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 JOHN H. & WILHELMINA D. HARLAND CHARITABLE FOUNDATION	A Employer identification number 23-7225012
Number and street (or P O box number if mail is not delivered to street address) 2 PIEDMONT CENTER, STE. 710 Room/suite	B Telephone number 404-264-9912
City or town, state, and ZIP code ATLANTA, GA 30305	C If exemption application is pending, check here ▶ ☐
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) ▶$ 26,092,725. J Accounting method: ☐ Cash [X] 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 ▶ ☐

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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	406,786.	406,786.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<311,340.>			
	b Gross sales price for all assets on line 6a 12,669,066.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)				
	11 Other income	<23,776.>	<22,452.>		STATEMENT 2
	12 Total. Add lines 1 through 11	71,670.	384,334.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	137,152.	13,715.		123,437.
	14 Other employee salaries and wages	63,382.	9,507.		53,875.
	15 Pension plans, employee benefits	30,622.	3,546.		27,076.
	16a Legal fees				
	b Accounting fees STMT 3	15,120.	7,970.		7,151.
	c Other professional fees STMT 4	218,497.	192,555.		25,942.
	17 Interest				
	18 Taxes STMT 5	<1,787.>	0.		0.
	19 Depreciation and depletion	9,028.	0.		
	20 Occupancy	52,880.	0.		52,880.
	21 Travel, conferences, and meetings	5,889.	0.		5,889.
	22 Printing and publications				
	23 Other expenses STMT 6	20,764.	0.		20,764.
	24 Total operating and administrative expenses. Add lines 13 through 23	551,547.	227,293.		317,014.
	25 Contributions, gifts, grants paid	430,000.			430,000.
	26 Total expenses and disbursements. Add lines 24 and 25	981,547.	227,293.		747,014.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<909,877.>			
	b Net investment income (if negative, enter -0-)		157,041.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	225,167.	189,937.	189,937.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	18,889,265.	18,148,517.	18,148,517.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	7,958,416.	7,721,349.	7,721,349.
	14 Land, buildings, and equipment: basis ▶ 68,429.			
	Less accumulated depreciation ▶ 44,144.	33,313.	24,285.	24,285.
	15 Other assets (describe ▶ STATEMENT 11)	0.	8,637.	8,637.
	16 **Total assets** (to be completed by all filers)	27,106,161.	26,092,725.	26,092,725.
Liabilities	17 Accounts payable and accrued expenses	4,430.		
	18 Grants payable	50,000.	50,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 12)	36,799.	25,126.	
	23 **Total liabilities** (add lines 17 through 22)	91,229.	75,126.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	27,014,932.	26,017,599.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	27,014,932.	26,017,599.	
	31 **Total liabilities and net assets/fund balances**	27,106,161.	26,092,725.	

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	27,014,932.
2 Enter amount from Part I, line 27a	2	<909,877.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	191,990.
4 Add lines 1, 2, and 3	4	26,297,045.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	279,446.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,017,599.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	12,669,066.		12,980,406.	<311,340.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<311,340.>

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 | <311,340.>

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).
If (loss), enter -0- in Part I, line 8 | 3 | N/A

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 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	1,174,863.	25,903,668.	.045355
2009	1,045,656.	23,587,751.	.044330
2008	1,805,873.	29,740,109.	.060722
2007	1,865,793.	34,378,195.	.054273
2006	1,730,184.	31,759,298.	.054478

2	**Total** of line 1, column (d)	2	.259158
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	.051832
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	26,605,997.
5	Multiply line 4 by line 3	5	1,379,042.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,570.
7	Add lines 5 and 6	7	1,380,612.
8	Enter qualifying distributions from Part XII, line 4	8	747,014.

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 ▶ ☐ and enter 1% of Part I, line 27b			1	3,141.
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	0.
3 Add lines 1 and 2			3	3,141.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	3,141.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	9,000.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	16,800.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	25,800.
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	22,659.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		22,659. **Refunded** ▶	11	0.

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 instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? N/A	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) ▶ GA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? 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)*

		Line	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 ▶ JANE HARDESTY, EXECUTIVE DIRECTOR Telephone no. ▶ 404-264-9912

Located at ▶ 2 PIEDMONT CENTER, STE. 710, ATLANTA, GA ZIP+4 ▶ 30305

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 N/A

		Line	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.

			Line	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.)	N/A	2b		
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.)*	N/A	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)*

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)? ☐ 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)? N/A — 5b

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 13		115,927.	21,225.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
GAIL G. BYERS - 2 PIEDMONT CENTER, STE. 710, ATLANTA, GA 30305	40.00	59,992.	15,746.	0.

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
BALENTINE, LLC - 3344 PEACHTREE ROAD, STE. 2200, ATLANTA, GA 30326	INVESTMENT MANAGEMENT	156,322.
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	26,846,104.
b	Average of monthly cash balances	1b	165,060.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	27,011,164.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	27,011,164.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	405,167.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,605,997.
6	**Minimum investment return.** Enter 5% of line 5	6	1,330,300.

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	1,330,300.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 3,141.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,141.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,327,159.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,327,159.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,327,159.

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	747,014.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	747,014.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	747,014.

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
1 Distributable amount for 2011 from Part XI, line 7				1,327,159.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 — 188,774.				
b From 2007 — 210,394.				
c From 2008 — 332,310.				
d From 2009				
e From 2010				
f Total of lines 3a through e	731,478.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 747,014.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				747,014.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	580,145.			580,145.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	151,333.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	151,333.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008 — 151,333.				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 14

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*				
GRANTS PAID (990-PF STMT 16)	NONE	PUBLIC CHARITIES	SUPPORT RECIPIENT ORGANIZATION'S CHARITABLE ACTIVITIES	430,000.
Total			▶ 3a	430,000.
b *Approved for future payment*				
ATLANTA BOTANICAL GARDENS 1345 PIEDMONT AVE. ATLANTA, GA 30309	NONE	PUBLIC CHARITIES	SUPPORT RECIPIENT ORGANIZATION'S CHARITABLE ACTIVITIES	50,000.
Total			▶ 3b	50,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	406,786.	
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	900099	<1,324.>	14	<22,452.>	
8 Gain or (loss) from sales of assets other than inventory	900099	66.	18	<311,406.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		<1,258.>		72,928.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	71,670.

