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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 DAVIS FAMILY FOUNDATION, INC.		A Employer identification number 58-2432024
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 428	Room/suite	B Telephone number (864) 229-5211
City or town, state, and ZIP code GREENWOOD, SC 29648		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. 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) \$ 3,737,368. (Part I, column (d) must be on cash basis)	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	100,000.			
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	67,738.	67,738.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	87,880.			
b	Gross sales price for all assets on line 6a 795,300.				
7	Capital gain net income (from Part IV, line 2)		87,880.		
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	104,712.	104,712.	0.	STATEMENT 2
12	Total. Add lines 1 through 11	360,330.	260,330.	0.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	3,055.	1,528.	0.	1,527.
c	Other professional fees				
17	Interest				
18	Taxes STMT 4	25,784.	13,316.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 5	40,346.	40,346.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	69,185.	55,190.	0.	1,527.
25	Contributions, gifts, grants paid	97,500.			97,500.
26	Total expenses and disbursements. Add lines 24 and 25	166,685.	55,190.	0.	99,027.
27	Subtract line 26 from line 12	193,645.			
a	Excess of revenue over expenses and disbursements		205,140.		
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	60,383.	64,014.	64,014.
	2 Savings and temporary cash investments	113,419.	111,134.	111,134.
	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 STMT 6	25,842.	0.	0.
	b Investments - corporate stock STMT 7	1,971,521.	2,113,823.	1,939,316.
	c Investments - corporate bonds STMT 8	571,752.	596,371.	603,934.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	1,019,856.	1,019,856.	1,018,970.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	3,762,773.	3,905,198.	3,737,368.	
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 ▶ ☐			
	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	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	3,762,773.	3,905,198.		
30 Total net assets or fund balances	3,762,773.	3,905,198.		
31 Total liabilities and net assets/fund balances	3,762,773.	3,905,198.		

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	3,762,773.
2 Enter amount from Part I, line 27a	2	193,645.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,956,418.
5 Decreases not included in line 2 (itemize) ▶ BASIS ADJUSTMENT	5	51,220.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,905,198.

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 ATTACHED STATEMENT B		P	VARIOUS	VARIOUS
b SEE ATTACHED STATEMENT A		P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS				
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 538,416.		434,877.	103,539.
b 256,654.		272,543.	-15,889.
c 230.			230.
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			103,539.
b			-15,889.
c			230.
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	87,880.
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	99,957.	3,612,520.	.027670
2009	116,454.	3,403,908.	.034212
2008	100,607.	1,954,602.	.051472
2007	19,171.	553,213.	.034654
2006	24,405.	481,868.	.050647

2 Total of line 1, column (d)	2	.198655
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	.039731
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,840,159.
5 Multiply line 4 by line 3	5	152,573.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,051.
7 Add lines 5 and 6	7	154,624.
8 Enter qualifying distributions from Part XII, line 4	8	132,027.

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)		1	4,103.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	4,103.
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	4,103.
5 Tax based on investment income 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 7,280.		
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	7,280.
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	3,177.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	3,177. Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 \$ 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 10		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 STMT 11	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► EMMETT DAVIS, JR. Telephone no ► 864-229-5211 Located at ► 1319 REYNOLDS AVENUE, GREENWOOD, SC ZIP+4 ► 29649			
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? ☐ 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 N/A ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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

X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
EMMETT I. DAVIS, JR. 1319 REYNOLDS AVENUE GREENWOOD, SC 29649	PRESIDENT 0.10	0.	0.	0.
EMMETT I. DAVIS, III 530 SPAULDING FARM GREENVILLE, SC 29615	VICE CHAIRMAN 0.10	0.	0.	0.
STEPHEN L. DAVIS 133 GATEWOOD DRIVE GREENWOOD, SC 29646	SECRETARY & TREASURER 0.10	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	3,868,981.
b	Average of monthly cash balances	1b	29,658.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,898,639.
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	3,898,639.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,480.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,840,159.
6	Minimum investment return. Enter 5% of line 5	6	192,008.

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	192,008.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,103.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,103.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	187,905.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	187,905.
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	187,905.

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	99,027.
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	33,000.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	132,027.
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	132,027.

