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

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 , and ending

Name of foundation <b>LONNIE L MICHAEL FOUNDATION</b>		<b>A</b> Employer identification number 20-6005600 ✓
Number and street (or P O box number if mail is not delivered to street address) <b>535 MILLEDGE CIRCLE</b>	Room/suite	<b>B</b> Telephone number (see instructions) (706) 548-1832
City or town, state, and ZIP code <b>ATHENS GA 30606</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1</b> Foreign organizations, check here <input type="checkbox"/> <b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 381,766</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3	3		
	4 Dividends and interest from securities	11,509	11,509		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	11,011			
	b Gross sales price for all assets on line 6a	125,904			
	7 Capital gain net income (from Part IV, line 2)		11,011		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	7,333	5,309	0		
12 <b>Total.</b> Add lines 1 through 11	29,856	27,832	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	10,000			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	1,000	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	0	0	0	0
	19 Depreciation (attach schedule) and depletion	765	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,218	0	0	0
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	18,983	0	0	0
	25 Contributions, gifts, grants paid	58,250			58,250
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	77,233	0	0	58,250	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-47,377				
b Net investment income (if negative, enter -0-)		27,832			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing	13,800	2,553	
	2 Savings and temporary cash investments			
	3 Accounts receivable <input type="checkbox"/> Less: allowance for doubtful accounts <input type="checkbox"/>	0 0	0 0	0 0
	4 Pledges receivable <input type="checkbox"/> Less: allowance for doubtful accounts <input type="checkbox"/>	0 0	0 0	0 0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> Less: allowance for doubtful accounts <input type="checkbox"/>	0 0	0 0	0 0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S. and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	418,969	381,552	381,766
	c Investments—corporate bonds (attach schedule)	0	0	0
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> Less: accumulated depreciation (attach schedule) <input type="checkbox"/>	0 0	0 0	0 0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis <input type="checkbox"/> Less: accumulated depreciation (attach schedule) <input type="checkbox"/>	2,391 1,243	1,913 1,148	0 0
	15 Other assets (describe <input type="checkbox"/> )	0	0	0
	16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	434,682	385,253	381,766
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue	1,266		
	20 Loans from officers, directors, trustees, and other disqualified persons	753	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe <input type="checkbox"/> )	0	0	
	23 <b>Total liabilities</b> (add lines 17 through 22)	2,019	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input checked="" type="checkbox"/>			
	24 Unrestricted	432,663	385,253	
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds		0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 <b>Total net assets or fund balances</b> (see instructions)	432,663	385,253	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	434,682	385,253	

**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	432,663
2 Enter amount from Part I, line 27a	2	-47,377
3 Other increases not included in line 2 (itemize) <input type="checkbox"/>	3	0
4 Add lines 1, 2, and 3	4	385,286
5 Decreases not included in line 2 (itemize) <input type="checkbox"/> ADJUSTMENT	5	33
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	385,253

**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)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 0	0	0	0	
<b>b</b> 0	0	0	0	
<b>c</b> 0	0	0	0	
<b>d</b> 0	0	0	0	
<b>e</b> 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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))	
<b>a</b> 0	0	0	0	
<b>b</b> 0	0	0	0	
<b>c</b> 0	0	0	0	
<b>d</b> 0	0	0	0	
<b>e</b> 0	0	0	0	
<b>2</b> 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 }			<b>2</b>	11,011
<b>3</b> 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			<b>3</b>	4,775

**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	40,450	0	0.000000
2009	25,861	0	0.000000
2008	15,400	92,006	0.167380
2007	6,516	102,282	0.063706
2006	0	29,712	0.000000
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.231086
<b>3</b> 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			<b>3</b> 0.046217
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			<b>4</b> 0
<b>5</b> Multiply line 4 by line 3			<b>5</b> 0
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 278
<b>7</b> Add lines 5 and 6			<b>7</b> 278
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			<b>8</b> 58,250