(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).

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
		N/A	

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
N/A		

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

Margaret C. Reiser 11/6/2012 President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
GREGORY W. HAYES	[signature]	11.1.12		P00054246
Firm's name ▶ MOORE STEPHENS TILLER LLC			Firm's EIN ▶ 58-0673524	
Firm's address ▶ 1960 SATELLITE BOULEVARD, SUITE 3600 DULUTH, GA 30097			Phone no. 770-995-8800	

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	CHARLES SCHWAB	P	VARIOUS	VARIOUS
b	PERSHING, LLC	P	VARIOUS	VARIOUS
c	PERSHING, LLC (BOOK BASIS ADJUSTMENT)	P	VARIOUS	VARIOUS
d	WILMINGTON TRUST	P	VARIOUS	VARIOUS
e	TAX BASIS ADJUSTMENTS ON K-1 INVESTMENT SHARE SAL	P	VARIOUS	VARIOUS
f	PASS-THRU K-1 GAINS/LOSSES	P	VARIOUS	VARIOUS
g	PASS-THRU K-1 UBI GAINS/LOSSES	P	VARIOUS	VARIOUS
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

	(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	1,881,434.		1,622,891.	258,543.
b	10,438,412.		10,842,865.	<404,453.>
c			19,958.	<19,958.>
d	301,508.		302,703.	<1,195.>
e			191,989.	<191,989.>
f	46,227.			46,227.
g	66.			66.
h	1,419.			1,419.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				258,543.
b				<404,453.>
c				<19,958.>
d				<1,195.>
e				<191,989.>
f				46,227.
g				66.
h				1,419.
i				
j				
k				
l				
m				
n				
o				

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	<311,340.>
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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PART IV CAPITAL GAINS AND LOSSES DETAIL

John H. & Wilhelmina D. Harland Foundation
SALES OF INVESTMENTS DETAIL
December 31, 2011

Date	Portfolio	Quantity	Security / Investment / Fund	Proceeds	Book Basis Alloc'd	Book G/(L)	Tax Basis Adjm't	Tax G/(L)
Charles Schwab								
1/31/2011		-	Various	131,117 38	(101,963 65)	29,153 73	-	29,153 73
2/28/2011		-	Various	92,798 04	(67,264 44)	25,533 60	-	25,533 60
4/30/2011		-	Various	185,795 31	(91,661 85)	94,133 46	-	94,133 46
5/31/2011		-	Various	174,424 12	(125,719 19)	48,704 93	-	48,704 93
6/30/2011		-	Various	46,722 54	(38,701 48)	8,021 06	-	8,021 06
7/31/2011		-	Various	88,528 66	(62,366 12)	26,162 54	-	26,162 54
8/31/2011		-	Various	121,678 96	(122,848 12)	(1,169 16)	-	(1,169 16)
9/30/2011		-	Various	217,222 84	(221,289 83)	(4,066 99)	-	(4,066 99)
10/31/2011		-	Various	344,975 73	(382,471 80)	(37,496 07)	-	(37,496 07)
11/30/2011		-	Various	208,078 94	(143,688 59)	64,390 35	-	64,390 35
12/31/2011		-	Various	270,091 96	(264,915 91)	5,176 05	-	5,176 05
				1,881,434 48	(1,622,890 98)	258,543 50	-	258,543 50
Pershing, LLC (Balentine)								
1/31/2011	N10-002223	-	Various	759,705 23	(744,676 65)	15,028 58	-	15,028 58
2/28/2011	N10-002223	-	Various	2,895,778 06	(3,095,692 62)	(199,914 56)	-	(199,914 56)
3/23/2011	N10-002223	767 0000	Powershares DB Index	23,098 96	(22,068 91)	1,030 05	(4,396 00)	(3,365 95)
3/31/2011	N10-002223	-	x	1,645,866 58	(1,693,192 78)	(47,326 20)	-	(47,326 20)
6/7/2011	N10-002223	39,672 0000	Powershares DB Index	1,198,742 96	(1,031,683 90)	167,059 06	(184 259 00)	(17,199 94)
7/31/2011	N10-002223	-	Various	596,730 12	(552,282 90)	44,447 22	-	44,447 22
8/31/2011	N10-002223	-	Various	1,325,343 94	(1,387,979 21)	(62,635 27)	-	(62,635 27)
10/31/2011	N10-002223	-	Various	1,526,102 29	(1,852,702 18)	(326,599 89)	-	(326,599 89)
11/4/2011	N10-002223	1,000 0000	Powershares DB Index	27,986 46	(23,668 31)	4,318 15	(3,334 00)	984 15
11/30/2011	N10-002223	-	Various	436,707 77	(436,567 91)	139 86	-	139 86
12/31/2011	N10-002223		S/T Trust Sales (iShares Comex Gold Trust)	2,349 97	(2,349 97)	-	-	-
				10,438,412 34	(10,842,865 34)	(404,453 00)	(191,989 00)	(596,442 00)
Wilmington Trust								
7/21/2011		-	Wilmington Global Hedge	174,838 31	(173,608 19)	1,230 12	-	1,230 12
7/21/2011		-	Wilmington Global Hedge II	126,670 17	(129,094 53)	(2,424 36)	-	(2,424 36)
				301,508 48	(302,702.72)	(1,194.24)	-	(1,194 24)
Book Basis Adjustment								
1/31/2011	N10-002223			-	(19,957 84)	(19,957 84)	-	(19,957 84)
Total				12,621,355 30	(12,788,416 88)	**(167,061.58)** (167 06' 58)	**(191,989.00)**	(359,050 58)

PART IV CAPITAL GAINS AND LOSSES DETAIL

[redacted]

Recipient's Name and Address:

JOHN H & WILHELMINA D HARLAND
CHARITABLE FOUNDATION

Account Number: N10-002223

Recipient's Identification
Number 23-7225012

2011 TAX and YEAR-END STATEMENT

Schedule of Realized Gains and Losses

(We do not report this information to the IRS; it is used as the basis for reporting on Form 1099-B.)

