ADDRESS:
2626 WEST BROAD ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Greater Richmond SCAN
ADDRESS:
103 EAST GRACE ST
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
The Nature Conservancy
ADDRESS:
530 E MAIN ST SUITE 800
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Delta Waterfowl
ADDRESS:
PO BOX 3128
Bismark, ND 58502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
VA Historical Society
ADDRESS:
PO BOX 7311
Richmond, VA 23221
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
St, Joseph's Villa
ADDRESS:
8000 BROOK RD.
Richmond, VA 23227
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
The Valentine Museum
ADDRESS:
1015 EAST CLAY ST
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Hollins University
ADDRESS:
PO BOX 9629
Roanoke, VA 24020
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
SPCA
ADDRESS:
2519 HERMITAGE RD
Richmond, VA 232220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
VA Home for Boys & Girls
ADDRESS:
8716 WEST BROAD ST
Richmond, VA 23294
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Grace Holy Trinity Church
ADDRESS:
8 NORTH LAUREL ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
Boys & Girls Club of Metro
Richamond
ADDRESS:
5511 STAPLES MILL ROAD
Richmond, VA 23228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
New Community School
ADDRESS:
4211 HERMITAGE RD.
Richmond, VA 23227
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Central VA Food Bank
ADDRESS:
1415 RHOADMILLER ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Wildlife Center of VA
ADDRESS:
1800 S DELPHINE AVE.
Waynesboro, VA 22980
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Lewis Ginter Botanical Gardens
ADDRESS:
1800 LAKESIDE AVE.
Richmond, VA 23228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Library of VA Foundation
ADDRESS:
800 EAST BROAD ST
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT

RECIPIENT NAME:
St Christopher's School
ADDRESS:
711 ST. CHRISTOPHER'S RD.
Richmond, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
World Pediatriac Project
ADDRESS:
7201 GLEN FOREST DR SUITE 304
Richmond, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
St Cathernine's School
ADDRESS:
6001 GROVE AVE
Richmond, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 27,500.

RECIPIENT NAME:
Maymount
ADDRESS:
1700 HAMPTON ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Flagler College
ADDRESS:
74 KING STREET
St. Augustine, FL 32084
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

TOTAL GRANTS PAID: 127,000.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust	Employer identification number
GOOD SHEPHERD FUND - IMA	20-0017143

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					7,388.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	37,207.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	44,595.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					21,989.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	259,474.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	281,463.

Part III **Summary of Parts I and II** **Caution:** *Read the instructions before completing this part.*		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			44,595.
14 **Net long-term gain or (loss):**				
a Total for year	14a			281,463.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			326,058.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . **16** ( )

Note: *If the loss on line 15, column (3), is more than $3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the **smaller** of the amount on line 17 or $2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)		30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		31	
32	Add lines 30 and 31		32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust: GOOD SHEPHERD FUND - IMA

Employer identification number: 20-0017143

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 180. CAMERON INT'L CORP CO	05/04/2011	06/01/2011	8,449.00	8,827.00	-378.00
600. CISCO SYS INC COM W/R ATTACHED EXPIRING 6/10/2008	05/31/2011	08/19/2011	9,034.00	10,276.00	-1,242.00
455. CONSOLIDATED EDISON I	05/12/2011	12/06/2011	26,849.00	24,655.00	2,194.00
485. CORNING INC COM W/RTS 07/15/2006	05/31/2011	12/21/2011	6,033.00	9,859.00	-3,826.00
380. EXPEDIA INC DEL	05/31/2011	10/13/2011	10,677.00	9,985.00	692.00
51432.955 FEDERATED STRAT IS #662	10/25/2010	05/04/2011	244,821.00	226,305.00	18,516.00
3322.539 ABSOLUTE STRATEGI #212	10/25/2010	08/25/2011	36,515.00	36,116.00	399.00
8300. ISHARES TRUST RUSSEL GROWTH INDEX FUND	12/16/2010	05/24/2011	500,978.00	473,846.00	27,132.00
216.194 PERKINS S/C VALUE	12/20/2010	08/25/2011	4,627.00	5,036.00	-409.00
50. LUBRIZOL CORP COM	05/04/2011	05/31/2011	6,716.00	6,733.00	-17.00
5591.234 MANNING & NAPIER OPPORTUNITIES	12/15/2010	09/19/2011	41,040.00	48,363.00	-7,323.00
260.777 RIDGEWORTH FD-MIDC #5412	10/25/2010	09/19/2011	2,676.00	2,952.00	-276.00
370.341 RIDGEWORTH L/C GRT #5510	05/24/2010	05/24/2011	4,214.00	3,226.00	988.00
269.038 RIDGEWORTH INTL EQ #5242	10/25/2010	05/20/2011	1,944.00	1,929.00	15.00
435. STARBUCKS CORP COM	05/31/2011	08/01/2011	17,266.00	15,857.00	1,409.00
260. UGI CORP NEW COM W/RT EXP 04/29/2006	05/04/2011	05/12/2011	8,419.00	8,424.00	-5.00
460. US BANCORP DEL COM NE ATTACHED EXP 2/27/2011	05/31/2011	06/07/2011	11,075.00	11,737.00	-662.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 37,207.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GOOD SHEPHERD FUND - IMA

Employer identification number: 20-0017143

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 12157.472 EATON VANCE TAX	02/02/2009	05/24/2011	209,960.00	154,179.00	55,781.00
5605.092 ABSOLUTE STRATEGI #212	05/24/2010	08/25/2011	61,600.00	59,129.00	2,471.00
2667.879 PERKINS S/C VALUE #1165	10/26/2009	08/25/2011	57,093.00	53,438.00	3,655.00
24805.913 MANNING & NAPIER OPPORTUNITIES	09/15/2010	09/19/2011	182,075.00	195,946.00	-13,871.00
8321.75 RIDGEWORTH FD-MIDC #5412	10/26/2009	09/19/2011	85,381.00	63,369.00	22,012.00
27376.324 RIDGEWORTH L/C V #5512	05/18/2009	05/04/2011	372,866.00	277,607.00	95,259.00
15750.888 RIDGEWORTH L/C G #5510	02/02/2009	05/24/2011	179,245.00	105,382.00	73,863.00
4263.674 RIDGEWORTH INTL E #5242	01/19/2010	05/20/2011	30,807.00	36,867.00	-6,060.00
3815. RIDGEWORTH SHT TM BO	10/26/2009	09/21/2011	37,959.00	37,184.00	775.00
2239.642 RIDGEWORTH SEIX F #5203	05/03/2006	07/28/2011	19,978.00	22,262.00	-2,284.00
11905. RIDGEWORTH INTERMED #5850	04/17/2007	07/07/2011	124,883.00	118,455.00	6,428.00
6930. RIDGEWORTH INTERMED #5850	04/17/2007	09/21/2011	75,052.00	68,954.00	6,098.00
9021.126 SENTINEL SMALL CO #475	05/24/2010	08/25/2011	67,478.00	52,131.00	15,347.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 259,474.00

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . ▶ [ ]

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions.
GOOD SHEPHERD FUND - IMA

Employer identification number (EIN) or
[X] 20-0017143

Number, street, and room or suite no If a P O. box, see instructions.
1525 W W.T. HARRIS BLVD. D1114-044

Social security number (SSN)
[ ]

City, town or post office, state, and ZIP code. For a foreign address, see instructions
CHARLOTTE, NC 28288

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 0 4

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

- The books are in the care of ▶ Wells Fargo Bank NA

Telephone No. ▶ (336)747-8162 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 20 11 or
▶ [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 3,887.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 3,820.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 67.

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