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

1	a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	278
2	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0
3	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	3	278
4	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Add lines 1 and 2	5	278
6	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6	
7	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	7	0
8	Credits/Payments	8	0
9	a 2011 estimated tax payments and 2010 overpayment credited to 2011	9	278
10	b Exempt foreign organizations—tax withheld at source	10	0
11	c Tax paid with application for extension of time to file (Form 8868)	11	0
12	d Backup withholding erroneously withheld	12	0
13	Total credits and payments. Add lines 6a through 6d	13	0
14	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	14	0
15	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	15	278
16	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	16	0
17	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	17	0

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		
1a		
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		
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		
1c		
c Did the foundation file <b>Form 1120-POL</b> for this year?		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4a		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		
5		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
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	X	
7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) GA		
8a		
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		
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		X
9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 **►** \_\_\_\_\_

14 The books are in care of **►** MICHAEL FITZGERALD Telephone no **►** (706) 548-1832  
 Located at **►** 535 MILLEDGE CIRCLE ATHENS GA ZIP+4 **►** 30606

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 \_\_\_\_\_

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	Yes	No
		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
<b>1a</b> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? Organizations relying on a current notice regarding disaster assistance check here <b>►</b> <input type="checkbox"/>	1b	N/A
<b>c</b> 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
<b>2</b> 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))		
<b>a</b> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <b>►</b> 20 _____, 20 _____, 20 _____, 20 _____		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions.)	2b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>►</b> 20 _____, 20 _____, 20 _____, 20 _____		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</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)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ 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** X**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
LONNIE MICHAEL, DECEASED ARBOR TERRACE-3736 ATL HWY ATHENS GA 30606	TRUSTEE 00	0	0	0
JENNIFER T. FITZGERALD 535 MILLEDGE CIRCLE ATHENS GA 30606	TRUSTEE 40 00	10,000	0	0
	00	0	0	0
	00	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				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THESE FUNDS ARE DISTRIBUTED TO VARIOUS RELIGIOUS, ACADEMIC, HEALTH CARE, HOMELESS OTHER CHARITABLE ORGANIZATIONS IN THE ATHENS, GA AREA TO BETTER THE LIVES OF THE PEOPLE THEY SERVE	
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	
2	
All other program-related investments. See instructions	
3	0
Total. Add lines 1 through 3	0



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

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

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	0
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	278
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI.)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	278
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	-278
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	-278
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	-278

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	58,250
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	58,250
<b>5</b>	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)	<b>5</b>	278
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	57,972

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				-278
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006	575			
<b>b</b> From 2007	6,555			
<b>c</b> From 2008	0			
<b>d</b> From 2009	25,861			
<b>e</b> From 2010	40,541			
<b>f</b> Total of lines 3a through e	73,532			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 58,250				
<b>a</b> Applied to 2010, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)	0			
<b>d</b> Applied to 2011 distributable amount				0
<b>e</b> Remaining amount distributed out of corpus	57,972			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	131,504			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions		0		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	575			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	130,929			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007	6,555			
<b>b</b> Excess from 2008	0			
<b>c</b> Excess from 2009	25,861			
<b>d</b> Excess from 2010	40,541			
<b>e</b> Excess from 2011	57,972			

▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

**(4) Gross investment income**

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0	0	0		0
0	0	0	0	0
0	0	0		0
				0
0	0	0	0	0
				0
				0
0	0	0		0
				0
0	0	0		0
				0
				0
				0
				0



## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>1</b>	Program service revenue					
<b>a</b>	CONTRIBUTIONS FROM TRUSTEE		0		0	0
<b>b</b>			0		0	0
<b>c</b>			0		0	0
<b>d</b>			0		0	0
<b>e</b>			0		0	0
<b>f</b>			0		0	0
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments					3
<b>4</b>	Dividends and interest from securities					11,509
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property					
<b>b</b>	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory				0	11,011
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue <b>a</b> CAPITAL GAINS DISTRIBUTION		0		0	5,309
<b>b</b>	CLEAR LOAN FROM DEC TRUSTEE		0		0	753
<b>c</b>	PRIOR DEFERRED INCOME		0		0	1,266
<b>d</b>	FORM 1099 R		0		0	5
<b>e</b>			0		0	0
<b>12</b>	Subtotal. Add columns (b), (d), and (e)		0		0	29,856
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)					29,856