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				187,905.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			126,168.	
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 ▶ \$ 132,027.				
a Applied to 2010, but not more than line 2a			126,168.	
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				5,859.
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	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				182,046.
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				

N/A

- ▶

☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2011)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CAMBRIDGE ACADEMY GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	3,000.
CITADEL FOUNDATION CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	10,000.
ETV ENDOWMENT COLUMBIA, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,000.
FIRST ARP CHURCH GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	40,000.
HOSPICE CARE OF THE PIEDMONT GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,500.
Total	SEE CONTINUATION SHEET(S)			97,500.
b Approved for future payment				
NONE				
Total				0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[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.

Signature of officer or trustee: E. J. [Signature] Date: 7-03-12 Title: PREP

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	KENNETH H. HOLCOMB	<i>Kenneth H. Holcomb</i>	6/29/12		P00024623
	Firm's name ▶ ELLIOTT DAVIS LLC/PLLC			Firm's EIN ▶ 57-0381582	
	Firm's address ▶ PO BOX 6286 GREENVILLE, SC 29606-6286			Phone no 864-242-3370	

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

DAVIS FAMILY FOUNDATION, INC.

Employer identification number

58-2432024

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

DAVIS FAMILY FOUNDATION, INC.

58-2432024

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	DAVIS & FLOYD, INC POST OFFICE BOX 428 GREENWOOD, SC 29648	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

DAVIS FAMILY FOUNDATION, INC.

58-2432024

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

DAVIS FAMILY FOUNDATION, INC.

58-2432024

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
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
COUNTY BANK	67,968.	230.	67,738.
TOTAL TO FM 990-PF, PART I, LN 4	67,968.	230.	67,738.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT INTEREST	104,712.	104,712.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	104,712.	104,712.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,055.	1,528.	0.	1,527.
TO FORM 990-PF, PG 1, LN 16B	3,055.	1,528.	0.	1,527.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	5,188.	0.	0.	0.
CLIFFS PROPERTY TAXES	13,316.	13,316.	0.	0.
ESTIMATED TAX PAYMENTS	7,280.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	25,784.	13,316.	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	
INVESTMENT MANAGEMENT FEES	3,346.	3,346.	0.	0.	
TRUSTEE SERVICE FEES	36,969.	36,969.	0.	0.	
LATE FEE	31.	31.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	40,346.	40,346.	0.	0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
THE COUNTY BANK - INV ACC 1747	X		0.	0.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
THE COUNTY BANK - INV ACC 1747			2,113,823.	1,939,316.
TOTAL TO FORM 990-PF, PART II, LINE 10B			2,113,823.	1,939,316.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
THE COUNTY BANK - INV ACC 1747	596,371.	603,934.
TOTAL TO FORM 990-PF, PART II, LINE 10C	596,371.	603,934.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE CLIFFS INVESTMENT GROUP, LLC	COST	1,000,037.	1,000,000.
ISHARES TR MSCI EMERG MKT	COST	19,819.	18,970.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,019,856.	1,018,970.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	10
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EXPLANATION

SC ATTORNEY GENERAL NO LONGER REQUIRES A COPY TO BE FILED

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	11
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NAME OF CONTRIBUTOR

ADDRESS

DAVIS & FLOYD, INC

POST OFFICE BOX 428
GREENWOOD, SC 29648

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EMMETT I. DAVIS, JR.
P.O. BOX 428
GREENWOOD, SC 29648

TELEPHONE NUMBER

864-229-5211

FORM AND CONTENT OF APPLICATIONS

REQUESTS FOR CONTRIBUTIONS ARE NOT SOLICITED. THEREFORE, THERE ARE NOT ANY
FORMS AVAILABLE OR DEADLINES.

ANY SUBMISSION DEADLINES

SAME AS ABOVE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Davis Family Foundation, Inc.
TIN: 58-2432024
Tax Year Ending: December 31, 2011

Attachment to Form 990-PF, Part XII, Line 3b

1. The nature and purpose of the project for which amounts are to be set aside are described below:

**\$33,000 set aside to provide financial assistance to the First A.R.
Presbyterian Church to make repairs to the church steeple and roof.**

2. The amounts set aside for the project described in item 1 will actually be paid within the 60 month period that ends no more than 60 months after the date of the set-aside.
3. The project will not be completed before the end of the above-referenced tax year (the year in which the set aside was made).
4. Attached as Exhibit I is a list of the distributable amounts determined under IRC Sec. 4942(d) for all past tax years in the taxpayer's start up period (full payment period not applicable).
5. Attached as Exhibit II is a list of actual payments made in cash or its equivalent for exempt purposes during each tax year in the taxpayer's start up period (full payment period not applicable).