Date of Sale or Exchange	Date of Acquisition	Disposition Transaction	Quantity	Gross Proceeds	Cost or Other Basis	Wash Sale Loss Disallowed	Realized Gain or Loss	Disposition Method
Short-Term Transactions for Which Basis Was Not Reported to the IRS (Noncovered)								
Description: COHEN & STEERS CLOSED-END					CUSIP: 19248P106			
01/12/2011	08/13/2010	SELL	15,594	199,768 02	184,887.84 de2		14.880 18 A	HC
	08/16/2010	SELL	4,300	55,085 45	52,444 29		2,641 16	HC
	08/17/2010	SELL	3,500	44,836 99	43,393 15		1,443 84	HC
	08/18/2010	SELL	3,097	39,674.34	38,432 56		1,241 78	HC
	09/27/2010	SELL	15,905	203,752 12	200,510 06		3,242 06	HC
	09/28/2010	SELL	3,607	46,207 73	45,465 11		742 62	HC
	11/10/2010	SELL	13,300	170,380 58	179,543 64		(9,163 06)	HC
			59,303	759,705 23	559,788 81		15,028.58 D	
Description: ISHARES COMEX GOLD TR ISHARES					CUSIP. 464285105			
11/04/2011	07/19/2011	SELL	4,165	71,404 54	64,580 88		6,823 66	HC
Description: ISHARES TR RUSSELL 1000 VALUE INDEX FD					CUSIP 464287598			
08/02/2011	11/09/2010	SELL	2,523	160,913.14	156,444 49		4,468.65	HC
	02/08/2011	SELL	5,329	339,875 60	363,367 51		(23,491 91)	HC
	03/23/2011	SELL	1,046	66,712 31	70,686 12		(3,973 81)	HC
			8,898	567,501 05	590,498 12		(22,997 07)	
08/09/2011	09/27/2010	SELL	1,011	59,232 09	59,823 54		(591 45)	HC
	11/09/2010	SELL	3,844	225,210.83	238,356 18		(13,145 35)	HC
			4,855	284,442 92	298,179 72		(13,736 80)	

TEFRA-ROLL

Recipient's Name and Address:

JOHN H & WILHELMINA D HARLAND
CHARITABLE FOUNDATION

Account Number: N10-002223

Recipient's Identification Number 23-7225012

2011 TAX and YEAR-END STATEMENT

Schedule of Realized Gains and Losses *(Continued)*

(We do not report this information to the IRS; it is used as the basis for reporting on Form 1099-B.)

Date of Sale or Exchange	Date of Acquisition	Disposition Transaction	Quantity	Gross Proceeds	Cost or Other Basis	Wash Sale Loss Disallowed	Realized Gain or Loss	Disposition Method
Short-Term Transactions for Which Basis Was Not Reported to the IRS (Noncovered) *(continued)*								
Description: ISHARES TR RUSSELL 1000 GROWTH INDEX FD					CUSIP. 464287614			
08/09/2011	11/09/2010	SELL	82	4,438 27	4,533 50		(95 23)	HC
	02/08/2011	SELL	3,960	214,335 85	239,800 60		(25,464.75)	HC
	03/23/2011	SELL	1,108	59,970 74	65,609 47		(5,638 73)	HC
			5,150	278,744 86	309,943 57		(31,198 71)	
11/04/2011	10/18/2011	SELL	1,021	59,704 04	58,536.47		1,167 57	HC
Description: ISHARES TR MSCI ACWI INDEX FD					CUSIP. 464288257			
03/23/2011	01/12/2011	SELL	8,018	381,035 82	380,614 30		421.52	HC
	02/08/2011	SELL	3,592	170,701 00	174,913 40		(4,212 40)	HC
			11,610	551,736 82	555,527 70		(3,790 88)	
Description: JPMORGAN CHASE & CO ALERIAN MLP INDEX					CUSIP 46625H365			
11/04/2011	02/08/2011	SELL	800	29,967 42	29,953 87		13 55	HC
Description: MARKET VECTORS ETF TR GOLD MINERS ETF					CUSIP. 57060U100			
07/19/2011	08/16/2010	SELL	3,140	187,017 92	159,062 31		27,955 61	HC
	09/27/2010	SELL	2,070	123,288 89	114,353 14		8,935 75	HC
	11/09/2010	SELL	1,579	82,133 03	82,071 05		61 98	HC
	02/08/2011	SELL	3,430	204,290 28	196,796 40		7,493 88	HC
			10,019	596,730 12	552,282.90		44 447 22	

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TEFRA-ROLL

Recipient's Name and Address:

JOHN H & WILHELMINA D HARLAND
CHARITABLE FOUNDATION

Account Number: N10-002223

Recipient's Identification Number 23-7225012

2011 TAX and YEAR-END STATEMENT

Schedule of Realized Gains and Losses *(Continued)*

(We do not report this information to the IRS; it is used as the basis for reporting on Form 1099-B.)