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

RELAY FOR LIFE -CANCER

Street

1684 BARNETT SHOALS RD

City

ATHENS

State

GA

Zip Code

30605

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

CANCER RESEARCH

Amount

250

Name

GA TRUST FOR HISTORIC PRESERVATION

Street

1516 PEACHTREE ST

City

ATLANTA

State

GA

Zip Code

30309

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

PRESERVE HISTORIC BLDGS &amp; SITES

Amount

1,000

Name

FOOD BANK OF NE GA

Street

NEWTON BRIDGE RD

City

ATHENS

State

GA

Zip Code

30601

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

SERVE NEEDY &amp; HOMELESS

Amount

200

Name

CLUTE BARROW NELSON FDN

Street

320 MILLEDGE HEIGHTS

City

ATHENS

State

GA

Zip Code

30606

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

CANCER RESEARCH

Amount

250

Name

UGA TEE OFF CLUB

Street

P O BOX 1472

City

ATHENS

State

GA

Zip Code

30602

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

SCHOLORSHIP

Amount

2,500

Name

ST MARY'S HOSPITAL FDN

Street

1230 BAXTER ST

City

ATHENS

State

GA

Zip Code

30606

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

MEDICAL RESEARCH &amp; OUT REACH PROGRAMS

Amount

7,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

BUDDY CHRISTIAN FUND

Street

LUMPKIN ST

City

ATHENS

State

GA

Zip Code

30601

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

FAMILY NEEDS OF FALLEN POLICE OFFICER

Amount

2,540

Name

ATHENS YMCA

Street

915 HAWTHORNE AVE

City

ATHENS

State

GA

Zip Code

30606

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

YOUTH PROGRAMS

Amount

200

Name

UGA FOUNDATION

Street

394 SO MILLEDGE AVE

City

ATHENS

State

GA

Zip Code

30606

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

SCHOLORSHIPS

Amount

10,000

Name

DUCKS UNLIMITED

Street

HWY 53

City

BRASELTON

State

GA

Zip Code

30517

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

CHILDREN CONSERVATION PROGRAMS

Amount

550

Name

OUTDOOR ADVENTURES &amp; EDUCATION

Street

24 HARWELL DR

City

ST SIMONS ISLAND

State

GA

Zip Code

31522

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

CAMPS FOR UNDER PRIVLEDGED CHRILDREN

Amount

1,000

Name

T J MARTEL FDN

Street

15 MUSIC SQUARE

City

NASHVILLE

State

TN

Zip Code

37203

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

CANCER RESEARCH

Amount

200



**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

CANCER FOUNDATION OF NE GA

Street

P O BOX 49309

City

ATHENS

State

GA

Zip Code

30604

Foreign Country

Relationship

NA

Foundation Status

501C3

Purpose of grant/contribution

CANCER RESEARCH

Amount

160

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

## Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
									Securities				Other sales	
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	30 90 amer centy	024932600			8/17/2010		1/28/2011	332	342				-10
2	X	93 85 AMER CENTY	024932600			8/17/2010		7/13/2011	1,029	1,038				-9
3	X	29 37 DODGE & COX INC FD	256210105			6/29/2010		1/28/2011	390	387				3
4	X	585 5380 DODGE & COX INC F	256210105			11/15/2010		10/3/2011	7,776	7,733				43
5	X	33 4070 DREYFUS EMERGING	26201H500			8/17/2010		1/28/2011	440	399				41
6	X	61 70 EATON VANCE	277905642			2/22/2011		7/13/2011	1,143	1,155				-12
7	X	22 73 EATON VANCE	277905642			2/22/2011		10/3/2011	343	425				-82
8	X	20 02 FIDELITY ADVISOR II	315807859			6/29/2010		1/28/2011	185	184				1