Davis Family Foundation, Inc.
TIN: 58-2432024
Tax Year Ending: December 31, 2011

Exhibit I - Attachment to Form 990-PF, Part XII, Line 3b

The following is a list of the distributable amounts determined under IRC Sec 4942(d) for all past tax years in the taxpayer's start up period (full payment period is not applicable)

<u>Tax Year</u>	<u>Distributable Amount</u>
1998	-
1999	-
2000	12,000
2001	13,700
2002	17,288
2003	18,767
2004	24,793
2005	24,960
2006	23,998
2007	27,376
2008	97,469
2009	168,118
2010	173,358

Davis Family Foundation, Inc.
TIN: 58-2432024
Tax Year Ending: December 31, 2011

Exhibit II - Attachment to Form 990-PF, Part XII, Line 3b

The following is a list of the actual payments in cash or its equivalent for exempt purposes during each tax year in the taxpayer's start up period (full payment period is not applicable)

<u>Tax Year</u>	<u>Cash Payments</u>
1998	-
1999	-
2000	12,000
2001	13,700
2002	22,000
2003	15,500
2004	22,200
2005	30,000
2006	24,500
2007	19,171
2008	100,868
2009	116,454
2010	99,957

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
MIDDLETON PLACE FOUNDATION CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,000.
NORTHWEST VOL FIRE AND RESCUE GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	250.
PRESBYTERIAN COLLEGE CLINTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	5,000.
S.C. NATURAL RESOURCES SOCIETY SPARTANBURG, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,000.
SELF REGIONAL HEALTHCARE FOUNDATION GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	2,000.
SOUTH CAROLINA HISTORICAL SOCIETY CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	2,000.
TROY CEMETARY ASSOC TROY, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	500.
UPPER SAVANNAH LAND TRUST GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	20,000.
CLEMSON UNIVERSITY FOUNDATION CLEMSON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,000.
S.C. WILDLIFE FEDERATION COLUMBIA, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	250.
Total from continuation sheets				42,000.

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
S.C. INDEPENDENT COLLEGES AND UNIVERSITIES COLUMBIA, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	3,000.
GREENWOOD COMMUNITY THEATER GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,000.
FAITH HOME GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,000.
FOOD BANK OF GREENWOOD COUNTY GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	1,000.
THE ARTS CENTER GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	500.
PIEDMONT TECHNICAL COLLEGE FOUNDATION GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHAR	2,500.
Total from continuation sheets				

Davis Family Foundation
58-2432024
Attachment to 2011 Form 990-PF
Statement A - Short Term

