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Form **990-PF**

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

OMB No 1545-0052

2011

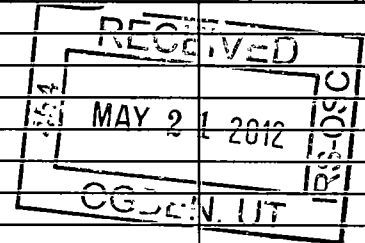
Department of the Treasury
Internal Revenue Service

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 JAMES STARR MOORE MEMORIAL FOUNDATION		A Employer identification number 58-6033190
Number and street (or P O box number if mail is not delivered to street address) 3290 NORTHSIDE PKWY, STE 390	Room/suite	B Telephone number (see instructions) 404-233-0560
City or town, state, and ZIP code ATLANTA GA 30327		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,056,652	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

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) (see instructions))		(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 (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	24,852	24,852		
4	Dividends and interest from securities	225,548	225,548		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	163,154			
b	Gross sales price for all assets on line 6a 2,388,917				
7	Capital gain net income (from Part IV, line 2)		163,154		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 1	3,205			
12	Total. Add lines 1 through 11	416,759	413,554	0	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 2	7,225			7,225
c	Other professional fees (attach schedule) STMT 3	52,503	52,503		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 4	13,809	8,880		
19	Depreciation (attach schedule) and depletion STMT 5	4,268			
20	Occupancy	10,966			10,966
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 6	30,727	27,768		2,959
24	Total operating and administrative expenses. Add lines 13 through 23	119,498	89,151	0	21,150
25	Contributions, gifts, grants paid	585,500			585,500
26	Total expenses and disbursements. Add lines 24 and 25	704,998	89,151	0	606,650
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-288,239			
b	Net investment income (if negative, enter -0-)		324,403		
c	Adjusted net income (if negative, enter -0-)			0	



Handwritten initials: GHA and JH

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		1,122,840	676,755	676,755
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶	10,518			
		Less: allowance for doubtful accounts ▶		9,531	10,518	10,518
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (att. schedule) ▶				
		Less: allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule) STMT 7		32,945	28,794	30,508
	b	Investments—corporate stock (attach schedule) SEE STMT 8		7,984,151	8,420,742	9,414,713
	c	Investments—corporate bonds (attach schedule) SEE STMT 9		1,414,169	1,168,144	982,213
	11	Investments—land, buildings, and equipment, basis ▶				
	Less accumulated depreciation (attach sch) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule) SEE STATEMENT 10		773,559	748,271	936,945	
14	Land, buildings, and equipment basis ▶	30,788				
	Less accumulated depreciation (attach sch) ▶ STMT 11	29,864	5,192	924	5,000	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		11,342,387	11,054,148	12,056,652	
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 (attach schedule)				
	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. ▶ <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	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		11,342,387	11,054,148	
30	Total net assets or fund balances (see instructions)		11,342,387	11,054,148		
31	Total liabilities and net assets/fund balances (see instructions)		11,342,387	11,054,148		

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	11,342,387
2	Enter amount from Part I, line 27a	2	-288,239
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,054,148
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,054,148

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 WORKSHEET			
b			
c			
d			
e			

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

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	163,154
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	27,760

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	492,401	12,192,474	0.040386
2009	578,574	10,998,363	0.052605
2008	782,729	13,527,597	0.057862
2007	702,541	14,782,268	0.047526
2006	637,579	13,626,216	0.046791

2 Total of line 1, column (d)	2	0.245170
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049034
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	12,757,547
5 Multiply line 4 by line 3	5	625,554
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,244
7 Add lines 5 and 6	7	628,798
8 Enter qualifying distributions from Part XII, line 4 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	8	606,650

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	6,488
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	6,488
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	6,488
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,500
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	3,500
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	2,988
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 page 19 of the 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. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	N/A	
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) ▶ GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)	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 ▶ CHECKS & BALANCES INC 3290 NORTHSIDE PKWY, STE 375 Located at ▶ ATLANTA GA ZIP+4 ▶ 30327 Telephone no ▶ 404-233-0560			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	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?	N/A	1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ▶ 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	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. ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	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)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here **N/A** **5b**

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ **0**

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,753,815
b	Average of monthly cash balances	1b	1,232,268
c	Fair market value of all other assets (see instructions)	1c	965,741
d	Total (add lines 1a, b, and c)	1d	12,951,824
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	12,951,824
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	194,277
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,757,547
6	Minimum investment return. Enter 5% of line 5	6	637,877

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	637,877
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,488
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,488
3	Distributable amount before adjustments Subtract line 2c from line 1	3	631,389
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	631,389
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	631,389

