



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>ELLÁ ANN L &amp; FRANK B HOLDING FOUNDATION</b>		A Employer identification number <b>56-2002528</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P. O. BOX 1415</b>		B Telephone number <b>(919) 989-3281</b>
City or town, state, and ZIP code <b>SMITHFIELD, NC 27577</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>10,909,499.</b> (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1	Contributions, gifts, grants, etc., received	331,919.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	777,211.	777,211.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-6,011.			
b	Gross sales price for all assets on line 6a	386,566.			
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				
12	Total. Add lines 1 through 11	1,103,119.	777,211.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	514.	257.		257.
b	Accounting fees	1,850.	925.		925.
c	Other professional fees				
17	Interest				
18	Taxes	12,130.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	1,078.	126.		952.
24	Total operating and administrative expenses. Add lines 13 through 23	15,572.	1,308.		2,134.
25	Contributions, gifts, grants paid	447,400.			447,400.
26	Total expenses and disbursements. Add lines 24 and 25	462,972.	1,308.		449,534.
27	Subtract line 26 from line 12	640,147.			
a	Excess of revenue over expenses and disbursements		775,903.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			N/A	

P \$

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	254,394.	627,562.	627,562.	
	2 Savings and temporary cash investments				
	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 6	1,919,815.	2,180,843.	2,005,459.	
	c Investments - corporate bonds STMT 7	8,294,339.	8,302,907.	8,276,478.	
11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	10,468,548.	11,111,312.	10,909,499.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	10,468,548.	11,111,312.		
30 Total net assets or fund balances	10,468,548.	11,111,312.			
31 Total liabilities and net assets/fund balances	10,468,548.	11,111,312.			

## 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	10,468,548.
2 Enter amount from Part I, line 27a	2	640,147.
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	2,617.
4 Add lines 1, 2, and 3	4	11,111,312.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,111,312.

**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 375,000 UTS FIRST KEYSTONE CAP TR I 9.7%			
b 8/15/27	P		12/19/11
c PREFERRED TERM SECURITIES 9.74% 09/15/69	P		09/15/11
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 385,913.		391,924.	-6,011.
c 653.		653.	0.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			-6,011.
c			0.
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	-6,011.
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	362,269.	9,224,283.	.039273
2009	296,469.	7,921,730.	.037425
2008	425,359.	7,871,848.	.054035
2007	467,218.	8,287,663.	.056375
2006	325,887.	8,165,564.	.039910

2 Total of line 1, column (d)	2	.227018
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	.045404
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	10,238,174.
5 Multiply line 4 by line 3	5	464,854.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,759.
7 Add lines 5 and 6	7	472,613.
8 Enter qualifying distributions from Part XII, line 4	8	449,534.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	15,518.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	15,518.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	15,518.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	15,040.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,730.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	22,770.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	15.
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,237.
11	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	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?		X
1b 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>OLIVIA HOLDING</u> Telephone no ► <u>(919) 989-3281</u> Located at ► <u>FIRST CITIZENS BANK, SMITHFIELD, NC</u> ZIP+4 ► <u>27577</u>			
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	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (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 ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions )	2b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	N/A
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

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?

If "Yes" to 6b, file Form 8870

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

N/A

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?☐ Yes ☒ No**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
OLIVIA B. HOLDING	PRESIDENT			
RALEIGH, NC	0.50	0.	0.	0.
FRANK B. HOLDING, JR.	VICE PRESIDENT			
RALEIGH, NC	0.50	0.	0.	0.
HOPE HOLDING CONNELL	SECRETARY/TRES			
RALEIGH, NC	0.50	0.	0.	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
NONE				

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

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	10,134,737.
b	Average of monthly cash balances	1b	259,348.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,394,085.
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	10,394,085.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	155,911.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,238,174.
6	Minimum investment return. Enter 5% of line 5	6	511,909.

**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	511,909.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	15,518.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,518.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	496,391.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	496,391.
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	496,391.

**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	449,534.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
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	449,534.
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	449,534.

