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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
Assets	1	Cash—non-interest-bearing		3,200	3,200
	2	Savings and temporary cash investments	25,229	103,556	103,556
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)		739,045	759,789
	c	Investments—corporate bonds (attach schedule).	1,158,290	522,055	538,871
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	165,837		0
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,349,356	1,367,856	1,405,416
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,349,356	1,367,856	
	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 (see page 17 of the instructions)	1,349,356	1,367,856	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,349,356	1,367,856	

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	1,349,356
2	Enter amount from Part I, line 27a	2	13,263
3	Other increases not included in line 2 (itemize) ▶ _____	3	7,429
4	Add lines 1, 2, and 3	4	1,370,048
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,192
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,367,856

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	44,551
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	60,662	1,386,886	0 04374
2009	72,411	1,200,375	0 060324
2008	80,709	1,458,637	0 055332
2007	83,558	1,744,208	0 047906
2006	69,320	1,637,613	0 04233

2	Total of line 1, column (d).	2	0 249632
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 049926
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,481,736
5	Multiply line 4 by line 3.	5	73,977
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	820
7	Add lines 5 and 6.	7	74,797
8	Enter qualifying distributions from Part XII, line 4.	8	66,443

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	1,640
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	1,640
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	1,640
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,804	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	1,804
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
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	164
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 164	Refunded	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
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)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of	WELLS FARGO BANK NA		
	Telephone no	(336) 747-8274		
	Located at	ONE WEST 4TH STREET D4000-062 WINSTON SALEM NC		
	ZIP +4	271014000		
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
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		Yes	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		Yes	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		Yes	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Yes	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		Yes	No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).		Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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? If "Yes," list the years 20, 20, 20, 20			
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 page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	☐	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☐ Yes ☐ No		
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? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
WELLS FARGO BANK NA 1525 W WT HARRIS BLVD D1114-044 CHARLOTTE,NC 282881114	Trustee 40	6,159		
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see page 23 of the 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 page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,429,944
b	Average of monthly cash balances.	1b	74,357
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,504,301
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	1,504,301
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	22,565
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,481,736
6	Minimum investment return. Enter 5% of line 5.	6	74,087

Part XI

Distributable Amount (see page 25 of the 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	74,087
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,640
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,640
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	72,447
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	72,447
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	72,447

Part XII

Qualifying Distributions (see page 25 of the 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	66,443
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	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	66,443
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	66,443
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				72,447
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			65,332	
b Total for prior years 2009 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006. 0				
b From 2007. 0				
c From 2008. 0				
d From 2009. 0				
e From 2010. 0				
f Total of lines 3a through e. 0	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 66,443				
a Applied to 2010, but not more than line 2a			65,332	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				1,111
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).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				71,336
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007. 0				
b Excess from 2008. 0				
c Excess from 2009. 0				
d Excess from 2010. 0				
e Excess from 2011. 0				

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	63,849
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	43,314	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	44,551	
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). .				87,865	
13 Total. Add line 12, columns (b), (d), and (e).			13		87,865

[illegible]

Part XVII

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-05-01	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature		Date	Check if self-employed ☒
Firm's name			Firm's EIN		
Firm's address			Phone no		

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☒ No

Additional Data

Software ID:
Software Version:
EIN: 54-6163110
Name: INEZ DUFF BISHOP CHARITABLE TRUST

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
437 177 AMER CENT SMALL CAP GRWTH INST #336		2008-12-10	2011-05-16
1384 AMER CENT SMALL CAP GRWTH INST #336		2008-12-10	2011-12-22
5251 ARTIO TOTAL RETURN BD FD CL I #1524		2008-04-17	2011-12-22
211 099 DAVIS NY VENTURE FUND		2008-12-10	2011-01-26
1372 DAVIS NY VENTURE FUND		2008-12-10	2011-12-22
125 DIAMOND HILL LONG-SHORT FD CL I #11		2010-11-08	2011-12-22
196 HUSSMAN STRATEGIC GROWTH FD		2010-11-08	2011-12-22
48 ISHARES S&P 500 INDEX FUND		2010-11-08	2011-12-22
312 ISHARES MSCI EAFE INDEX FD		2009-11-13	2011-12-22
121 ISHARES MIDCAP INDEX FD		2008-12-10	2011-05-16
308 ISHARES MIDCAP INDEX FD		2008-12-10	2011-12-22
5857 JPMORGAN HIGH YIELD FUND SS #3580		2008-12-10	2011-12-22
2395 LAUDUS MONDRIAN INTL FI-INST #2940		2010-11-08	2011-12-22
3673 146 LAZARD EMERGING MKTS PTFI #638		2008-12-10	2011-12-22
87 MERGER FD SH BEN INT		2010-11-08	2011-12-22
4574 124 PIMCO FOREIGN BOND FUND-INST		2008-02-07	2011-01-26
2591 189 PIMCO EMERG MKTS BD-INST #137		2008-02-07	2011-01-26
6522 668 PIMCO COMMODITY REAL RET STRAT-I#45		2009-11-13	2011-12-22
1352 ROWE T PRICE SHORT TERM BD FD INC		2010-11-08	2011-12-22
2355 ROWE T PRICE REAL ESTATE FD COM		2008-12-10	2011-12-22
157 699 ROYCE PREMIER FUND W CLASS #566		2008-02-07	2011-05-16
569 ROYCE PREMIER FUND W CLASS #566		2008-12-10	2011-12-22
1607 VANGUARD S/T BD IND SIGNAL #1349		2009-11-13	2011-12-22
935 178 VANGUARD INFLAT PROTECT SEC FD #119		2008-02-07	2011-05-16
1578 VANGUARD INFLAT PROTECT SEC FD #119		2008-02-07	2011-12-22
761 085 WF ADV ENDEAVOR SELECT-I #3124		2008-12-10	2011-01-26
4814 WF ADV ENDEAVOR SELECT-I #3124		2008-12-10	2011-12-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,935		2,910	1,025
11,086		6,768	4,318
73,199		70,363	2,836
7,481		5,047	2,434
44,960		32,805	12,155
2,123		2,021	102
2,454		2,487	-33
6,033		5,898	135
15,331		17,441	-2,110
13,388		7,123	6,265
30,313		18,132	12,181
44,689		42,580	2,109
27,614		29,219	-1,605
65,970		69,449	-3,479
1,390		1,390	
47,571		48,120	-549
28,684		27,726	958
48,268		86,740	-38,472
6,503		6,625	-122
43,285		28,019	15,266
3,495		2,591	904
10,566		7,520	3,046
17,018		16,874	144
12,578		11,942	636
22,676		20,151	2,525
7,733		5,000	2,733
45,540		31,628	13,912