Short-Term Transactions for Which Basis Was Not Reported to the IRS (Noncovered) *(continued)*

Date of Sale or Exchange	Date of Acquisition	Disposition Transaction	Quantity	Gross Proceeds	Cost or Other Basis	Wash Sale Loss Disallowed	Realized Gain or Loss	Disposition Method
Description: PIMCO TOTAL RETURN FUND INSTITUTIONAL					CUSIP: 693390700			
02/08/2011	08/16/2010	SELL	101,374 485	1,089,764 01	1,166,838 43		(77,074 42)	HC
	09/02/2010	SELL	170 917	1,837 34	1,972.38		(135 04)	HC
	09/27/2010	SELL	4,107.202	44,151 95	47,563 33		(3,411 38)	HC
	09/27/2010	SELL	110,958 396	1,192,789.95	1,284,923.22		(92,133 27)	HC
			216,611	2,328,543.25	2,501,297 36		(172,754 11)	
03/23/2011	06/22/2010	SELL	58,595 110	637,499 88	656,289 19		(18,789 31)	HC
	08/16/2010	SELL	38,616 317	420,135 70	444,480 70		(24,345 00)	HC
	11/30/2010	SELL	1,000 573	10,885 98	11,496 58		(610 60)	HC
			98,212	1,068,521 56	1,112,266 47		(43,744 91)	
Description: POWERSHARES DB COMMODITY INDEX					CUSIP: 73935S105			
03/23/2011	02/08/2011	SELL	767	23,098 96	22,068 91		1,030 05	HC
06/07/2011	09/27/2010	SELL	5,790	174,952 65	137,039 53		37,913.12	HC
	11/09/2010	SELL	6,387	192,991 82	167,897.23		25,094 59	HC
	11/22/2010	SELL	15,955	482,101 83	394,706.51		87,395.32	HC
	02/08/2011	SELL	11,540	348,696 66	332,040 63		16,656 03	HC
			39,672	1,198,742 96	1,031,683 90		167,059.06	
Description: SCHRODER QEP GLOBAL QUALITY FUND					CUSIP: 808089403			
11/04/2011	02/09/2011	SELL	682 561	68,642 38	71,794 89		(3,152 51)	HC
	03/23/2011	SELL	738 439	74,261 80	77,863 87		(3,602 07)	HC

TEFRA-ROLL

Recipient's Name and Address:
JOHN H & WILHELMINA D HARLAND
CHARITABLE FOUNDATION

Account Number: N10-002223

Recipient's Identification
Number 23-7225012

2011 TAX and
YEAR-END STATEMENT

Schedule of Realized Gains and Losses *(Continued)*

(We do not report this information to the IRS; it is used as the basis for reporting on Form 1099-B.)

Date of Sale or Exchange	Date of Acquisition	Disposition Transaction	Quantity	Gross Proceeds	Cost or Other Basis	Wash Sale Loss Disallowed	Realized Gain or Loss	Disposition Method
Short-Term Transactions for Which Basis Was Not Reported to the IRS (Noncovered) *(continued)*								
Description: SCHRODER QEP GLOBAL QUALITY FUND					CUSIP. 808089403 *(continued)*			
			-----------	-----------	-----------		-----------	
			1,421	142,904 18	149,658.76		(6,754 58)	
Description: TCW EMERGING MARKETS					CUSIP. 87234N765			
11/04/2011	11/09/2010	SELL	5,610 067	47,219 27	50,165 94		(2,946 67)	HC
	07/29/2011	SELL	801.933	6,749 77	7,201 36		(451 59)	HC
			-----------	-----------	-----------		-----------	
			6,412	53,969 04	57,367 30		(3,598 26)	
Description: TEMPLETON GLOBAL BOND FUND ADVISOR					CUSIP 880208400			
11/04/2011	08/23/2011	SELL	600	7,878.00	8,226 00		(348 00)	HC
Description: VANGUARD INFLATION PROTECTED FUND					CUSIP 922031737			
02/08/2011	08/16/2010	SELL	79 713	1,999 91	2,057 52		(57 61)	HC
	09/27/2010	SELL	12,217 314	306,518 90	318,652 54		(12,133 64)	HC
	09/28/2010	SELL	42 546	1,067 43	1,109.60		(42.17)	HC
	11/09/2010	SELL	10,269 427	257,648 57	272,575 60		(14,927 03)	HC
			-----------	-----------	-----------		-----------	
			22,609	567,234 81	594,395 26		(27,160 45)	
03/23/2011	08/16/2010	SELL	984	25,608 20	25,398 61		209 59	HC
08/23/2011	03/31/2011	SELL	95 719	2,661 41	2,473 37		188 04	HC
	06/30/2011	SELL	216 818	6,028 49	5,721.82		306 67	HC
			-----------	-----------	-----------		-----------	
			312 537	8,689 90	8,195 19		494 71	

TEFRA-ROLL

PART IV CAPITAL GAINS AND LOSSES DETAIL

[redacted]

Recipient's Name and Address:
JOHN H & WILHELMINA D HARLAND
CHARITABLE FOUNDATION

Account Number: N10-002223

Recipient's Identification
Number 23-7225012

2011 TAX and YEAR-END STATEMENT

Schedule of Realized Gains and Losses *(Continued)*

(We do not report this information to the IRS; it is used as the basis for reporting on Form 1099-B.)