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	606,650
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	606,650
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	606,650

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				631,389
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			585,402	
b Total for prior years. 20____, 20____, 20____				
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				
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 606,650				
a Applied to 2010, but not more than line 2a			585,402	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				21,248
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				610,141
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
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)

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a 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))
N/A
- 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.
N/A
- 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
N/A
- b** The form in which applications should be submitted and information and materials they should include
N/A
- c** Any submission deadlines:
N/A
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
N/A

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 13				585,500
Total			▶ 3a	585,500
b Approved for future payment N/A				
Total			▶ 3b	

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with columns Yes and No, rows 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c. All 'No' boxes are checked with an 'X'.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content is N/A.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content is N/A.

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 instructions)? [] Yes [] No

Sign Here: Signature of Starr Moore, Date 5/14/12, Title TRUSTEE

Paid Preparer Use Only: Pnn/Type preparer's name ANDREW W TALLANT, Preparer's signature Andrew W. Tallant, Date 5/9/12, Check [] if self-employed, Firm's name TALLANT & ASSOCIATES, L.L.C., Firm's address 6015 ATLANTIC BLVD., SUITE G NORCROSS, GA 30071, PTIN P00037521, Firm's EIN 58-2116488, Phone no 770-447-9500

Form **4562**

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Department of the Treasury
Internal Revenue Service (99)

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

Attachment Sequence No **179**

Name(s) shown on return **JAMES STARR MOORE MEMORIAL FOUNDATION**

Identifying number
58-6033190

Business or activity to which this form relates

INDIRECT DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13	

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	4,268

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

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

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs.	MM	S/L	
			27 5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	
				MM	S/L	

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

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

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	4,268
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2011)

MOOREFOUND JAMES STARR MOORE MEMORIAL
 58-6033190
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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
TIMBERVEST K-1	\$ 3,205	\$	\$
TOTAL	\$ 3,205	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING SERVICES	\$ 7,225	\$	\$	\$ 7,225
TOTAL	\$ 7,225	\$ 0	\$ 0	\$ 7,225

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MANAGEMENT SERVICES	\$ 52,503	\$ 52,503	\$	\$
TOTAL	\$ 52,503	\$ 52,503	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	\$ 4,929	\$	\$	\$
FOREIGN TAXES	8,880	8,880		
TOTAL	\$ 13,809	\$ 8,880	\$ 0	\$ 0

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Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
6/30/05	FURNITURE & FIXTURES	\$ 27,714	23,754	S/L	7	\$ 3,960	\$	
12/29/04	IMPROVEMENTS	3,074	1,842	S/L	10	308		
TOTAL		\$ 30,788	25,596			\$ 4,268	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
INDEMNIFICATION INSURANCE	2,103			2,103
STATE OF LOCAL FILING FEES	50			50
POSTAGE & COMPUTER EXPENSES	695			695
MEALS	111			111
BANK CHARGES	36			
TIMBERVEST PARTNER K1 ORDINAR	26,256	26,256		
TIMBERVEST PARTNER K1 PORTFOL	760	760		
POWERSHARES ULTRASHORT GOLD	716	716		
TOTAL	\$ 30,727	\$ 27,768	\$ 0	\$ 2,959

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Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CHARLES SCHWAB	\$ 32,945	\$ 28,794	COST	\$ 30,508
TOTAL	\$ 32,945	\$ 28,794		\$ 30,508

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CHARLES SCHWAB	\$ 7,984,151	\$ 8,420,742	COST	\$ 9,414,713
TOTAL	\$ 7,984,151	\$ 8,420,742		\$ 9,414,713

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CHARLES SCHWAB	\$ 593,723	\$ 268,089	COST	\$ 313,143
CHARLES SCHWAB-BOND FUNDS	820,446	900,055	COST	669,070
TOTAL	\$ 1,414,169	\$ 1,168,144		\$ 982,213

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TIMBERVEST	\$ 773,559	\$ 748,271	COST	\$ 936,945
TOTAL	\$ 773,559	\$ 748,271		\$ 936,945

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Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
TOTAL	\$ 5,192	\$ 30,788	\$ 29,864	\$ 5,000
	\$ 5,192	\$ 30,788	\$ 29,864	\$ 5,000