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			1,025
			4,318
			2,836
			2,434
			12,155
			102
			-33
			135
			-2,110
			6,265
			12,181
			2,109
			-1,605
			-3,479
			-549
			958
			-38,472
			-122
			15,266
			904
			3,046
			144
			636
			2,525
			2,733
			13,912

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NORTH PAMUNKEY BAPTIST CHURCH15109 PAMUNKEY LANE ORANGE,VA 22960	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
ASH LAWN OPERAPO BOX 2498 CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
CNE Center For Nonprofit ExcellencePO BOX 5652 CHARLOTTESVILLE,VA 22905	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
THE WOMEN'S INITIATIVE1007 EAST HIGH STREET CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURP SOE	1,500
BEACH HAVEN UNITED METHODIST CHURCH127 CENTRE STREET BEACH HAVEN,NJ 08008	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
CRIPPLED CHILDREN'S FUND FOR THE BEACH HAVEN LODGE520 HILLIARD BLVD MANAHAWK,NJ 080503220	NONE	PUBLIC CHARTIY	GENERAL PURPOSE	200
TANDERN FRIENDS SCHOOL279 TANDEM LANE CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
QUICKSTART TENNIS OF CENTRAL VIRGINIAPO BOX 422 IVY,VA 22945	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
BLUE RIDGE FOOD BANK1207 HARRIS ST CHARLOTTESVILLE,VA 229066415	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500
PIEDMONT VIRGINIA COMMUNITY COLLEGE501 COLLEGE DRIVE CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
AMERICAN RED CROSS CO CHARLOTTESVILLE ALBEMARLE CHAPTER1105 ROSE HILL DRIVE CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARTIY	GENERAL PURPOSE	2,300
VIRGINIA BAPTIST HOME FOUNDATIONPO BOX 91 CULPEPER,VA 22701	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
UNITED WAY-THOMAS JEFFERSON AREA806 E HIGH STREET CHARLOTTEVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,449
CHILDREN YOUTH AND FAMILY SERVICES10000 EAST HIGH STREET CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
FORK UNION MILITARY ACADEMY PO BOX 278 FORK UNION,VA 23055	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
ALBEMARLE SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS3355 BERMER DRIVE CHARLOTTESVILLE,VA 22901	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
RECORDING FOR THE BLIND & DYSLEXIC LEARNING ALLY3500 REMSON COURT CHARLOTTESVILLE,VA 22901	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,800
JEFFERSON PARK BAPTIST CHURCH2505 JEFFERSON PARK AVE CHARLOTTESVILLE,VA 22903	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
SENIOR CENTER INC1180 PEPSI PLACE CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000
CHARLOTTESVILLE ALBEMARLE RESCUE SQUARDPO BOX 160 CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,700
CAMP HOLIDAY TRAILS400 HOLIDAY TRAILS LANE CHARLOTTESVILLE,VA 22903	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
JEFFERSON AREA BOARD FOR AGING INC674 HILLSDALE DRIVE CHARLOTTESVILLE,VA 22801	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
WESTERN ALBERMARLE RESCUE SQUARDPO BOX 188 CROZET,VA 22932	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
McGAHEYSVILLE UNITED METHO CHURCHPO BOX 128 McGAHEYSVILLE,VA 22840	NONE	PUBLIC CHARITY	GENERAL PURPOSE	200
SKYLINE COMMUNITY ACTIONPO BOX 588 532 S MAIN STREET MADISON,VA 22727	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
HABITAT FOR HUMANITY OF GREATER CHARLOTTESVILLE501 GROVE AVENUE CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
CHARLOTTESVILLE FREE CLINIC 1138 ROSE HILL DRIVE SUITE 200 CHARLOTTESVILLE,VA 229035128	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
BUILDING GOODNESS FOUNDATIONPOST OFFICE BOX 4325 CHARLOTTESVILLE,VA 22905	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
IVY CREEK SCHOOL277 LAMBS LANE CHARLOTTESVILLE,VA 22901	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
CHARLOTTESVILLE CHAPTER SALVATION ARMYPO BOX 296 CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BUILDING A BRIDGEPO BOX 7292 CHARLOTTESVILE,VA 22906	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
Total  3a				63,849