Date of Sale or Exchange	Date of Acquisition	Disposition Transaction	Quantity	Gross Proceeds	Cost or Other Basis	Wash Sale Loss Disallowed	Realized Gain or Loss	Disposition Method
Short-Term Transactions for Which Basis Was Not Reported to the IRS (Noncovered) *(continued)*								
Description: VANGUARD INTL EQUITY INDEX FDS MSCI					CUSIP: 922042858			
10/05/2011	11/09/2010	SELL	5,521	200,350 05	266,701 41		(66,351 36)	HC
	02/08/2011	SELL	11,027	400,155 76	516,045 50		(115,889 74)	HC
	03/23/2011	SELL	1,507	54,687 11	71,268 45		(16,581 34)	HC
			18,055	655,192 92	854,015 36		(198,822 44)	
Total Short-Term Noncovered				9,280,320.78	9,383,865.16		(303,312 40) -288,432.22	
Total Short-Term				9,280,320 78	9,383,865.16		(303,312 40)	
Long-Term Transactions for Which Basis Was Not Reported to the IRS (Noncovered)								
Description: ISHARES TR RUSSELL 1000 VALUE INDEX FD					CUSIP 464287598			
10/18/2011	09/27/2010	SELL	2,731	166,980 70	161,600 48		5,380 22	HC
11/04/2011	09/27/2010	SELL	477	29,894 55	28,225 35		1,669 20	HC
Description: PIMCO TOTAL RETURN FUND INSTITUTIONAL					CUSIP. 693390700			
08/23/2011	06/04/2010	SELL	6,182 396	67,868 57	68,940 16		(1,071 59)	HC
	06/22/2010	SELL	2,565 604	28,164 47	28,735 81		(571 34)	HC
			8,748	96,033 04	97,675 97		(1,642 93)	
11/04/2011	06/04/2010	SELL	2,200	24,026 00	24,532 29		(506 29)	HC
Description: POWERSHARES DB COMMODITY INDEX					CUSIP: 73935S105			
11/04/2011	09/27/2010	SELL	1,000	27,986 46	23,668 31		4,318 15	HC
Description: VANGUARD INFLATION PROTECTED FUND					CUSIP. 922031737			
08/23/2011	08/16/2010	SELL	3,234 463	89,932 17	83,486 67		6,445 50	HC

TEFRA ROLL

Recipient's Name and Address:

JOHN H & WILHELMINA D HARLAND
CHARITABLE FOUNDATION

Account Number: N10-002223

Recipient's Identification
Number 23-7225012

2011 TAX and
YEAR-END STATEMENT

Schedule of Realized Gains and Losses *(Continued)*

(We do not report this information to the IRS; it is used as the basis for reporting on Form 1099-B.)

Date of Sale or Exchange	Date of Acquisition	Disposition Transaction	Quantity	Gross Proceeds	Cost or Other Basis	Wash Sale Loss Disallowed	Realized Gain or Loss	Disposition Method
Long-Term Transactions for Which Basis Was Not Reported to the IRS (Noncovered) *(continued)*								
Description: VANGUARD INFLATION PROTECTED FUND					CUSIP 922031737 *(continued)*			
11/04/2011	08/16/2010	SELL	600	16,960 00	15,486 96		1,473 04	HC
Description: VANGUARD INTL EQUITY INDEX FDS MSCI					CUSIP. 922042858			
10/05/2011	08/13/2010	SELL	7,014	254,529.11	339,809.49 e7		-85,280.38 A	HC
	08/16/2010	SELL	787	28,559 23	32,769 55		(4,210 32)	HC
	09/27/2010	SELL	5,127	186,052 29	229,719 26		(43,666 97)	HC
			---------	------------	------------		------- ----	
			12,928	469,140 63	262,488 81		-133,157.67 9)	
Total Long-Term Noncovered				920,953.55	697,164 84		(30,740 40)	
Total Long-Term				920,953 55	697,164 84		-116,020.78 0)	
Total Short-Term and Long-Term				10,201,274 33	10,081,030 00		-404,453.00 30)	

7 Realized gains and losses are not reported for this closing transaction because the cost basis or proceeds is not available As a result, totals will not reflect information for this security

Tax Lot Disposition Methods:

HC = HIGH COST

Please refer to the Client Service Information Section in your brokerage account statement for your account's existing tax-lot disposition method The disposition method is the method which you have selected to use in the disposal of each tax lot of the securities held in your account. If you do not select a method, your account will be defaulted to the First In, First Out (FIFO) method Your account's selected tax lot method will be used to determine the cost basis for calculating gain or loss, unless another method was selected at the time of the security disposal, and this may affect the type of gain or loss (short-term or long-term) reported for covered security transactions on IRS Form 1099-B

Schedule of Realized Gains and Losses

There are significant changes to this section due to new cost basis reporting requirements. We do not report this information to the IRS However, it is used as the basis for what is reported on your *Form 1099-B*
For "**Covered**" securities transactions, the totals for each sale or exchange will also be displayed in the corresponding section of the 1099-B form of this tax statement This will include the new cost basis information
For "**Noncovered**" securities transactions, only the proceeds amounts (and any federal income taxes withheld from the proceeds) will be reported in the "Transactions for Which Basis Was Not Reported" section of the 1099-B form Noncovered securities transactions are grouped on the 1099-B form regardless of holding period. Thus, this section provides valuable cost basis and holding period information to assist you with your tax preparation

TEFRA-ROLL

TAX YEAR 2011

Date Prepared: February 08, 2012

Account Number: AT 3629-6195
Taxpayer ID Number: 23-7225012

DETAIL INFORMATION (continued)