Security Name	Date Acquired	Date Sold	Sales Price	Cost Basis
SOURCEFIRE INC	5/24/2010	1/12/2011	1,241 01	-946 21
DR PEPPER SNAPPLE GROUP INC COM	3/9/2010	1/14/2011	5,455 80	-5,210 51
JACOBS ENGR GROUP INC DEL COM	10/21/2010	2/24/2011	2,723 76	-2,092 44
FLUOR CORP NEW COM	2/28/2011	3/16/2011	130,014 12	-138,981 54
GULFPORT ENERGY CORP NEW	10/5/2010	4/25/2011	1,240 10	-605 02
BROADCOM CORP CL A	9/30/2010	5/3/2011	4,786 14	-4,924 27
BROWN-FORMAN CORP CL B COM	10/21/2010	5/5/2011	2,710 89	-2,385 19
INTUIT COM	9/29/2010	5/5/2011	2,007 71	-1,643 03
REALTY INCOME CORP COM	10/21/2010	5/5/2011	2,481 04	-2,494 10
EQT CORP COM	10/22/2010	6/8/2011	2,340 47	-1,643 40
EQUIFAX INC	10/21/2010	6/8/2011	1,900 07	-1,698 74
GRACO INC COM	10/21/2010	6/8/2011	2,926 51	-2,039 04
JACOBS ENGR GROUP INC DEL COM	10/21/2010	6/8/2011	3,046 16	-2,763 59
CITRIX SYS INC COM	9/13/2010	6/23/2011	5,515 83	-4,804 82
CERNER CORP COM	3/15/2011	8/9/2011	1,975 96	-1,618 67
CISCO SYS INC COM	6/21/2011	8/9/2011	1,210 94	-1,244 97
INTUITIVE SURGICAL INC COM NEW	8/26/2010	8/9/2011	1,469 57	-1,094 56
NATIONAL OILWELL VARCO INC COM	1/11/2011	8/9/2011	1,209 18	-1,129 65
IPC THE HOSPITALIST CO INC COM	4/25/2011	8/9/2011	424 09	-466 28
AIR METHODS CORP NEW	6/21/2011	8/9/2011	347 19	-341 71
CAVIUM INC	2/11/2011	8/9/2011	478 64	-608 68
FEI CO	6/6/2011	8/9/2011	473 69	-600 00
GROUP 1 AUTOMOTIVE INC	12/9/2010	8/9/2011	434 10	-407 72
GULFPORT ENERGY CORP NEW	10/5/2010	8/9/2011	438 52	-226 88
HANGER ORTHOPEDIC GROUP INC	12/17/2010	8/9/2011	387 59	-467 60
MARKETAXESS HLDGS INC	4/21/2011	8/9/2011	536 79	-481 08
NATIONAL HEALTH INVS INC COM	9/8/2010	8/9/2011	415 79	-443 33
PSS WORLD MED INC COM	2/11/2011	8/9/2011	230 15	-250 37
STIFEL FINL CORP COM	9/17/2010	8/9/2011	348 29	-335 53
STEINER LEISURE LTD ORD	3/29/2011	8/9/2011	236 55	-232 39
DRESSER-RAND GROUP INC COM	10/21/2010	8/9/2011	956 18	-752 60
INTUIT COM	9/29/2010	8/9/2011	675 44	-684 60
OMNICOM GROUP INC COM	6/3/2011	8/9/2011	432 39	-462 69
PRICE T ROWE GROUP INC COM	10/21/2010	8/9/2011	527 89	-527 11
ADOBE SYS INC COM	10/21/2010	8/9/2011	663 99	-693 98
BARD CORP INC COM	10/21/2010	8/9/2011	921 08	-852 62
BROWN & BROWN INC COM	10/21/2010	8/9/2011	834 39	-871 94
BROWN-FORMAN CORP CL B COM	10/21/2010	8/9/2011	348 39	-313 84
C H ROBINSON WORLDWIDE INC COM NEW	10/21/2010	8/9/2011	347 19	-361 49
CHURCH & DWIGHT INC COM	10/21/2010	8/9/2011	761 59	-671 22
COPART INC	10/21/2010	8/9/2011	1,444 15	-1,219 15
DENTSPLY INTL INC NEW COM	10/21/2010	8/9/2011	701 59	-649 71
EQT CORP COM	10/22/2010	8/9/2011	560 39	-373 50

Davis Family Foundation**58-2432024****Attachment to 2011 Form 990-PF****Statement A - Short Term**

Security Name	Date Acquired	Date Sold	Sales Price	Cost Basis
EQUIFAX INC	10/21/2010	8/9/2011	642 79	-653 36
FEDERATED INVS INC PA CL B	10/21/2010	8/9/2011	593 39	-729 67
GRACO INC COM	10/21/2010	8/9/2011	392 06	-345 60
MICROCHIP TECHNOLOGY INC COM	10/21/2010	8/9/2011	639 79	-615 21
QUESTAR CORP COM	6/3/2011	8/9/2011	532 50	-514 89
REALTY INCOME CORP COM	10/21/2010	8/9/2011	306 99	-356 30
ROCKWELL COLLINS INC COM	10/21/2010	8/9/2011	518 19	-609 05
ROSS STORES INC COM	10/18/2010	8/9/2011	745 49	-572 78
SIGMA ALDRICH CORP	10/21/2010	8/9/2011	928 94	-931 26
SIRONA DENTAL SYS INC	5/2/2011	8/9/2011	458 79	-569 11
SYSCO CORP COM	10/21/2010	8/9/2011	588 19	-588 60
WILEY JOHN & SONS INC CL A	10/21/2010	8/9/2011	1,467 09	-1,303 82
XILINX INC COM	12/8/2010	8/9/2011	455 54	-430 55
CHURCH & DWIGHT INC COM	10/21/2010	8/23/2011	1,409 67	-1,174 64
COPART INC	10/21/2010	8/23/2011	1,377 68	-1,219 15
DOLBY LABORATORIES INC	10/21/2010	8/23/2011	1,218 16	-2,280 07
OMNICOM GROUP INC COM	10/20/2010	9/22/2011	4,409 04	-4,890 22
CONOCOPHILLIPS 4 60% DUE 01/15/15	11/24/2010	10/21/2011	32,956 80	-33,446 70
MF GLOBAL HLDGS LTD 6 25% DUE 08/08	8/3/2011	11/3/2011	2,150 00	-5,000 00
MF GLOBAL HLDGS LTD 6 25% DUE 08/08	8/3/2011	11/8/2011	9,200.00	-20,000 00
GOODRICH CORP COM	8/1/2011	12/2/2011	7,481 49	-5,696 09
TOTALS			256,653.90	-272,542.84