9	X	26 72 FIRST AMER INVT FDS	318530268			8/17/2010		1/28/2011	495	440				55
10	X	359 28 GOLDMAN SACHS	38142B500			9/7/2011		10/3/2011	359	359				0
11	X	1898 56 GOLDMAN SACHS TR	38141W232			9/7/2011		9/6/2011	1,899	1,899				0
12	X	49 35 NUVEEN INVT FDS	670678507			8/17/2010		7/13/2011	999	813				186
13	X	2299 48 WELLS FARGO ADVAN	94984B181			8/17/2010		2/18/2011	27,617	23,058				4,559
14	X	232 70 AMER CENTY INVT TR	024932600			8/17/2010		9/14/2011	2,592	2,574				18
15	X	54 30 AMER CENTY INVT TR	024932600			8/17/2010		10/3/2011	605	601				4
16	X	63 97 AMER CENTY MUT FDS	025083205			11/23/2009		1/28/2011	1,889	1,399				290
17	X	52 59 AMER CENTY MUT FDS	025083205			11/23/2009		7/13/2011	1,450	1,150				300
18	X	24 81 AMER CENTY MUT FDS	025083205			11/23/2009		10/3/2011	564	542				22
19	X	40 44 ARTISAN FDS	04314H501			11/23/2009		1/28/2011	690	559				131
20	X	62 43 ARTISAN FDS	04314H501			11/23/2009		7/13/2011	928	711				217
21	X	25 33 DODGE & COX	256208103			11/23/2009		1/28/2011	906	818				88
22	X	72 48 DODGE & COX INC FD	256210105			6/29/2010		7/13/2011	977	956				21
23	X	163 35 DODGE & COX INC FD	256210105			6/29/2010		9/14/2011	2,200	2,155				45
24	X	535 20 DODGE & COX INC FD	256210105			6/29/2010		10/3/2011	7,107	7,063				44
25	X	51 72 EATON & VANCE SER II	277907200			11/23/2009		1/28/2011	306	281				25
26	X	12 72 EATON & VANCE SER II	277907200			11/23/2009		7/13/2011	75	69				6
27	X	113 92 EATON & VANCE SER II	277907200			11/23/2009		9/14/2011	639	620				19
28	X	121 93EATON & VANCE SER II	277907200			11/23/2009		10/3/2011	661	664				-3
29	X	153 18 fidelity advisor II	315807859			6/29/2010		9/14/2011	1,422	1,408				14
30	X	31 44 FIDELITY ADVISOR II	315807859			9/29/2010		10/3/2011	291	289				2
31	X	10000 FNMA 02-85 PE	31392FYC5			12/6/2005		3/1/2011	10,291	9,706				585
32	X	72 90 GOLDMAN SACHS TR FII	38141W232			11/23/2009		1/28/2011	73	73				0
33	X	2480 55 GOLDMAN SACHS TR	38141W232			11/23/2009		9/6/2011	2,481	2,481				0
34	X	43 65 HARBOR FD INTL GRTH	411511801			11/23/2009		1/28/2011	531	494				37
35	X	39 57 HARBOR FD CAP	411511504			11/23/2009		1/28/2011	1,455	1,276				179
36	X	78 91 HARBOR FD CAP	411511504			11/23/2009		7/13/2011	3,170	2,544				626
37	X	46 34 HARBOR FD CAP	411511504			11/23/2009		9/14/2011	1,719	1,382				337
38	X	82 32 JPMORGAN CORE BONC	4812C0381			11/23/2009		1/28/2011	948	924				24
39	X	273 64 JPMORGAN CORE BON	4812C0381			11/23/2009		7/13/2011	3,193	3,070				123
40	X	549 73 JPMORGAN CORE BON	4812C0381			11/23/2009		9/14/2011	6,525	6,294				231
41	X	124 62 JPMORGAN CORE BON	4812C0381			9/29/2010		10/3/2011	1,481	1,432				49
42	X	14 37 MUNDER SER TR MIDCA	626124242			11/23/2009		1/28/2011	409	317				92
43	X	36 76 MUNDER SER TR MIDCA	626124242			11/23/2009		7/13/2011	1,148	818				330
44	X	56 51 PIMCO FDS PAC INVT	693390700			11/23/2009		1/28/2011	614	622				-8
45	X	128 62 PIMCO FDS PAC INVT	693390700			11/23/2009		7/13/2011	1,421	1,425				-4
46	X	302 15 PIMCO FDS PAC INVT	693390700			6/29/2010		9/14/2011	3,309	3,402				93
47	X	50 78 PIMCO FDS PAC INVT	693390700			6/29/2010		10/3/2011	548	572				-24
48	X	28 74 PIMCO FDS PAC INVT	722005667			11/23/2009		1/28/2011	268	242				26
49	X	123 12 PIMCO FDS PAC INVT	722005667			11/23/2009		7/13/2011	1,134	1,035				99
50	X	178 05 PIMCO FDS PAC INVT	722005667			11/23/2009		9/14/2011	1,594	1,422				172
51	X	16 93 PIONEER SER TR I	723877785			11/23/2009		1/28/2011	494	363				131
52	X	57 65 PIONEER SER TR I	723877785			11/23/2009		7/13/2011	1,873	1,265				608

**Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

		Amount		Totals										Net Gain or Loss	
		Long Term CG Distributions		Securities										11,011	
		Short Term CG Distributions		Other sales										0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
53	X	128 18 PIONEER SER TR III	72387X406			11/23/2009		7/28/2011	2,360	2,155				205	
54	X	48 57 PIONEER SER TR III	72387X406			11/23/2009		7/13/2011	914	816				98	
55	X	284 02 PIONEER SER TR III	72387X406			11/23/2009		10/3/2011	4,368	4,737				-369	
56	X	13 56 ROYCE FD VALUE PLUS	780905741			11/23/2009		1/28/2011	180	144				36	
57	X	139 11WELLS FARGO ADV	94984B181			11/23/2009		1/28/2011	1,568	1,308				260	
58	X	375 72 WELLS FARGO ADV	94984B181			11/23/2009		2/18/2011	4,512	3,531				981	
59	X	22 84 WT MUT FD	92934R769			11/23/2009		1/28/2011	668	541				127	
60	X	17 94 WT MUT FD	92934R769			11/23/2009		7/13/2011	546	411				135	
61														0	
62														0	
63														0	

Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,000	0	0	0
1	HORTON BUSINESS SERVICES	1,000			
2					
3					
4					
5					
6					
7					
8					
9					
10					

Amount of depreciation included in cost of goods sold

Line 19 (990-PF) - Depreciation and Depletion

	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	MAC COMPUTER	9/14/2010	200DB	5	2,391	478	765		
2						0			
3						0			
4						0			
5						0			
6						0			
7						0			
8						0			
9						0			
10						0			
							765	0	0

**Line 23 (990-PF) - Other Expenses**

		7,218	0	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	COURT RECORDERS	430			
2	POSTAGE-SHIPPING				
3	FLOWERS FOR NURSING HOMES	338			
4	MISCELLANEOUS	15			
5	FUNDSOURCE FEE	6,312			
6	FOREIGN TAXES PAID	123			
7					
8					
9					