TY 2011 Investments Corporate

Bonds Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Name of Bond	End of Year Book Value	End of Year Fair Market Value
04315J209 ARTIO TOT. RTN	55,533	56,155
256210105 DODGE & COX INCOME	130,638	139,590
4812C0803 JPMORGAN HIGH	25,143	35,219
51855Q655 LAUDUS MONDRIAN INTE	68,320	66,570
77957P105 T ROWE PRICE	23,619	23,185
922031869 VANGUARD INFLATION	15,896	17,564
921937850 VNGUARD SHORT-TERM	13,317	13,456
693391559 PIMCO EMERGING MKT		
693390882 PIMCO FOREIGN	25,000	24,789
025083320 AMERICAN CENTURY		
239080401 DAVIS NY VENTURE FUN		
464287200 ISHARES S&P 500 INDE		
464287499 ISHARES TR RUSSELL		
780905451 ROYCE PRIMIER FD		
949915565 WELLS FARGO ADV END		
04314H204 ARTISAN INTER. FD		
256206103 DODGE & COX INTER		
464287465 ISHARES MCSI EAFE		
52106N889 LAZARD EMERGING MKT		
25264S833 DIAMOND HILL LONG-SH		
448108100 HUSSMAN STRA. GROWTH		
589509108 MERGER FD SH BEN		
261980494 DREYFUS EMG MKT DEBT	36,589	34,039
693390700 PIMCO TOTAL RET FD-I	78,000	78,144
76628T645 RIDGEWORTH SEIX HY B	50,000	50,160

TY 2011 Investments Corporate

Stock Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Name of Stock	End of Year Book Value	End of Year Fair Market Value
025083320 AMER CENT SMALL CAP	5,340	8,682
04314H204 ARTISAN INTERNATIONA	76,829	68,559
22544R305 CREDIT SUISSE COMM R	45,000	44,564
239080401 DAVIS NY VENTURE FD	25,901	35,552
25264S833 DIAMOND HILL LONG-SH	28,223	29,549
256206103 DODGE & COX INT'L ST	78,829	65,204
288016207 ELKS BLDG CORP COM		
339128100 JP MORGAN MID CAP VA	20,000	19,858
38142Y401 GOLDMAN SACHS GRTH O	20,000	19,829
411511504 HARBOR CAPITAL APRCT	46,000	45,715
448108100 HUSSMAN STRATEGIC GR	58,001	56,812
464287200 ISHARES S & P 500 IN	54,681	56,052
464287499 ISHARES TR RUSSELL M	14,305	23,916
487300808 KEELEY SMALL CAP VAL	20,000	19,696
552983694 MFS VALUE FUND-CLASS	23,000	22,898
56063J302 MAINSTAY EP US EQUIT	23,000	22,849
589509108 MERGER FD SH BEN INT	28,854	28,149
683974505 OPPENHEIMER DEVELOPI	22,000	21,887
779919109 T ROWE PRICE REAL ES	19,669	34,126
780905451 ROYCE PREMIER FUND W	5,273	8,326
78463X863 SPDR DJ WILSHIRE INT	46,199	39,151
87234N849 TCW SMALL CAP GROWTH	2,000	1,974
922042858 VANGUARD MSCI EMERGI	21,610	21,398
922908553 VANGUARD REIT VIPER	29,378	29,000
949915565 WF ADV ENDEAVOR SELE	24,953	36,043

TY 2011 Investments - Other Schedule**Name:** INEZ DUFF BISHOP CHARITABLE TRUST**EIN:** 54-6163110

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
722005667 PIMCO COMMODITY REAL			
78463X863 SPDR DJ WILSHIRE IN			
779919109 T ROWE PRICE RE			

TY 2011 Other Decreases Schedule**Name:** INEZ DUFF BISHOP CHARITABLE TRUST**EIN:** 54-6163110

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	1,040
ROC BASIS ADJUSTMENT	1,152

TY 2011 Other Expenses Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISC EXPENSES/ COMMISIONER FEE	527	0		527
MISC EXPENSES/ COMMISIONER FEE	527	0		527

TY 2011 Other Increases Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	7,426
ROUNDING	3

TY 2011 Taxes Schedule**Name:** INEZ DUFF BISHOP CHARITABLE TRUST**EIN:** 54-6163110

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	1,474	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,804	0		0
FOREIGN TAXES ON QUALIFIED FOR	231	231		0
FOREIGN TAXES ON NONQUALIFIED	31	31		0