Davis Family Foundation
58-2432024
Attachment to 2011 Form 990-PF
Statement B - Long Term

Security Name	Date Acquired	Date Sold	Sales Price	Cost Basis
ORACLE CORP/OZARK HLDG INC 5 00% DUE 01/15/11	2/20/2008	1/18/2011	25,000 00	-25,608 75
COSTCO WHSL CORP NEW COM	10/10/2008	2/2/2011	5,457 77	-3,945 34
HEWLETT PACKARD CO 6 50% DUE 7/01/2012	2/24/2009	2/10/2011	26,897 75	-26,632 00
COGNEX CORP COM	4/8/2008	2/14/2011	1,535 97	-930 24
LULULEMON ATHLETICA INC COM	7/16/2009	2/14/2011	1,629 17	-290 00
UNIVERSAL FST PRODS INC COM	1/31/2008	2/16/2011	905 53	-832 09
CELGENE CORP COM	11/25/2009	2/16/2011	4,676 38	-4,996 21
APPLE INC COM	9/23/2008	2/25/2011	1,021 30	-390 53
FLUOR CORP NEW COM	12/28/2000	2/28/2011	134,808 57	-62,251 56
HEWLETT PACKARD CO COM	1/30/2008	3/8/2011	4,236 44	-4,241 44
JUNIPER NETWORKS INC COM	5/27/2009	3/15/2011	1,997 73	-1,164 98
PROS HOLDINGS INC COM	10/14/2009	3/16/2011	471 27	-331 97
RIVERBED TECHNOLOGY INC COM	5/9/2008	3/22/2011	784 79	-157 68
ANSYS INC COM	1/31/2008	4/1/2011	2,145 56	-1,379 82
CAPELLA EDUCATION COMPANY COM	5/15/2009	4/1/2011	1,456 66	-1,689 08
LULULEMON ATHLETICA INC COM	7/16/2009	4/1/2011	1,305 73	-217 50
RIVERBED TECHNOLOGY INC COM	5/9/2008	4/1/2011	377 60	-78 84
TRACTOR SUPPLY CO COM	1/31/2008	4/1/2011	1,435 73	-496 88
TUPPERWARE BRANDS CORP COM	1/31/2008	4/1/2011	287 09	-188 95
UNITED THERAPEUTICS CORP DELCOM	8/27/2008	4/1/2011	644 99	-497 49
WADDELL & REED FINANCIAL INC	5/15/2009	4/1/2011	1,372 33	-875 74
MEDTRONIC INC 4 50% DUE 3/15/14	3/12/2009	4/1/2011	26,949 25	-25,187 75
RIVERBED TECHNOLOGY INC COM	5/9/2008	4/7/2011	1,852 76	-433 64
MONRO MUFFLER BRAKE INC COM	1/31/2008	4/19/2011	14 97	-6 13
BLACKBOARD INC COM	6/10/2008	4/25/2011	1,221 54	-942 46
WADDELL & REED FINANCIAL INC	5/15/2009	4/25/2011	976 99	-625 52
HMS HLDGS CORP COM	1/31/2008	4/28/2011	2,410 84	-933 15
EPICOR SOFTWARE CORP COM	1/31/2008	5/6/2011	1,862 96	-1,664 73
GOLDMAN SACHS GROUP 5 25% DUE 10/15/13	5/28/2009	5/9/2011	26,961 50	-25,125 00
FEDERAL HOME LN BKS 5 00% DUE 5/13/11	6/27/2008	5/13/2011	25,000 00	-25,841 65
LULULEMON ATHLETICA INC COM	7/16/2009	5/16/2011	974 38	-145 00
RITCHIE BROS AUCTIONEERS ADR	1/31/2008	5/16/2011	712 75	-673 50
ANSYS INC COM	1/31/2008	6/7/2011	1,672 18	-1,034 86
HEINZ H J CO COM	1/31/2008	6/8/2011	3,725 32	-2,983 40
WATERS CORP COM	6/23/2009	6/8/2011	2,081 18	-1,445 74
II VI INC COM	1/31/2008	6/10/2011	1,023 59	-646 40
LULULEMON ATHLETICA INC COM	7/16/2009	6/24/2011	2,559 70	-362 50
DUFF & PHELPS CORP	9/17/2009	7/5/2011	1,006 40	-1,538 99
INTUIT COM	5/28/2010	7/11/2011	6,729 09	-4,684 54
MERIDIAN BIOSCIENCE INC COM	1/31/2008	7/27/2011	1,434 95	-1,861 40
AMERICAN CAMPUS	1/31/2008	8/9/2011	354 19	-283 54
POWER INTEGRATIONS INC	10/17/2008	8/9/2011	313 29	-274 22
RITCHIE BROS AUCTIONEERS ADR	1/31/2008	8/9/2011	260 10	-269 40