**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.

Form 990-PF (2011)

**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				496,391.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			437,200.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 449,534.				
a Applied to 2010, but not more than line 2a			437,200.	
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				12,334.
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 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				484,057.
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	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				



**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)				
<b>a</b> <i>Paid during the year</i>				
BARTON COLLEGE	NONE	PUBLIC	EDUCATIONAL	1,000.
BOYS AND GIRLS CLUBS OF JOHNSTON CO	NONE	PUBLIC	CHARITABLE	5,000.
BOYS AND GIRLS HOMES OF NC	NONE	PUBLIC	CHARITABLE	5,000.
CENTENARY UNITED METHODIST CHURCH	NONE	PUBLIC	CHARITABLE	10,000.
CHARLESTON DAY SCHOOL	NONE	PUBLIC	CHARITABLE	250.
<b>Total</b>	SEE CONTINUATION SHEET(S)			<b>3a</b> 447,400.
<b>b</b> <i>Approved for future payment</i>				
NONE				
<b>Total</b>			<b>3b</b>	0.



## Part XVII

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |  |              |     |
|--|--------------|-----|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> 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.</p> |              | Yes |
|  | <b>1a(1)</b> |     |
|  | <b>1a(2)</b> |     |
|  |              |     |
|  | <b>1b(1)</b> |     |
|  | <b>1b(2)</b> |     |
|  | <b>1b(3)</b> |     |
|  | <b>1b(4)</b> |     |
|  | <b>1b(5)</b> |     |
|  | <b>1b(6)</b> |     |
|  | <b>1c</b>    |     |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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
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.

► Oliver B. Holden, President

8/31/12

► 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

CAROLINE P. ABBOTT,  
CPA

Preparer's signature

Carolyn Abbott

Date

8/2/12

Check ☐ if self-employed

PTIN
------

P00039286

Firm's name ▶ THOMAS, JUDY & TUCKER P. A.

Firm's EIN ► 56-1965804

Firm's address ► 4700 FALLS OF NEUSE ROAD SUITE 400  
RALEIGH, NC 27609

Phone no 919-571-7055

Form 990-PF (2011)

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

**2011**

Name of the organization

Employer identification number

ELLA ANN L & FRANK B HOLDING FOUNDATION

56-2002528

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization	Employer identification number
ELLA ANN L & FRANK B HOLDING FOUNDATION	56-2002528

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ELLA & FRANK HOLDING CLAT 1723 CANTERBURY ROAD RALEIGH, NC 27608	\$ 331,919.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

Employer identification number

ELLA ANN L &amp; FRANK B HOLDING FOUNDATION

56-2002528

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

ELLA ANN L &amp; FRANK B HOLDING FOUNDATION

56-2002528

**Part III**

**Exclusively** religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively** religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT      1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DEUTSCHE BANK - OCEAN SHORE CAP TRUST	8,670.	0.	8,670.
FCB CAP TR	427,858.	0.	427,858.
FIRST CITIZENS BANCORP	399.	0.	399.
FIRST CITIZENS BANCSHARES INC NC	2,149.	0.	2,149.
GREATER BAY BANCORP - CNB INV TRUST II	1,165.	0.	1,165.
J.P. MORGAN CLEARING CORP - SANDLER O'NEILL	64,148.	0.	64,148.
NORTH STATE TELECOMMUNICATIONS CORP	17,394.	0.	17,394.
PERSHING, LLC - FIRST CITIZENS INVESTOR	2,240.	0.	2,240.
PERSHING, LLC - FIRST CITIZENS INVESTOR	13,383.	0.	13,383.
PERSHING, LLC - FIRST CITIZENS INVESTOR	21,831.	0.	21,831.
PERSHING, LLC - FIRST CITIZENS INVESTOR ACCRUED INTEREST	-10,214.	0.	-10,214.
PERSHING, LLC - SANDLER O'NEILL	217,835.	0.	217,835.
THE BANK OF NEW YORK MELLO	10,353.	0.	10,353.
TOTAL TO FM 990-PF, PART I, LN 4	777,211.	0.	777,211.

FORM 990-PF                      LEGAL FEES                      STATEMENT      2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WARD & SMITH	514.	257.		257.
TO FM 990-PF, PG 1, LN 16A	514.	257.		257.