**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	381,552	455,271	381,766
1	FNMA 02-85PE REMIC MULTICLASS CMO	10,000	9,706			10,730	
2	AMERICAN CENY MUT FDS	294	5,790			6,897	
3	ARTISAN FDS INC	116	1,602			1,953	
4	COHEN & STEERS RLTY SHARES	36					
5	DODGE & COX INCOME FD	557					
6	DODGE & COX FDS INTL STK FD	126	3,616			3,997	
7	EATON VANCE SER II INC FD BOSTON CL	295	1,600			1,718	
8	EVERGREEN EQUITY TR INTRINSIC VALU	515					
9	FSXIX	440					
10	FSMXX	800	800			800	
11	HACAX	174	3,829			4,361	
12	HAIGX	357	3,541			3,875	
13	JETIX	201					
14	WOBDX	429	4,818			4,921	
15	MGOYX	145	872			1,123	
16	PTTRX	588	1,422			1,403	
17	PCRIX	289	2,075			2,293	
18	PYODX	159					
19	CVFYX	434	7,300			7,905	
20	ORIGX	75					
21	RYVPX	151	1,600			2,020	
22	WT MUT FD CRM MID CAP	136	592			716	
23	amer century mut fds twgix	1,099	25,160		29,181	28,609	31,601
24	AMER CENTURY ACBPX	1,658	18,109		14,310	17,849	14,454
25	ARTISAN FDS ARTVX	930	13,896		16,676	15,683	16,778
26	DODGE & COX INC FD DODIX	1,347	17,780			17,825	
27	DODGE & COX FDS INTL DODFX	515	16,133		20,117	18,405	18,839
28	EATON VANCE SER II EIBIX	1,229	6,985		7,614	7,176	7,565
29	Fidelity adv II FSXIX	967	8,891		7,134	8,906	7,176
30	First Amer Inv Fds FARCX	490	8,371		7,396	8,913	8,138
31	FSMXX	3,648	3,648			3,648	
32	HARBOR FD HACAX	967	31,657		30,967	35,500	34,711
33	HARBOR FD INTL HAIGX	14,880	15,979		19,762	18,406	19,237
34	JPMORGAN WOBDX	3,445	39,680		35,202	39,475	36,121
35	MUNDER SER TR MGOYX	427	10,384		10,133	12,140	11,732
36	PIMCO FDS PTTRX	2,333	25,795		22,215	25,316	21,932
37	PIMCO FDS PAC PCRIX	1,176	9,426		16,962	10,929	14,323
38	PIONEER SER TRII CVFYX	2,257	37,593		38,450	41,078	39,321
39	PIONEER SER TR I ORIYX	607	14,945		14,882	17,644	16,519
40	DREYFUS EMERG MKTS DRPEX	1,659	20,651		24,281	22,485	18,649
41	ROYCE FUND RYVPX	5,096	6,036		7,591	6,838	7,821
42	WT MUT FD CRM CRIMX	440	10,790		10,515	12,608	11,312
43	WELLS FARGO ADV EIVIX	2,814	27,897			31,126	
44	EATON VANCE EILVX	1,622		30,297			27,844

**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

			418,969	381,552	455,271	381,766
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
45	GOLDMAN SACHS	3,575		3,575		3,575
46	JANUS JFLEX	1,339		14,292		14,118
47						
48						
49						



Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		2,391	478	1,243	1,913	1,148	0
	Item or Category	Cost or Other Basis	Accumulated Depreciation Beg of Year	Accumulated Depreciation End of Year	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	MAC COMPUTER	2,391	478	1,243	1,913	1,148	
2					0	0	
3					0	0	
4					0	0	
5					0	0	
6					0	0	
7					0	0	
8					0	0	
9					0	0	
10					0	0	

**Part II, Line 20 (990-PF) - Loans from Officers, Directors, Trustees, Other Disqualified Persons**

			753	753	0					
	Name of Lender	Title	Original Amount	Balance Due Beg. of Year	Balance Due End of Year	Security Provided	Date of Note	Maturity Date	Repayment Terms	Interest Rate
1	L MICHAEL	TRUSTEE	753	753	NA					
2										
3										
4										
5										
6										
7										
8										
9										
10										

Part

	Purpose of Loan	Consideration Description	Fair Market Value of Consideration
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