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Statement B - Long Term

Security Name	Date Acquired	Date Sold	Sales Price	Cost Basis
AMERON INTL INC COM	7/23/2008	8/9/2011	844 19	-737 85
BLACKBOARD INC COM	6/10/2008	8/9/2011	211 75	-188 49
BLACKBAUD INC COM	1/31/2008	8/9/2011	240 00	-269 26
CLECO CORP NEW COM	1/31/2008	8/9/2011	815 39	-642 00
CLARCOR INC COM	1/31/2008	8/9/2011	419 00	-391 17
CLEARBRIDGE ENERGY	7/1/2010	8/9/2011	318 14	-305 25
COGNEX CORP COM	4/8/2008	8/9/2011	343 79	-206 72
COHEN & STEERS INC COM	6/18/2008	8/9/2011	527 26	-396 54
COHU INC COM	1/31/2008	8/9/2011	60 30	-66 65
COMPASS MINERALS INTL INC COM	11/6/2009	8/9/2011	733 69	-634 10
DRIL-QUIP INC COM	1/31/2008	8/9/2011	319 94	-201 99
GLACIER BANCORP INC NEW COM	3/18/2009	8/9/2011	191 25	-228 97
HMS HLDGS CORP COM	1/31/2008	8/9/2011	346 09	-155 52
HARMONIC INC COM	5/5/2009	8/9/2011	219 20	-239 99
HEALTHCARE SVCS GRP INC COM	1/31/2008	8/9/2011	287 21	-319 54
HEARTLAND EXPRESS INC COM	7/22/2008	8/9/2011	359 50	-423 16
HIBBETT SPORTS INC COM	1/31/2008	8/9/2011	563 40	-298 39
HITTITE MICROWAVE CORP COM	1/31/2008	8/9/2011	551 19	-399 61
ICU MED INC COM	12/4/2009	8/9/2011	210 65	-176 54
IBERIABANK CORP COM	3/2/2010	8/9/2011	254 71	-287 72
LANDAUER INC COM	1/31/2008	8/9/2011	536 44	-477 90
LIFE TIME FITNESS INC COM	1/31/2008	8/9/2011	377 89	-357 30
MATTHEWS INTL CORP CL A	1/31/2008	8/9/2011	173 10	-244 60
MERIDIAN BIOSCIENCE INC COM	1/31/2008	8/9/2011	196 70	-286 37
MID-AMER APT CMNTYS INC COM	8/26/2009	8/9/2011	664 09	-448 49
MIDDLEBY CORP COM	1/31/2008	8/9/2011	394 06	-224 58
MONRO MUFFLER BRAKE INC COM	1/31/2008	8/9/2011	523 19	-269 41
NORDSON CORP COM	12/18/2008	8/9/2011	673 19	-231 86
PEETS COFFEE & TEA INC COM	2/11/2010	8/9/2011	294 55	-177 07
PROASSURANCE CORP COM	1/31/2008	8/9/2011	354 02	-287 45
PRIVATEBANCORP INC COM	1/31/2008	8/9/2011	161 40	-361 91
PROS HOLDINGS INC COM	10/14/2009	8/9/2011	229 95	-142 27
ROFIN SINAR TECHNOLOGIES INCCOM	1/31/2008	8/9/2011	431 78	-617 95
RUDDICK CORP COM	5/30/2008	8/9/2011	606 82	-541 37
RYLAND GROUP INC COM	3/6/2009	8/9/2011	198 00	-186 53
SVB FINL GROUP COM	3/4/2010	8/9/2011	284 39	-233 18
SCHNITZER STL INDS CL A	11/6/2009	8/9/2011	244 40	-247 90
SIGNATURE BK NEW YORK N Y COM	1/31/2008	8/9/2011	577 99	-329 70
SILGAN HOLDINGS INC COM	1/31/2008	8/9/2011	551 84	-356 48
SOLERA HOLDINGS INC COM	6/12/2009	8/9/2011	539 79	-241 39
SOURCEFIRE INC	5/24/2010	8/9/2011	130 40	-94 62
TESCO CORP COM	10/7/2008	8/9/2011	373 19	-211 92
TEXAS ROADHOUSE INC COM CL A	7/1/2010	8/9/2011	379 50	-353 55