Investment Activity for 2011 - Stocks

Activity	*Quantity*	*Security Description*	*Trade Date*	*Settle Date*	*Price*		*Net Amount*
SALE	5,570.0000	ANNALY CAPITAL MGMT	09/14/11	09/19/11	17.8486	$	99,405.84
SALE	785.0000	BARD C R INCORPORATED	05/23/11	05/26/11	110.2305		86,520.33
SALE	795.0000	BARD C R INCORPORATED	07/01/11	07/07/11	111 3702		88,528.66
BUY	1,705.0000	BARD C R INCORPORATED	12/13/11	12/16/11	84.3377		(143,804.73)
SALE	400.0000	BAXTER INTERNATIONAL INC	06/01/11	06/06/11	59 2520		23,691 39
SALE	435.0000	CHEVRON CORPORATION	04/18/11	04/21/11	103.3345		44,940.70
BUY	5,175.0000	CISCO SYSTEMS INC	02/09/11	02/14/11	22 0300		(114,014 20)
BUY	5,620.0000	CISCO SYSTEMS INC	05/23/11	05/26/11	16 3312		(91,790 29)
SALE	665.0000	CONOCOPHILLIPS	02/23/11	02/28/11	78.9920		52,519.72
BUY	1,945.0000	DR PEPPER SNAPPLE GROUP	12/13/11	12/16/11	37 8219		(73,572 55)
SALE	1,725.0000	EBAY INC	05/23/11	05/26/11	31.8074		54,857.77
BUY	825.0000	ENCANA CORPORATION F	04/01/11	04/06/11	34 8471		(28,757.81)
SALE	3,255.0000	ENCANA CORPORATION F	10/06/11	10/12/11	19.1631		62,365 74
BUY	555.0000	EXELON CORPORATION	02/18/11	02/24/11	41.4609		(23,019.75)
SALE	1,635.0000	EXELON CORPORATION	09/14/11	09/19/11	42.0275		68,704.69
SALE	2,500.0000	EXELON CORPORATION	10/05/11	10/11/11	40.4227		101,045.86
SALE	64.0000	GOOGLE INC CLASS A	02/18/11	02/24/11	629 5006		40,278.32
BUY	150.0000	GOOGLE INC CLASS A	04/18/11	04/21/11	521.2991		(78,203.82)
SALE	430.0000	HUNTINGTON INGALLS INDS	04/08/11	04/13/11	38.6361		16,604.25
SALE	1,615.0000	ISHARES TR RUSSELL 3000	08/09/11	08/12/11	75 3500		121,678.96
SALE	1,485.0000	ISHARES TR RUSSELL 3000	11/28/11	12/01/11	78 3510		116,344 56
SALE	500 0000	ISHARES TR RUSSELL 3000	11/28/11	12/01/11	78 3500		39,172.75
SALE	500.0000	ISHARES TR RUSSELL 3000	11/28/11	12/01/11	78 3500		39,172.75
SALE	500.0000	ISHARES TR RUSSELL 3000	11/28/11	12/01/11	78.3500		39,172.75
BUY	1,135.0000	JOHNSON & JOHNSON	02/23/11	02/28/11	60 6175		(68,809.81)
SALE	570.0000	MEDTRONIC INC	06/01/11	06/06/11	40 4220		23,031 15
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 5600		(3,856.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.5700		(3,857 14)

TAX YEAR 2011

Date Prepared: February 08, 2012

Account Number: AT 3629-6195
Taxpayer ID Number: 23-7225012

INVESTMENT ACTIVITY (continued)

Investment Activity for 2011 - Stocks (continued)

Activity	*Quantity*	*Security Description*	*Trade Date*	*Settle Date*	*Price*	*Net Amount*
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.5700	(3,857.14)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.5700	(3.857.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.5700	(3,857.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.5700	(3,857.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 5700	(3,857.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.5900	(3,859 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6100	(3,861 14)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6200	(3,862 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6200	(3,862.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6200	(3,862.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6300	(3.863.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6300	(3,863.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6300	(3,863.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6300	(3,863.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6300	(3,863 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6350	(3,863.64)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6400	(3,864 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6400	(3,864 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6400	(3,864 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6400	(3,864 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6400	(3,864 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6400	(3,864.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6450	(3,864.64)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6450	(3,864.64)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6500	(3,865 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865 14)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	100 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865 14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	100.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6500	(3,865.14)
BUY	200.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.5700	(7,714.29)
BUY	275.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38.6300	(10.623.74)
BUY	300 0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6467	(11,594 44)

TAX YEAR 2011

Date Prepared: February 08, 2012

Account Number: AT 3629-6195
Taxpayer ID Number: 23-7225012

INVESTMENT ACTIVITY (continued)

Investment Activity for 2011 - Stocks (continued)

Activity	*Quantity*	*Security Description*	*Trade Date*	*Settle Date*	*Price*	*Net Amount*
BUY	500.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6330	(19,317 21)
BUY	500.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6480	(19,324.71)
BUY	600.0000	MOLSON COORS BREWING CLB	11/28/11	12/01/11	38 6450	(23,187.86)
SALE	4,080.0000	NABORS INDUSTRIES LTD F	04/01/11	04/06/11	30.4563	124,250.36
BUY	8,885.0000	NABORS INDUSTRIES LTD F	10/05/11	10/11/11	12.7178	(113,006.60)
SALE	8.885.0000	NABORS INDUSTRIES LTD F	11/15/11	11/18/11	20.0761	178.363.78
BUY	1,625.0000	PEPSICO INCORPORATED	10/27/11	11/01/11	62.5228	(101,608.50)
BUY	1,905.0000	PNC FINL SERVICES GP INC	07/01/11	07/07/11	60 8336	(115,896.96)
BUY	750.0000	PNC FINL SERVICES GP INC	08/08/11	08/11/11	49.7792	(37,343.35)
BUY	725.0000	PNC FINL SERVICES GP INC	09/08/11	09/13/11	48.0200	(34,823 45)
SALE	1.250 0000	PNC FINL SERVICES GP INC	10/11/11	10/14/11	49.7612	62,191.36
BUY	1,095 0000	PNC FINL SERVICES GP INC	11/16/11	11/21/11	54 0981	(59,246.37)
SALE	655.0000	PNC FINL SERVICES GP INC	12/27/11	12/30/11	58.3799	38,229.15
SALE	2,110 0000	QUEST DIAGNOSTIC INC	10/25/11	10/28/11	56.5801	119,372.77
SALE	455.0000	SIGMA ALDRICH CORP	05/23/11	05/26/11	68.2540	31,046.02
BUY	615.0000	TARGET CORPORATION	04/06/11	04/11/11	50.9705	(31,355 81)
BUY	9,165.0000	THE CHARLES SCHWAB CORP	09/14/11	09/19/11	11 7780	(107,954 32)
BUY	4,585.0000	THE CHARLES SCHWAB CORP	10/18/11	10/21/11	12.0870	(55,427.85)
BUY	4,530 0000	U S BANCORP DEL NEW	08/09/11	08/12/11	22.0982	(100,113 80)
BUY	1,435.0000	U S BANCORP DEL NEW	09/08/11	09/13/11	22 9056	(32,878.49)
SALE	3,500.0000	VERIZON COMMUNICATIONS	01/05/11	01/10/11	37.4653	131,117.38
BUY	840.0000	WAL-MART STORES INC	02/23/11	02/28/11	53 1756	(44,676.45)
BUY	1,165.0000	WELLS FARGO & CO NEW	06/01/11	06/06/11	27 1227	(31,606 90)
SALE	2,000 0000	WELLS FARGO & CO NEW	09/08/11	09/13/11	24.5611	49,112.31
BUY	1,875 0000	WELLS FARGO & CO NEW	10/11/11	10/14/11	26.0282	(48,811 83)
SALE	1,175.0000	WELLS FARGO & CO NEW	11/16/11	11/21/11	25.2976	29,715.16
BUY	1,375.0000	WELLS FARGO & CO NEW	12/27/11	12/30/11	27 7152	(38,117 35)
	Total Purchases/Adjustments - Stocks				**$**	**(1,817,249.20)**
	Total Proceeds/Adjustments - Stocks				**$**	**1,881,434.48**