0

## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						0	0	125,904	0	114,893	11,011	0	0	0	11,011
1	30 90 amer centy	024932600		8/17/2010	1/28/2011			332	0	342	-10				-10
2	93 85 AMER CENTY	024932600		8/17/2010	7/13/2011			1,029	0	1,038	-9				-9
3	29 37 DODGE & COX INC FD	256210105		6/29/2010	1/28/2011			390		387	3				3
4	385 5380 DODGE & COX INC FD	256210105		11/15/2010	10/3/2011			7,776		7,733	43				43
5	33 4070 DREYFUS EMERGING MKTS	26201H500		8/17/2010	1/28/2011			440		399	41				41
6	61 70 EATON VANCE	277905642		2/22/2011	7/13/2011			1,143		1,155	-12				-12
7	22 73 EATON VANCE	277905642		2/22/2011	10/3/2011			343		425	-82				-82
8	20 02 FIDELITY ADVISOR II	315807859		6/29/2010	1/28/2011			185		184	1				1
9	26 72 FIRST AMER INVT FDS	318530288		8/17/2010	1/28/2011			495		440	55				55
10	359 28 GOLDMAN SACHS	38142W232		9/7/2011	10/3/2011			359		359	0				0
11	1898 56 GOLDMAN SACHS TR FINL	38141W232		9/7/2011	9/6/2011			1,899		1,899	0				0
12	49 35 NUVEEN INVT FDS	670678507		8/17/2010	7/13/2011			999		813	186				186
13	2399 48 WELLS FARGO ADVANTAGE	94984B181		8/17/2010	2/18/2011			27,617		23,058	4,559				4,559
14	232 70 AMER CENTY INVT TR	024932600		8/17/2010	9/14/2011			2,592		2,574	18				18
15	54 30 AMER CENTY INVT TR	024932600		8/17/2010	10/3/2011			605		601	4				4
16	63 97 AMER CENTY MUT FDS	025083205		11/23/2009	1/28/2011			1,689		1,399	290				290
17	52 59 AMER CENTY MUT FDS	025083205		11/23/2009	7/13/2011			1,450		1,150	300				300
18	24 81 AMER CENTY MUT FDS	025083205		11/23/2009	10/3/2011			564		542	22				22
19	40 44 ARTISAN FDS	04314H501		11/23/2009	1/28/2011			690		559	131				131
20	62 43 ARTISAN FDS	04314H501		11/23/2009	7/13/2011			928		711	217				217
21	25 33 DODGE & COX	256210105		11/23/2009	1/28/2011			906		818	88				88
22	72 48 DODGE & COX INC FD	256210105		6/29/2010	7/13/2011			977		956	21				21
23	163 35 DODGE & COX INC FD	256210105		6/29/2010	9/14/2011			2,200		2,155	45				45
24	535 20 DODGE & COX INC FD	256210105		6/29/2010	10/3/2011			7,107		7,063	44				44
25	51 72 EATON & VANCE SER II	277907200		11/23/2009	1/28/2011			306		281	25				25
26	12 72 EATON & VANCE SER II	277907200		11/23/2009	7/13/2011			75		69	6				6
27	113 92 EATON & VANCE SER II	277907200		11/23/2009	9/14/2011			639		620	19				19
28	121 93 EATON & VANCE SER II	277907200		11/23/2009	10/3/2011			661		664	-3				-3
29	153 18 fidelity advisor II	315807859		6/29/2010	9/14/2011			1,422		1,408	14				14
30	31 44 FIDELITY ADVISOR II	315807859		9/29/2010	10/3/2011			291		289	2				2
31	10000 FNMA 02-85 PE	31392FYC5		12/6/2005	3/1/2011			10,291		9,706	585				585
32	72 90 GOLDMAN SACHS TR FINL	38141W232		11/23/2009	1/28/2011			73		73	0				0
33	2480 55 GOLDMAN SACHS TR FINL	38141W232		11/23/2009	9/6/2011			2,481		2,481	0				0
34	43 65 HARBOR FD INTL GRTH	411511801		11/23/2009	1/28/2011			531		494	37				37
35	39 57 HARBOR FD CAP	411511504		11/23/2009	1/28/2011			1,455		1,276	179				179
36	78 91 HARBOR FD CAP	411511504		11/23/2009	7/13/2011			3,170		2,644	626				626
37	46 34 HARBOR FD CAP	411511504		11/23/2009	9/14/2011			1,719		1,382	337				337
38	32 32 JPMORGAN CORE BOND FD	4812C0381		11/23/2009	1/28/2011			948		924	24				24
39	273 64 JPMORGAN CORE BOND FD	4812C0381		11/23/2009	7/13/2011			3,193		3,070	123				123
40	549 73 JPMORGAN CORE BOND	4812C0381		11/23/2009	9/14/2011			6,525		6,294	231				231
41	124 62 JPMORGAN CORE BOND	4812C0381		9/29/2010	10/3/2011			1,481		1,432	49				49