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Statement B - Long Term

Security Name	Date Acquired	Date Sold	Sales Price	Cost Basis
TORO CO COM	1/31/2008	8/9/2011	254 95	-249 31
TRACTOR SUPPLY CO COM	1/31/2008	8/9/2011	306 80	-99 37
TUPPERWARE BRANDS CORP COM	1/31/2008	8/9/2011	573 79	-377 90
II VI INC COM	1/31/2008	8/9/2011	320 40	-242 40
UMPQUA HLDGS CORP COM	1/31/2008	8/9/2011	222 80	-295 03
UNITED THERAPEUTICS CORP DELCOM	8/27/2008	8/9/2011	514 09	-497 49
US ECOLOGY INC COM	1/31/2008	8/9/2011	343 39	-460 00
WEST PHARMACEUTICAL SVSC INCCOM	2/6/2008	8/9/2011	419 49	-378 65
ACCENTURE PLC IRELAND SHS CLASS A	1/30/2008	8/9/2011	2,770 98	-1,631 04
E M C CORP MASS COM	10/2/2009	8/9/2011	896 86	-617 53
QUALCOMM INC COM	7/8/2008	8/9/2011	1,250 61	-1,110 98
SCHLUMBERGER LTD ADR	1/30/2008	8/9/2011	1,316 29	-1,243 68
SMUCKER J M CO COM NEW	12/3/2009	8/9/2011	2,832 08	-2,266 74
STARBUCKS CORP COM	6/21/2010	8/9/2011	1,429 91	-1,071 98
UNITED TECHNOLOGIES CORP COM	1/30/2008	8/9/2011	1,135 77	-1,086 90
APPLE INC COM	9/23/2008	8/9/2011	1,538 37	-520 70
COLGATE PALMOLIVE CO	1/30/2008	8/9/2011	1,170 37	-1,036 42
EXXON MOBIL CORP COM	7/9/2010	8/9/2011	1,120 92	-877 63
FASTENAL CO COM	4/21/2010	8/9/2011	2,619 04	-2,215 81
INTERNATIONAL BUSINESS MACHSCOM	5/14/2009	8/9/2011	1,913 18	-1,112 10
OCCIDENTAL PETE CORP DEL COM	5/7/2010	8/9/2011	1,165 82	-1,057 92
TJX COS INC NEW COM	5/25/2010	8/9/2011	1,161 58	-953 67
WATERS CORP COM	6/23/2009	8/9/2011	796 99	-657 15
CAMERON INTERNATIONAL CORP COM	2/1/2008	8/9/2011	11,173 58	-9,213 58
FIBRIA CELULOSE S A SP ADR REP COM	2/1/2008	8/9/2011	637 82	-3,675 80
NOVARTIS A G SPONSORED ADR	2/1/2008	8/9/2011	14,226 87	-12,377 40
TECK RESOURCES LIMITED ADR	6/25/2008	8/9/2011	8,044 01	-8,466 20
TRICAN WELL SERVICE LTD ADR	9/17/2008	8/9/2011	1,223 48	-651 20
NOBLE CORPORATION	2/1/2008	8/9/2011	1,973 97	-2,719 49
ALTRIA GROUP INC COM	1/31/2008	8/9/2011	2,315 68	-2,019 38
CHEVRON CORP COM	1/31/2008	8/9/2011	3,904 73	-3,275 96
DIAGEO P L C SPON ADR NEW	1/31/2008	8/9/2011	2,333 36	-2,412 60
DU PONT EI DE NEMOURS & CO	12/31/2009	8/9/2011	2,391 95	-1,699 31
GENUINE PARTS CO COM	1/31/2008	8/9/2011	2,975 36	-2,586 60
KIMBERLY CLARK CORP COM	1/31/2008	8/9/2011	2,528 75	-2,585 20
KRAFT FOODS INC CL A	6/6/2008	8/9/2011	1,717 98	-1,577 56
PHILIP MORRIS INTL INC COM	4/7/2008	8/9/2011	4,082 92	-3,160 33
3M CO COM	1/5/2009	8/9/2011	2,488 75	-1,753 98
UNILEVER N V N Y SHS NEW	1/31/2008	8/9/2011	3,194 95	-3,240 00
VERIZON COMMUNICATIONS INC COM	1/31/2008	8/9/2011	1,757 47	-1,773 68
DISNEY COMPANY HLDG COM	3/19/2010	8/24/2011	4,816 45	-5,044 37
JPMORGAN & CHASE & CO COM	8/16/2010	8/24/2011	4,257 27	-4,589 64
3M CO COM	1/26/2010	8/26/2011	4,636 62	-4,955 71