---



---

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
-------------	-----------------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
THOMAS JUDY & TUCKER	1,850.	925.		925.
TO FORM 990-PF, PG 1, LN 16B	1,850.	925.		925.

---



---

FORM 990-PF	TAXES	STATEMENT	4
-------------	-------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX ESTIMATES	850.	0.		0.
FEDERAL EXCISE TAX	11,280.	0.		0.
TO FORM 990-PF, PG 1, LN 18	12,130.	0.		0.

---



---

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
-------------	----------------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	110.	55.		55.
BANK CHARGES	143.	71.		72.
DUES	825.	0.		825.
TO FORM 990-PF, PG 1, LN 23	1,078.	126.		952.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1482 SHS AMERISERV FINANCIAL	25,935.	38,502.
1891 SHS FIRST CITIZENS BANK CL A	252,236.	313,407.
1411 SHS AMERISERV FINANCIAL	34,560.	36,658.
200 SHS FIRST CITIZENS BANK CL B	32,300.	34,700.
200 SHS FIRST CITIZENS BANK CL A	35,913.	34,998.
4000 SHS JPMORGAN CHASE CAP XIV	99,833.	101,520.
2000 SHS VIRGINIA BANK BANCSHARES	34,525.	24,000.
285 SHS FIRST CITIZENS BANK SC	198,036.	116,850.
3345 SHS NORTH STATE TELECOMM	219,463.	277,645.
28,000 UTS NATIONAL CITY CAP TRUST IV	707,000.	714,840.
250,000 UTS WACCAMAW STATE TRUST	250,000.	500.
NATIONAL CITY CAP TR IV 8%	46,186.	58,719.
500 SHS COCA COLA COMPANY	33,718.	34,985.
1000 SHS JOHNSON & JOHNSON	64,238.	65,580.
500 SHS KIMBERLY CLARK CORP	35,204.	36,780.
1000 SHS KRAFT FOOD INC CL A	36,730.	37,360.
500 SHS PROCTOR & GAMBLE CO	32,212.	33,355.
1000 SHS SCANA CORP	42,754.	45,060.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,180,843.	2,005,459.

FORM 990-PF

CORPORATE BONDS

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRST CITIZENS BANCSHARES	4,682,413.	5,403,920.
TPREF FUNDING III	250,000.	750.
TPREF FUNDING I	262,831.	625.
US CAPITAL FUNDING I	200,000.	500.
US CAPITAL FUNDING III	99,534.	250.
MM CAPS FDG I LTD 9.48%	116,889.	25,000.
US CAPITAL FUNDING II	99,000.	250.
FIRST EMPIRE CAP TR II	327,804.	311,463.
OCEAN SHORE CAP TR I	108,672.	70,000.
200,000 UTS PREFERRED TERM SECS LTD	224,837.	49,500.
100 UTS CNB INVT TR II	104,905.	115,000.
FIRST KEYSTONE	0.	0.
FCB NC CAP TR I 8.05%	184,773.	203,346.
FIRST FINANCIAL CAP TR I SER B 7%	56,528.	96,600.
PROGRESS CAP TR I SER B 10.5%	100,929.	102,431.
BAC CAPITAL TRUST VI 5.625%	241,781.	497,076.
BAC CAP II PFD SER 2 8%	86,423.	99,000.
FCB NC CAP TRUST 1 8.05%	171,952.	203,346.

FIRST CITIZENS BANCORP INC SUB 6.8%	450,000.	475,075.
FIRST FINL CAP TR I CAP SEC SER B 7%	121,657.	230,000.
FCB NC CAP TR I 8.05%	205,874.	203,346.
FCB/SC CAP TR I 8.25%	206,105.	189,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	8,302,907.	8,276,478.