MOOREFOUND JAMES STARR MOORE MEMORIAL
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Statement 12 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
STARR MOORE 3290 NORTHSIDE PKWY, STE 390 ATLANTA GA 30327	CHAIRMAN/TRU	< 1.00	0	0	0
BARBARA M STEWART 3290 NORTHSIDE PKWY, STE 390 ATLANTA GA 30327	SECR/TRUSTEE	< 1.00	0	0	0
EMILY REDWINE 3290 NORTHSIDE PKWY, STE 390 ATLANTA GA 30327	TRUSTEE	< 1.00	0	0	0
SARA ARMOUR HEHIR 3290 NORTHSIDE PKWY, STE 390 ATLANTA GA 30327	TRUSTEE	< 1.00	0	0	0
RICK FLINN 3290 NORTHSIDE PKWY, STE 390 ATLANTA GA 30327	TRUSTEE	< 1.00	0	0	0

Federal Statements

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Address	Purpose	Amount
A SAFE PLACE	NANTUCKET MA 02554	N/A		24 AMELIA DR	GENERAL OPERATIONS	1,000
ACTORS EXPRESS	ATLANTA GA 30318	N/A		887 W MARIETTA ST	GENERAL OPERATIONS	5,000
AID ATLANTA INC	ATLANTA GA 30309	N/A		1605 PEACHTREE ST	GENERAL OPERATIONS	1,000
ANIMAL RESCUE FOUNDATION	MILLEDGEVILLE GA 31059	N/A		PO BOX 1032	GENERAL OPERATIONS	1,000
ANSLEY PARK BEAUTIF FND	ATLANTA GA 30309	N/A		126 17TH ST	GENERAL OPERATIONS	2,000
APPALSHOP INC	WHITESBURG KY 41858	N/A		91 MADISON AVE	GENERAL OPERATIONS	2,000
ATLANTA BOTANICAL GARDENS	ATLANTA GA 30309	N/A		1345 PIEDMONT AVE	GENERAL OPERATIONS	1,000
ATLANTA CHILDREN'S SHELTER	ATLANTA GA 30308	N/A		607 PEACHTREE ST	GENERAL OPERATIONS	2,000
ATLANTA FULTON PUBLIC LIB	ATLANTA GA 30303	N/A		1 MARGARET MITCHELL SQ	GENERAL OPERATIONS	1,000
ATLANTA FULTON ZOO	ATLANTA GA 30315	N/A		800 CHEROKEE AVE	GENERAL OPERATIONS	1,000
ATLANTA GIRLS SCHOOL	ATLANTA GA 30327	N/A		3254 NORTHSIDE PKWY	GENERAL OPERATIONS	50,000
ATLANTA INT'L SCHOOL	ATLANTA GA 30305	N/A		2890 N FULTON DR NE	GENERAL OPERATIONS	2,500
ATLANTA LYRIC THEATRE	ATLANTA GA 30309	N/A		2221 PEACHTREE RD	GENERAL OPERATIONS	5,000
AUDITORY-VERBAL CTR.	ATLANTA GA 30345	N/A		1901 CENTURY BLVD	GENERAL OPERATIONS	10,000
BITSY GRANT TENNIS ASSOCIATION	ATLANTA GA 30327	N/A		PO BOX 113	GENERAL OPERATIONS	1,000
CAMP KUDZU INC	SMYRNA GA 30082	N/A		577 CONCORD RD, STE B	GENERAL OPERATIONS	2,000
CHILDRENS HEALTHCARE	ATLANTA GA 30329	N/A		1584 TULLIE CIR	GENERAL OPERATIONS	10,000

