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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation GREGG-GRANITEVILLE FOUNDATION, INC.		A Employer identification number 57-0314400
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 418	Room/suite	B Telephone number (803) 663-7552
City or town, state, and ZIP code GRANITEVILLE, SC 29829		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 ☒ 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) \$ 15,224,200.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	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)
1 Contributions, gifts, grants, etc., received					
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		382,628.	382,630.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		407,996.			
b Gross sales price for all assets on line 6a		7,058,647.			
7 Capital gain net income (from Part IV, line 2)			407,996.		
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		61,771.	9,798.	62,470.	STATEMENT 2
12 Total. Add lines 1 through 11		852,395.	800,424.	62,470.	
13 Compensation of officers, directors, trustees, etc.		55,022.	5,502.	0.	49,520.
14 Other employee salaries and wages		185,594.	0.	0.	185,594.
15 Pension plans, employee benefits		59,205.	271.	0.	58,934.
16a Legal fees					
b Accounting fees STMT 3		18,830.	9,415.	0.	9,415.
c Other professional fees STMT 4		75,467.	75,467.	0.	0.
17 Interest			1.		
18 Taxes STMT 5		19,071.	403.	0.	18,487.
19 Depreciation and depletion		64,827.	0.	0.	
20 Occupancy		130,358.	0.	0.	130,358.
21 Travel, conferences, and meetings		3,742.	0.	0.	3,742.
22 Printing and publications		1,504.	0.	0.	1,504.
23 Other expenses STMT 6		160,063.	6,827.	62,470.	95,120.
24 Total operating and administrative expenses. Add lines 13 through 23		773,683.	97,886.	62,470.	552,674.
25 Contributions, gifts, grants paid		56,500.			56,500.
26 Total expenses and disbursements. Add lines 24 and 25		830,183.	97,886.	62,470.	609,174.
27 Subtract line 26 from line 12		22,212.			
a Excess of revenue over expenses and disbursements			702,538.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				0.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	19,871.	25,513.	25,513.
	2 Savings and temporary cash investments	94,582.	60,922.	60,922.
	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	21,606.	21,816.	21,816.
	10a Investments - U.S. and state government obligations STMT 7	56,324.	59,047.	59,047.
	b Investments - corporate stock STMT 8	9,289,859.	6,268,390.	6,268,390.
	c Investments - corporate bonds STMT 9	2,601,122.	2,539,756.	2,539,756.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	3,185,654.	5,398,866.	5,398,866.	
14 Land, buildings, and equipment basis ▶ 3,075,925.				
Less: accumulated depreciation STMT 11 ▶ 2,263,716.	863,010.	812,209.	812,209.	
15 Other assets (describe ▶ STATEMENT 12)	36,982.	37,681.	37,681.	
16 Total assets (to be completed by all filers)	16,169,010.	15,224,200.	15,224,200.	
Liabilities	17 Accounts payable and accrued expenses	106,040.	76,340.	
	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 ▶ STATEMENT 13)	44,041.	24,683.	
	23 Total liabilities (add lines 17 through 22)	150,081.	101,023.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	16,018,929.	15,123,177.	
	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	16,018,929.	15,123,177.	
31 Total liabilities and net assets/fund balances	16,169,010.	15,224,200.		

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	16,018,929.
2 Enter amount from Part I, line 27a	2	22,212.
3 Other increases not included in line 2 (itemize) ▶ CASH TO ACCRUAL ADJUSTMENT	3	49,965.
4 Add lines 1, 2, and 3	4	16,091,106.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSSES	5	967,929.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,123,177.

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 BANK OF AMERICA			
b COUNTY BANK STOCK			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,887,544.		2,717,958.	169,586.
b 4,171,103.		3,932,693.	238,410.
c			
d			
e			

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) 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			169,586.
b			238,410.
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	407,996.
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	642,936.	14,630,491.	.043945
2009	547,239.	13,265,525.	.041253
2008	854,261.	14,596,313.	.058526
2007	787,924.	17,317,124.	.045500
2006	746,565.	16,696,572.	.044714

2 Total of line 1, column (d)	2	.233938
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	.046788
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	14,577,955.
5 Multiply line 4 by line 3	5	682,073.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,025.
7 Add lines 5 and 6	7	689,098.
8 Enter qualifying distributions from Part XII, line 4	8	623,200.

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 14,051.
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 14,051.
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 14,051.
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 14,000.	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7 14,000.	
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 SEE STATEMENT 14	9 51.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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		X
c 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 \$ 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		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) SC		
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 SEE STATEMENT 15		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

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)		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)		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14	The books are in care of ► PATTI KNIGHT Located at ► P.O. BOX 418, GRANITEVILLE, SC Telephone no ► 803-663-7552 ZIP+4 ► 29829		
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 ►	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?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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? If "Yes," list the years ►	☐ Yes ☒ No	
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)?

☐ Yes ☒ No

5b

X

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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 17		55,022.	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 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
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 MAINTENANCE OF THE GREGG PARK CIVIC CENTER RECREATIONAL COMPLEX	
2 EDUCATIONAL SCHOLARSHIPS	552,674.
	56,500.
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.