Davis Family Foundation**58-2432024****Attachment to 2011 Form 990-PF****Statement B - Long Term**

Security Name	Date Acquired	Date Sold	Sales Price	Cost Basis
NORTHERN TR CORP 5 50% DUE 08/15/13	8/26/2009	8/31/2011	27,151 75	-27,234 50
AMERON INTL INC COM	7/23/2008	9/12/2011	1,692 16	-1,475 70
BLACKBOARD INC COM	6/10/2008	9/12/2011	1,302 87	-1,130 95
JOHNSON CTLS INC COM	4/20/2010	9/27/2011	4,367 24	-5,480 67
HITTITE MICROWAVE CORP COM	1/31/2008	9/28/2011	770 65	-610 79
FREEPORT-MCMORAN COPPER & GOCOM	10/2/2009	10/6/2011	3,339 75	-3,595 98
PRIVATEBANCORP INC COM	1/31/2008	10/25/2011	1,127 72	-3,136 52
DRIL-QUIP INC COM	1/31/2008	10/26/2011	1,248 88	-847 64
GEN ELEC CAP CORP STEP UP NTS 10/26/12	6/4/2009	10/26/2011	25,000 00	-25,075 00
KRAFT FOODS, INC 5 625% DUE 11/1/2011	5/17/2006	11/1/2011	3,000 00	-2,977 47
ADOBE SYS INC COM	10/21/2010	11/14/2011	4,586 65	-4,219 42
CHURCH & DWIGHT INC COM	10/21/2010	11/14/2011	2,254 86	-1,745 18
SYSCO CORP COM	10/21/2010	11/14/2011	3,795 78	-4,002 45
CME GROUP INC COM	4/8/2010	11/16/2011	4,495 76	-5,290 54
MATTHEW'S INTL CORP CL A	1/31/2008	12/27/2011	1,549 27	-2,363 45
TRACTOR SUPPLY CO COM	1/31/2008	12/27/2011	716 13	-198 75
TOTALS			538,415.54	-434,877.27

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions DAVIS FAMILY FOUNDATION, INC.	Employer identification number (EIN) or ☒ 58-2432024
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 428	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GREENWOOD, SC 29648	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

EMMETT DAVIS, JR.

- The books are in the care of ► **1319 REYNOLDS AVENUE - GREENWOOD, SC 29649**

Telephone No. ► **864-229-5211**

FAX No. ►

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

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
- ☒ calendar year **2011** or
- ☐ tax year beginning _____, and ending _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 4,103.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 7,280.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 1-2012)