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Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
COMMUNITY FOUNDATION FOR NANTUCKET		PO BOX 204			PUBLIC	GENERAL OPERATIONS	3,000
NANTUCKET MA 02554		N/A					
COMPASSION AND CHOICES		PO BOX 101810			PUBLIC	GENERAL OPERATIONS	1,000
DENVER CO 80250		N/A					
EAST CAROLINA UNIVERSITY		2200 S CHARLES BLVD			PUBLIC	GENERAL OPERATIONS	5,000
GREENVILLE NC 27858		N/A					
FEMINIST WOMENS HEAL		1924 CLIFF VALLEY WAY			PUBLIC	GENERAL OPERATIONS	3,000
ATLANTA GA 30329		N/A					
FRIENDS OF BULLOCH INC		PO BOX 1309			PUBLIC	GENERAL OPERATIONS	500
ROSWELL GA 30077		N/A					
GA COURT APPTD SPECIAL ADVOCATES		1776 PEACHTREE ST			PUBLIC	GENERAL OPERATIONS	1,000
ATLANTA GA 30309		N/A					
GEORGIA SHAKESPEARE FESTIVAL		4484 PEACHTREE RD			PUBLIC	GENERAL OPERATIONS	10,000
ATLANTA GA 30319		N/A					
GRADY HEALTH FOUNDATION		50 HURT PLAZA, STE 803			PUBLIC	GENERAL OPERATIONS	10,000
ATLANTA GA 30303		N/A					
GROUP 1 ACTING COMPANY INC		PO BOX 898			PUBLIC	GENERAL OPERATIONS	30,000
NEW YORK NY 10108		N/A					
HOLLINS UNIVERSITY CORP		PO BOX 9629			PUBLIC	GENERAL OPERATIONS	5,600
ROANOKE VA 24020		N/A					
HOSPICE FOUNDATION OF CENTRAL		990 SEVENTH N ST			PUBLIC	GENERAL OPERATIONS	1,000
LIVERPOOL NY 13088		N/A					
INT'L PLANNED PARENTHOOD		120 WALL ST, 9TH FLOOR			PUBLIC	GENERAL OPERATIONS	2,500
NEW YORK NY 10005		N/A					
INT'L RESCUE COMMITTEE INC		2305 PARKLANE DR, STE 100			PUBLIC	GENERAL OPERATIONS	5,000
ATLANTA GA 30345		N/A					
LEE HARPER & DANCERS		3080 E SHADOWLAWN AVE			PUBLIC	GENERAL OPERATIONS	1,000
ATLANTA GA 30305		N/A					
LITERACY ACTION		100 EDGEWOOD AVE, STE 600			PUBLIC	GENERAL OPERATIONS	5,000
ATLANTA GA 30303		N/A					
LITERACY VOLUNTEERS		246 SYCAMORE ST, STE 110			PUBLIC	GENERAL OPERATIONS	1,000
DECATUR GA 30030		N/A					
LOVETT SCHOOL-BREAK		4075 PACES FERRY RD			PUBLIC	GENERAL OPERATIONS	10,000
ATLANTA GA 30327		N/A					

**Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
MEHER FUND INC.	ATLANTA GA 30328		N/A	GENERAL OPERATIONS	30,000
MIDTOWN ASSISTANCE CENTER	ATLANTA GA 30308		N/A	GENERAL OPERATIONS	25,000
NORTH BENNET ST SCHOOL	BOSTON MA 02113		N/A	GENERAL; L OPERATIONS	3,000
PALM BEACH OPERA	W PALM BEACH FL 33401		N/A	GENERAL OPERATIONS	500
PIEDMONT HOSP WOMEN	ATLANTA GA 30327		N/A	GENERAL OPERATIONS	10,000
PIEDMONT HOSPITAL	ATLANTA GA 30309		N/A	GENERAL OPERATIONS	30,000
PIEDMONT PARK CONS.	ATLANTA GA 30306		N/A	GENERAL OPERATIONS	3,900
PLANNED PARENTHOOD FED AM INC	NEW YORK NY 10001		N/A	GENERAL OPERATIONS	500
PLANNED PARENTHOOD OF SE	ATLANTA GA 30303		N/A	GENERAL OPERATIONS	80,000
PLANNED PARENTHOOD S FL TC INC	W. PALM BEACH FL 33409		N/A	GENERAL OPERATIONS	6,000
PROJECT OPEN HAND	ATLANTA GA 30324		N/A	GENERAL OPERATIONS	12,000
ROBT WOODRUFF ALLIANCE THEATRE	ATLANTA GA 30309		N/A	GENERAL OPERATIONS	25,000
ROBT WOODRUFF ARTS	ATLANTA GA 30309		N/A	GENERAL OPERATIONS	5,000
SENIOR CITIZEN SERVICES	ATLANTA GA 30318		N/A	GENERAL OPERATIONS	5,000
THEATRE COMMUNICATIONS GROUP	NEW YORK NY 10018		N/A	GENERAL OPERATIONS	1,000
TREES ATLANTA	ATLANTA GA 30316		N/A	GENERAL OPERATIONS	2,000
UNIVERSITY OF GEORGIA	ATHENS GA 30602		N/A	GENERAL OPERATIONS	80,000

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**Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
 Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
VINEYARD NURSING ASSOC INC	VINEYARD HVN MA 02568	N/A	PUBLIC	GENERAL OPERATIONS	2,500
VISITING NURSE HEALTH SYSTEM	ATLANTA GA 30328	N/A	PUBLIC	GENERAL OPERATIONS	66,000
WHITEFOORD COMMUNITY PROGRAM	ATLANTA GA 30317	N/A	PUBLIC	GENERAL OPERATIONS	2,000
YOUNG WOMEN CHRISTIAN ASSN OF ATL	ATLANTA GA 30306	N/A	PUBLIC	GENERAL OPERATIONS	2,000
YOUTH PRIDE INC	ATLANTA GA 30307	N/A	PUBLIC	GENERAL OPERATIONS	2,000
TOTAL					<u>585,500</u>