Form 990-PF (2011)

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	14,699,510.
b	Average of monthly cash balances	1b	100,444.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	14,799,954.
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	14,799,954.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	221,999.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,577,955.
6	Minimum investment return. Enter 5% of line 5	6	728,898.

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	728,898.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	14,051.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,051.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	714,847.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	714,847.
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	714,847.

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	609,174.
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	14,026.
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	623,200.
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	623,200.

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				714,847.
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				
b From 2007				
c From 2008	19,929.			
d From 2009				
e From 2010				
f Total of lines 3a through e	19,929.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 623,200.				
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				623,200.
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))	19,929.			19,929.
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				71,718.
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 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				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 18

- 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				
ANGELA ARTHUR PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
LEWIS ARTHUR PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
BLAKE BAGGOTT PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
HANNAH BRUNSON PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	6,000.
FANTASIA CHANDLER PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	6,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				56,500.
b Approved for future payment				
LEWIS ARTHUR PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	21,000.
BLAKE BAGGOTT PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	15,000.
BREANNAH THOMAS PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	2,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				131,000.

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

1	GREGG PARK CIVIC CENTER IS A DIRECT CHARITABLE ACTIVITY OF THE GREGG GRANITEVILLE FOUNDATION. THE INCOME FROM THIS CENTER REPRESENTS GROSS FEES COLLECTED FOR THE RECREATIONAL AND ATHELETIC PROGRAMS OFFERED BY THE CENTER AND IS, THEREFORE, WITHIN THE ORGANIZATION'S EXEMPT PURPOSE.
---	--

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.		

[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.

May the IRS discuss this return with the preparer shown below (see instr 12)

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title _____

**Paid
Preparer
Use Only**

Print/Type preparer's name

DERON B. STANCIL,
CPA

Preparer's signature

Deon B. Hill

Date

11-6-12

Check ☐ if
self-employed

PTIN

P00221718

Firm's name ▶ ELLIOTT DAVIS, LLC/PLLC

Firm's EIN ▶ 57-0358843

Firm's address ► P.O. BOX 2278
AUGUSTA, GA 30903

Phone no 706 722 9090

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	75,711.	0.	75,711.
LAND IMPROVEMENTS	83,635.	70,864.	12,771.
BUILDING - RECREATION	1,231,047.	755,371.	475,676.
CONSTRUCTION & IMPROVEMENTS	1,217,803.	982,071.	235,732.
EQUIPMENT	284,588.	274,743.	9,845.
FURNITURE & FIXTURES	100,183.	97,709.	2,474.
GAME EQUIPMENT	80,991.	80,991.	0.
OFFICE EQUIPMENT	1,967.	1,967.	0.
TOTAL TO FM 990-PF, PART II, LN 14	3,075,925.	2,263,716.	812,209.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDEND & INTEREST RECEIVABLE	36,982.	37,681.	37,681.
TO FORM 990-PF, PART II, LINE 15	36,982.	37,681.	37,681.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	44,041.	24,683.
TOTAL TO FORM 990-PF, PART II, LINE 22	44,041.	24,683.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 8B STATEMENT 15

EXPLANATION

SOUTH CAROLINA NO LONGER REQUIRES A COPY OF THE 990-PF TO BE FURNISHED TO THE ATTORNEY GENERAL.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 17
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MR. IRA E. COWARD, II PO BOX 418 GRANITEVILLE, SC 29829	PRESIDENT 0.50	0.	0.	0.
MR. J. PAUL REEVES PO BOX 418 GRANITEVILLE, SC 29829	VICE PRESIDENT 0.50	0.	0.	0.
MR. JOHN W. CUNNINGHAM PO BOX 418 GRANITEVILLE, SC 29829	VICE PRESIDENT 0.50	0.	0.	0.
MRS. PATRICIA H. KNIGHT PO BOX 418 GRANITEVILLE, SC 29829	SECRETARY/TREASURER 40.00	55,022.	0.	0.
MR. JERRY R. JOHNSON PO BOX 418 GRANITEVILLE, SC 29829	DIRECTOR 0.50	0.	0.	0.

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
RICHERT A. DAVIS PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	1,500.
ANDREW T. GUNTER PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
KRISTA HERNDON PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
KELLIE HERRON PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	6,000.
ISAIAH M. HEYWARD PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
KENNETH W. SMITH PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	6,000.
KELSEY TAYLOR PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	6,000.
BREANNAH THOMAS PO BOX 418 GRANITEVILLE, SC 29829	NONE		SCHOLARSHIP	4,000.
RANDI M. TOMPKINS PO BOX 418 GRANITEVILLE, SC 29829	NONE		SCHOLARSHIP	3,000.
Total from continuation sheets				35,500.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
FANTASIA CHANDLER PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	12,000.
HANNAH BRUNSON PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	15,000.
ISAIAH M. HEYWARD PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	9,000.
KELLIE HERRON PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	12,000.
RICHERT A. DAVIS PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
RANDI M. TOMPKINS PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	3,000.
KRISTA HERNDON PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	21,000.
KELSEY TAYLOR PO BOX 418 GRANITEVILLE, SC 29829	NONE	N/A	SCHOLARSHIP	18,000.
Total from continuation sheets				93,000.