Investment Activity for 2011 - Totals

Total Purchases/Adjustments (Not Reported to IRS):	**$**	**(1,817,249.20)**
Total Proceeds/Adjustments (Not Reported to IRS):	**$**	**1,881,434.48**

WILMINGTON TRUST

Activity Detail

071904-000 WTNA/INV AGT/J & W HARLAND CHAR FDN

J & W Harland Charitable Foundation

July 1, 2011 through July 31, 2011

DATE	TYPE	QUANTITY	DESCRIPTION	AMOUNT
7/21/2011	SALE		SALE SETTLEMENT REPRESENTS A PERCENTAGE OF REDEMPTION PROCEEDS FOR WILMINGTON GLOBAL HEDGE FUND	174,838 31
	SALE		SALE SETTLEMENT REPRESENTS A PERCENTAGE OF REDEMPTION PROCEEDS FOR WILMINGTON GLOBAL HEDGE II FUND	126,670 17
CLOSING CASH & CASH MANAGEMENT BALANCES:				**301,517.16**

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INVESTMENT PORTFOLIO	398,426.	1,419.	397,007.
PASS-THRU K-1 INTEREST & DIVIDENDS	9,779.	0.	9,779.
TOTAL TO FM 990-PF, PART I, LN 4	408,205.	1,419.	406,786.

FORM 990-PF	OTHER INCOME	STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT PORTFOLIO	327.	327.	
PASS-THRU K-1 OTHER INVESTMENT INCOME	<22,779.>	<22,779.>	
PASS-THRU K-1 UBI OTHER INVESTMENT INCOME	<1,324.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<23,776.>	<22,452.>	

FORM 990-PF	ACCOUNTING FEES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	13,483.	6,742.		6,742.
OTHER ACCOUNTING	1,637.	1,228.		409.
TO FORM 990-PF, PG 1, LN 16B	15,120.	7,970.		7,151.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	192,555.	192,555.		0.
PROGRAM CONSULTANT/GRANT REVIEW	25,642.	0.		25,642.
MISC/OTHER PROGRAM	300.	0.		300.
TO FORM 990-PF, PG 1, LN 16C	218,497.	192,555.		25,942.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	3,134.	0.		0.
DEFERRED EXCISE TAXES	<4,921.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<1,787.>	0.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE/POSTAGE EXPENSE	1,791.	0.		1,791.
TECHNOLOGY/COMPUTERS	750.	0.		750.
INSURANCE	1,387.	0.		1,387.
BANK CHARGES	82.	0.		82.
MEMBERSHIP DUES	7,895.	0.		7,895.
MISCELLANEOUS	<1,679.>	0.		<1,679.>
EQUIPMENT/REPAIRS/RENTS	10,538.	0.		10,538.
TO FORM 990-PF, PG 1, LN 23	20,764.	0.		20,764.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCES	191,989.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 3	191,990.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
UNREALIZED INVESTMENT PORTFOLIO DEPRECIATION	247,477.
UNREALIZED K-1 INVESTMENT PORTFOLIO DEPRECIATION FOR REALIZED INCOME	31,969.
TOTAL TO FORM 990-PF, PART III, LINE 5	279,446.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK & MUTUAL FUNDS	18,148,517.	18,148,517.
TOTAL TO FORM 990-PF, PART II, LINE 10B	18,148,517.	18,148,517.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP & ALTERNATIVE INVESTMENTS	FMV	7,721,349.	7,721,349.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,721,349.	7,721,349.