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

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
CLAYTON CULTURAL ARTS FOUNDATION	NONE	PUBLIC	CHARITABLE	2,500.
CONTEMPORARY ART FOUNDATION	NONE	PUBLIC	CHARITABLE	11,000.
DAY BY DAY TREATMENTS CENTER	NONE	PUBLIC	CHARITABLE	2,500.
DUKE UNIVERSITY	NONE	PUBLIC	EDUCATIONAL	7,000.
DUKE UNIVERSITY MEDICAL CENTER	NONE	PUBLIC	EDUCATIONAL	40,000.
EAST CAROLINA UNIVERSITY MEDICAL FOUNDATION	NONE	EDU	EDUCATIONAL	500.
ENVIRONMENTAL DEFENSE FUND	NONE	PUBLIC	CHARITABLE	5,000.
ETV ENDOWMENT	NONE	PUBLIC	CHARITABLE	500.
FAMILY VIOLENCE PREVENTION CENTER	NONE	PUBLIC	RELIGIOUS ACTIVITIES	1,000.
FELLOWSHIP OF CHRISTIAN ATHLETES	NONE	PUBLIC	CHARITABLE	3,000.
Total from continuation sheets				426,150.

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

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
FIRST PRESBYTERIAN CHURCH	NONE	PUBLIC	CHARITABLE	5,000.
FRIEND OF THE PUBLIC LIBRARY	NONE	PUBLIC	CHARITABLE	250.
HABITAT FOR HUMANITY WAKE COUNTY	NONE	PUBLIC	CHARITABLE	500.
HAMMOND SCHOOL	NONE	EDU	EDUCATIONAL	4,500.
HARBOR, INC.	NONE	PUBLIC	CHARITABLE	500.
HAYES BARTON UNITED METHODIST CHURCH	NONE	PUBLIC	CHARITABLE	14,000.
HIGHLANDS BIOLOGICAL FOUNDATION INC	NONE	PUBLIC	CHARITABLE	2,500.
HISTORIC PRESERVATION FOUNDATION OF NC INC	NONE	PUBLIC	CHARITABLE	10,000.
HOPEWELL FREE WILL BAPTIST CHURCH	NONE	PUBLIC	CHARITABLE	250.
JOHNSTON CO EDUCATION FOUNDATION	NONE	EDU	SCHOLARSHIP	1,000.
Total from continuation sheets				



**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
JOHNSTON CO SPCA	NONE	PUBLIC	CHARITABLE	10,000.
JOHNSTON CO YOUTH LIVESTOCK SHOW	NONE	PUBLIC	CHARITABLE	3,250.
JOHNSTON COMMUNITY COLLEGE FDN	NONE	EDU	SCHOLARSHIP	19,500.
JOHNSTON COUNTY ARTS COUNCIL	NONE	PUBLIC	CHARITABLE	5,000.
LEE UNIVERSITY	NONE	EDU	EDUCATIONAL	2,500.
MEREDITH COLLEGE	NONE	PUBLIC	EDUCATIONAL	5,000.
NATIONAL MS SOCIETY EASTERN NC CHAPTER	NONE	PUBLIC	CHARITABLE	250.
NC MUSEUM OF HISTORY FOUNDATION INC	NONE	PUBLIC	CHARITABLE	3,500.
MUSC CHILDREN'S HOSPITAL FOUNDATION	NONE	PUBLIC	HEALTHCARE	1,000.
NC AQUARIUM SOCIETY	NONE	PUBLIC	CHARITABLE	2,500.
Total from continuation sheets				