42	14 37 MUNDER SER TR MIDCAP	626124242		11/23/2009	1/28/2011			409		317	92				92
43	36 76 MUNDER SER TR MIDCAP	626124242		11/23/2009	7/13/2011			1,148		818	330				330
44	56 51 PIMCO FDS PAC INVT	693390700		11/23/2009	1/28/2011			614		622	-8				-8
45	128 62 PIMCO FDS PAC INVT	693390700		11/23/2009	7/13/2011			1,421		1,425	-4				-4
46	302 15 PIMCO FDS PAC INVT	693390700		6/29/2010	9/14/2011			3,309		3,402	-93				-93
47	50 78 PIMCO FDS PAC INVT	693390700		11/23/2009	10/3/2011			548		572	-24				-24
48	28 74 PIMCO FDS PAC INVT	722005667		11/23/2009	1/28/2011			268		242	26				26
49	123 12 PIMCO FDS PAC INVT	722005667		11/23/2009	7/13/2011			1,134		1,035	99				99
50	178 05 PIMCO FDS PAC INVT	722005667		11/23/2009	9/14/2011			1,594		1,422	172				172
51	16 93 PIONEER SER TR I	72387T785		11/23/2009	1/28/2011			494		363	131				131
52	57 65 PIONEER SER TR I	72387T785		11/23/2009	7/13/2011			1,873		1,265	608				608
53	128,18 PIONEER SER TR III	72387X406		11/23/2009	7/28/2011			2,360		2,155	205				205
54	48 57 PIONEER SER TR III	72387X406		11/23/2009	7/13/2011			914		816	98				98
55	284 02 PIONEER SER TR III	72387X406		11/23/2009	10/3/2011			4,368		4,737	-369				-369
56	13 56 ROYCE FD VALUE PLUS	780905741		11/23/2009	1/28/2011			180		144	36				36
57	139 11WELLS FARGO ADV	94984B181		11/23/2009	1/28/2011			1,568		1,308	260				260
58	375 72 WELLS FARGO ADV	94984B181		11/23/2009	2/18/2011			4,512		3,531	981				981
59	22 84 WT MUT FD	92934R769		11/23/2009	1/28/2011			668		541	127				127
60	17 94 WT MUT FD	92934R769		11/23/2009	7/13/2011			546		411	135				135

### Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

[illegible]

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours
1	LONNIE MICHAEL, DECEASED		ARBOR TERRACE-3736 ATL HWY	ATHENS	GA	30606		TRUSTEE	0 00
2	JENNIFER T FITZGERALD		535 MILLEDGE CIRCLE	ATHENS	GA	30606		TRUSTEE	40 00
3									
4									
5									
6									
7									
8									
9									
10									

Part

10,000 0 0				
	Compensation	Benefits	Expense Account	Explanation
1	0			
2	10,000			SUCCESSOR TRUSTEE HANDLING FOUNDATION BUSINESS
3				
4				
5				
6				
7				
8				
9				
10				

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
- 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](http://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	
<b>Type or print</b> File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or	
	LONNIE L MICHAEL FOUNDATION	<input checked="" type="checkbox"/> 20-6005600	
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)	
	535 MILLEDGE CIRCLE	<input type="checkbox"/>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	ATHENS	GA	30606

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-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 ► MICHAEL FITZGERALD

Telephone No ► (706) 548-1832

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 8/15/2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for ☒ calendar year 2011 or

► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

<b>3a</b> 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.	<b>3a</b>	\$	278
<b>b</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.	<b>3b</b>	\$	
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	278

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions**For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 1-2012)