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID EXCISE TAX	0.	5,866.	5,866.
PREPAID UNRELATED BUSINESS INCOME TAX	0.	2,771.	2,771.
TO FORM 990-PF, PART II, LINE 15	0.	8,637.	8,637.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
EXCISE TAX PAYABLE	6,752.	0.
DEFERRED EXCISE TAXES	30,047.	25,126.
TOTAL TO FORM 990-PF, PART II, LINE 22	36,799.	25,126.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARGARET C. REISER 2 PIEDMONT CENTER, STE. 710 ATLANTA, GA 30305	PRESIDENT 1.00	0.	0.	0.
JANE G. HARDESTY 2 PIEDMONT CENTER, STE. 710 ATLANTA, GA 30305	EXECUTIVE DIRECTOR 40.00	115,927.	21,225.	0.
WINIFRED S. DAVIS 2 PIEDMONT CENTER, STE. 710 ATLANTA, GA 30305	VICE PRESIDENT/TREASURER 1.00	0.	0.	0.
ROBERT E. REISER, JR. 2 PIEDMONT CENTER, STE. 710 ATLANTA, GA 30305	SECRETARY 1.00	0.	0.	0.
KATHLEEN B. PATILLO 2 PIEDMONT CENTER, STE. 710 ATLANTA, GA 30305	TRUSTEE 1.00	0.	0.	0.
JOSEPH E. PATRICK, JR. 2 PIEDMONT CENTER, STE. 710 ATLANTA, GA 30305	TRUSTEE 1.00	0.	0.	0.
SAM PETTWAY 2 PIEDMONT CENTER, STE. 710 ATLANTA, GA 30305	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		115,927.	21,225.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JANE HARDESTY, EXECUTIVE DIRECTOR
2 PIEDMONT CENTER, STE. 710
ATLANTA, GA 30305

TELEPHONE NUMBER

404-264-9912

FORM AND CONTENT OF APPLICATIONS

WRITTEN PROPOSAL SPECIFYING THE PURPOSE AND USE OF THE FUNDS REQUESTED IS REQUIRED.

ANY SUBMISSION DEADLINES

THE TRUSTEES MEET IN THE SPRING AND FALL TO CONSIDER PROPOSALS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

PREFERENCES FOR EDUCATION, COMMUNITY SERVICE & YOUTH SERVICE ORGANIZATIONS.

STATEMENT 16 GRANTS PAID

GRANTS PAID YEAR TO DATE - FINAL
2011

CHILDREN AND YOUTH

Agape Community Center *After-school and summer enrichment programs*	$ 15,000
Atlanta Speech School *HVAC system*	25,000
Breakthrough Atlanta *Current operations*	10,000
Child Development Association *Scholarships*	15,000
Children First Learning Center *HVAC system*	10,000
Children's Healthcare of Atlanta *Hughes Spalding capital campaign (3rd of 3)*	50,000
East Lake Foundation *CREW Teens summer program*	15,000
Elaine Clark Center for Exceptional Children *Scholarships*	15,000
Georgia CASA *Metro Atlanta CASA collaborative*	15,000
Hillside *Capital campaign for dining hall & kitchen*	25,000
Joseph Sams School *Technology Initiative*	15,000
KIPP: Metro Atlanta *KIPP Through College program*	15,000
Scottdale Child Development & Family Resource Center *Teacher and staff training*	15,000
Teach for America *Metro Atlanta expansion*	15,000
Total	$ 255,000

COMMUNITY

Atlanta Legal Aid Society *Health Law Partnerships*	$ 15,000
Atlanta Neighborhood Development Partnership *Foreclosure Redevelopment program*	20,000
Center for the Visually Impaired *BEGIN early childhood program*	15,000
Central Outreach and Advocacy Center *Current operations*	10,000
Families First *Youth in Permanency Cooperatives*	20,000
International Rescue Committee *Youth Futures program*	10,000
Latin American Association *Youth Academic Achievement Initiative*	15,000
Our Lady of Perpetual Help Home *Current operations*	5,000
Total	$ 110,000

CULTURAL

Atlanta Symphony Orchestra *Current operations*	$ 10,000
Children's Museum of Atlanta *Community Outreach programming*	15,000
Madison-Morgan Cultural Center *Current operations*	15,000
Moving in the Spirit *Stepping Stones Dance program*	15,000
Synchronicity Performance Group *Current operations*	10,000
Total	$ 65,000
Grand Total	$ 430,000

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization 990PF

(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2011

Attachment Sequence No 179

Name(s) shown on return	Business or activity to which this form relates	Identifying number
JOHN H. & WILHELMINA D. HARLAND CHARITABLE FOUNDATION	FORM 990-PF PAGE 1	23-7225012

Part I Election To Expense Certain Property Under Section 179 **Note:** *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (**Do not** include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (**Do not** include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	9,028.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV **Summary** (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	9,028.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

116251
11-21-11 LHA **For Paperwork Reduction Act Notice, see separate instructions.** Form **4562** (2011)

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles* **)**

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year:					
43 Amortization of costs that began before your 2011 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

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 JOHN H. & WILHELMINA D. HARLAND CHARITABLE FOUNDATION	Employer identification number (EIN) or [X] 23-7225012
	Number, street, and room or suite no If a P O box, see instructions. 2 PIEDMONT CENTER, STE. 710	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions ATLANTA, GA 30305	

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ JANE HARDESTY, EXECUTIVE DIRECTOR 2 PIEDMONT CENTER, STE. 710 - ATLANTA, GA 30305

Telephone No. ▶ 404-264-9912 FAX No. ▶

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012

5 For calendar year 2011, or other tax year beginning ______, and ending ______

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
THE TAXPAYER IS STILL WAITING FOR INFORMATION THAT IS NECESSARY IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 0.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶ 8/10/12

123842
01-06-12

13580809 133675 L41580 2011.04010 JOHN H. & WILHELMINA D. HAR L41580_1

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

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	JOHN H. & WILHELMINA D. HARLAND CHARITABLE FOUNDATION	[X] 23-7225012
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P.O box, see instructions	Social security number (SSN)
	2 PIEDMONT CENTER, STE. 710	[ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ATLANTA, GA 30305	

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 ▶ JANE HARDESTY, EXECUTIVE DIRECTOR 2 PIEDMONT CENTER, STE. 710 - ATLANTA, GA 30305

  Telephone No ▶ 404-264-9912 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 AUGUST 15, 2012 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [X] 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

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	$ 0.
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	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 0.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 1-2012)

123841 01-04-12