**Part XV** **Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

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
NCMA FOUNDATION INC	NONE	PUBLIC	CHARITABLE	1,000.
NC COMMUNITY FOUNDATION	NONE	PUBLIC	CHARITABLE	6,700.
NEW HOPE PREGNANCY CENTER	NONE	PUBLIC	CHARITABLE	1,000.
NORTH CAROLINA COASTAL FEDERATION	NONE	PUBLIC	CHARITABLE	5,000.
NORTH CAROLINA SYMPHONY	NONE	PUBLIC	CHARITABLE	30,000.
PROVIDENCE BAPTIST CHURCH	NONE	PUBLIC	CHARITABLE	5,000.
PULLEN MEMORIAL BAPTIST CHURCH	NONE	PUBLIC	CHARITABLE	4,000.
RAVENSCROFT SCHOOL	NONE	EDU	EDUCATIONAL	32,500.
SALEM ACADEMY & COLLEGE	NONE	EDU	EDUCATIONAL	11,000.
SENIOR PHARMA-ASSIST	NONE	PUBLIC	HEALTHCARE	2,500.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
SAFECHILD	NONE	PUBLIC	CHARITABLE	1,500.
SAINT ANN CATHOLIC CHURCH	NONE	PUBLIC	CHARITABLE	1,000.
SAMPSON COUNTY HISTORY MUSEUM	NONE	PUBLIC	CHARITABLE	2,000.
SOUTH CAROLINA COMMUNITY FOUNDATION	NONE	PUBLIC	CHARITABLE	10,000.
SHILOH CHURCH	NONE	EDU	EDUCATIONAL	1,000.
SIM USA, INC	NONE	EXEMPT	CHARITABLE ACTIVITIES	10,000.
SMITHFIELD ROTARY CLUB FOUNDATION	NONE	PUBLIC	CHARITABLE	250.
SON SET MINISTRIES, INC	NONE	PUBLIC	CHARITABLE	200.
SPCA OF WAKE CO	NONE	PUBLIC	CHARITABLE	5,000.
ST. ANDREW'S SCHOOL	NONE	EDU	EDUCATIONAL	5,500.
Total from continuation sheets				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
STEP UP MINISTRY	NONE	PUBLIC	CHARITABLE	5,000.
TAMMY LYNN CENTER	NONE	PUBLIC	CHARITABLE	1,000.
THE ASHEVILLE SCHOOL	NONE	EDU	EDUCATIONAL ACTIVITIES	1,000.
THE GREEN CHAIR PROJECT	NONE	PUBLIC	CHARITABLE	1,000.
THE HEALING PLACE	NONE	PUBLIC	CHARITABLE	1,500.
TOBACCO FARM LIFE MUSEUM INC	NONE	EDU	EDUCATIONAL	500.
TRIANGLE LAND CONSERVANCY	NONE	PUBLIC	CHARITABLE	5,000.
TRYON PALACE COUNCIL OF FRIENDS	NONE	PUBLIC	CHARITABLE	5,000.
UNC TV FOUNDATION	NONE	PUBLIC	CHARITABLE	25,000.
UNC CHAPEL HILL KENAN FLAGLER	NONE	PUBLIC	CHARITABLE	2,000.
Total from continuation sheets				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNC THURSTON ARTHRITIS RESEARCH CTR UNC THURSTON ARTHRITIS RESEARCH CTR U	NONE	PUBLIC	CHARITABLE	3,000.
UNIVERSITY OF NC AT CHAPEL HILL	NONE	EDU	EDUCATIONAL	7,500.
WAKE FOREST UNIVERSITY	NONE	EDU	EDUCATIONAL	30,000.
WILSON COUNTY 4-H	NONE	PUBLIC	CHARITABLE	1,000.
WOFFORD COLLEGE	NONE	EDU	EDUCATIONAL	1,000.
WORKSHOP THEATRE	NONE	PUBLIC	CHARITABLE	500.
YMCA OF THE TRIANGLE AREA INC.	NONE	PUBLIC	CHARITABLE	10,000.
ALLIANCE MEDICAL MINISTRY	NONE	PUBLIC	CHARITABLE	1,500.
ASKEWVILLE BETHEL ASSEMBLY OF GOD	NONE	PUBLIC	CHARITABLE	1,000.
AVA GARDNER MUSEUM	NONE	PUBLIC	CHARITABLE	2,500.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BOY SCOUTS OF AMERICA	NONE	PUBLIC	CHARITABLE	500.
CAPITAL COMMUNITY CHURCH	NONE	PUBLIC	CHARITABLE	5,000.
CORPORATE CHAPLAINS OF AMERICA	NONE	PUBLIC	CHARITABLE	3,000.
DEPARTMENT OF SOCIAL SERVICES - JOHNSTON COUNTY	NONE	PUBLIC	CHARITABLE	3,500.
UNITED CHURCH OF CHAPEL HILL	NONE	PUBLIC	CHARITABLE	5,000.
WCPE	NONE	PUBLIC	EXEMPT	1,000.
WILLINGWAY FOUNDATION	NONE	PUBLIC	CHARITABLE	4,000.
Total from continuation sheets				