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT		
VARIOUS	382,628.	0.	382,628.		
TOTAL TO FM 990-PF, PART I, LN 4	382,628.	0.	382,628.		

FORM 990-PF		OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
ACCRUAL TO CASH DIVIDENDS & INTEREST	<699.>	<699.>	0.		
OTHER INCOME FROM HEDGE FUND	0.	10,497.	0.		
GREGG PARK CIVIC CENTER	62,470.	0.	62,470.		
TOTAL TO FORM 990-PF, PART I, LINE 11	61,771.	9,798.	62,470.		

FORM 990-PF		ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AUDIT AND ACCOUNTING FEES	18,830.	9,415.	0.	9,415.	
TO FORM 990-PF, PG 1, LN 16B	18,830.	9,415.	0.	9,415.	

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 FEES	75,467.	75,467.	0.	0.	
TO FORM 990-PF, PG 1, LN 16C	75,467.	75,467.	0.	0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SALES & USE TAX	343.	0.	0.	343.	
PAYROLL TAXES	18,547.	403.	0.	18,144.	
MISCELLANEOUS TAXES	181.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	19,071.	403.	0.	18,487.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GENERAL INSURANCE	35,768.	1,968.	0.	33,800.	
SUPPLIES	14,590.	0.	0.	14,590.	
PROGRAMS & ORGANIZED ATHLETICS	53,620.	0.	0.	53,620.	
RETIREMENT PAYMENTS	5,050.	505.	0.	4,545.	
EMPLOYEE RELATIONS	900.	0.	0.	900.	
ADJUSTMENT TO CHANGE ACCRUAL TO CASH BASIS	35,810.	0.	0.	35,810.	
MISCELLANEOUS	14,325.	4,354.	0.	14,325.	
EXPENSE OF PRODUCING CIVIC CENTER INCOME	62,470.	0.	62,470.	0.	
EXPENSE OF PRODUCING CIVIC CENTER INCOME	<62,470.>	0.	0.	<62,470.>	
TO FORM 990-PF, PG 1, LN 23	160,063.	6,827.	62,470.	95,120.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA & COUNTY BANK	X		59,047.	59,047.
TOTAL U.S. GOVERNMENT OBLIGATIONS			59,047.	59,047.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			59,047.	59,047.

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA & COUNTY BANK			6,268,390.	6,268,390.
TOTAL TO FORM 990-PF, PART II, LINE 10B			6,268,390.	6,268,390.

FORM 990-PF	CORPORATE BONDS		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA & COUNTY BANK			2,539,756.	2,539,756.
TOTAL TO FORM 990-PF, PART II, LINE 10C			2,539,756.	2,539,756.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
PRINCIPAL GROUP ANNUITY	FMV	16,540.	16,540.	
BANK OF AMERICA & COUNTY BANK	FMV	5,382,326.	5,382,326.	
TOTAL TO FORM 990-PF, PART II, LINE 13		5,398,866.	5,398,866.	

GREGG-GRANITEVILLE FOUNDATION, INC.

57-0314400

MRS. JOAN F. PHIBBS	DIRECTOR			
PO BOX 418	0.50	0.	0.	0.
GRANITEVILLE, SC 29829				
MR. JAMES A. RANDALL	DIRECTOR			
PO BOX 418	0.50	0.	0.	0.
GRANITEVILLE, SC 29829				
MR. R. P. TIMMERMAN	DIRECTOR			
PO BOX 418	0.50	0.	0.	0.
GRANITEVILLE, SC 29829				
MR. WILLIAM "SAMMIE" NAPIER	DIRECTOR			
PO BOX 418	0.50	0.	0.	0.
GRANITEVILLE, SC 29829				
MR. GEORGE MITCHELL	DIRECTOR			
PO BOX 418	0.50	0.	0.	0.
GRANITEVILLE, SC 29829				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

55,022.

0.

0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 18
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MRS. PATTI KNIGHT, ADMINISTRATOR
P.O. BOX 418
GRANITEVILLE, SC 29829

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
803-663-7552	GREGG-GRANITEVILLE FOUNDATION GRANTS

FORM AND CONTENT OF APPLICATIONS

GRANTS - LETTER PROPOSAL; SCHOLARSHIPS - APPLICATION FORM

ANY SUBMISSION DEADLINES

GRANTS - NONE; SCHOLARSHIPS - JUNE 15 FOLLOWING HIGH SCHOOL GRADUATION

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS-AIKEN COUNTY SC AND RICHMOND COUNTY GA; SCHOLARSHIPS-CHILDREN OF EMPLOYEES OF AVONDALE MILLS PLANTS IN GRANITEVILLE, VAUCLUSE OR WARRENVILLE, SC OR AUGUSTA GA (THIS PLANT WAS PREVIOUSLY KNOWN AS GRANITEVILLE CO.) OR RESIDENTS OF GRANITEVILLE, WARRENVILLE AND THE VAUCLUSE SC AREAS