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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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 THE REDWOODS GROUP FOUNDATION INC		A Employer identification number 77-0698917
Number and street (or P O box number if mail is not delivered to street address) 2801 SLATER RD.		B Telephone number 919-462-9730
City or town, state, and ZIP code MORRISVILLE, NC 27560-8477		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"/> Foreign organizations meeting the 85% test, 2. 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) \$ 1,001,707.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	2,000.			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	590.	590.	590.	
	4 Dividends and interest from securities	6,718.	6,718.	6,718.	STATEMENT 1
	5a Gross rents	15,008.		15,008.	STATEMENT 2
	b Net rental income or (loss)	15,008.			
	6a Net gain or (loss) from sale of assets not on line 10	21,399.			
	b Gross sales price for all assets on line 6a	118,233.			
	7 Capital gain net income (from Part IV, line 2)		21,399.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	48,356.	48,356.	48,356.	STATEMENT 3	
12 Total. Add lines 1 through 11	94,071.	77,063.	70,672.		
Operating and Administrative Expenses	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	117.	0.	0.	0.
	b Accounting fees	3,500.	0.	0.	0.
	c Other professional fees	108,329.	0.	0.	0.
	17 Interest				
	18 Taxes	771.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	9,001.	0.	0.	0.
	22 Printing and publications				
	23 Other expenses	1,478.	0.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	123,196.	0.	0.	0.
	25 Contributions, gifts, grants paid	438,662.			438,662.
26 Total expenses and disbursements. Add lines 24 and 25	561,858.	0.	0.	438,662.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<467,787.>				
b Net investment income (if negative, enter -0-)		77,063.			
c Adjusted net income (if negative, enter -0-)			70,672.		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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				186,370.	235,909.	235,910.
	2 Savings and temporary cash investments				2,476.	120.	120.
	3 Accounts receivable ▶ 120.						
	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 ▶ 574,801.				577,500.	574,801.	574,801.
	Less: allowance for doubtful accounts ▶ 0.						
	8 Inventories for sale or use				649.	878.	878.
	9 Prepaid expenses and deferred charges						
	10a Investments - U.S. and state government obligations				145,714.	0.	0.
	b Investments - corporate stock STMT 9						
	c Investments - corporate bonds						
Liabilities	11 Investments - land, buildings, and equipment basis ▶						
	Less: accumulated depreciation ▶						
	12 Investments - mortgage loans						
	13 Investments - other STMT 10				533,505.	137,827.	137,827.
	14 Land, buildings, and equipment basis ▶						
Net Assets or Fund Balances	Less: accumulated depreciation ▶						
	15 Other assets (describe ▶ STATEMENT 11)				53,402.	52,171.	52,171.
	16 Total assets (to be completed by all filers)				1,499,616.	1,001,706.	1,001,707.
	17 Accounts payable and accrued expenses				69,116.	93,742.	
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe ▶ STATEMENT 12)				7,833.	0.	
	23 Total liabilities (add lines 17 through 22)				76,949.	93,742.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> 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				1,422,667.	907,964.	
	30 Total net assets or fund balances				1,422,667.	907,964.	
	31 Total liabilities and net assets/fund balances				1,499,616.	1,001,706.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 1,422,667.
2 Enter amount from Part I, line 27a	2 <467,787.>
3 Other increases not included in line 2 (itemize) ▶	3 0.
4 Add lines 1, 2, and 3	4 954,880.
5 Decreases not included in line 2 (itemize) ▶ CHANGE IN UNREALIZED GAINS AND LOSSES	5 46,916.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 907,964.

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 PUBLICALLY TRADED SECURITIES	P		
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 118,233.		96,834.	21,399.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			21,399.
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	21,399.
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	21,399.

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	825,934.	1,869,407.	.441816
2009	766,386.	2,348,939.	.326269
2008	996,796.	2,968,864.	.335750
2007	0.	605,997.	.000000
2006			

2 Total of line 1, column (d)	2	1.103835
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	.275959
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	785,708.
5 Multiply line 4 by line 3	5	216,823.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	771.
7 Add lines 5 and 6	7	217,594.
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	501,862.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	771.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	771.
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	771.
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	1,117.	
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	1,117.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	346.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax	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) ► NC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► REDWOODSGROUP.COM/FOUNDATION	13	X	
14	The books are in care of ► KEVIN A. TRAPANI Telephone no. ► 919-462-9730 Located at ► 2801 SLATER RD., STE. 220, MORRISVILLE, NC ZIP+4 ► 27560-8477			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► _____, _____, _____	<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	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?	<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	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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

6b

X

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		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

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE STATEMENT 14	75,792.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 SEE STATEMENT 15	63,200.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	63,200.

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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	62,567.
b Average of monthly cash balances	1b	107,136.
c Fair market value of all other assets	1c	627,970.
d Total (add lines 1a, b, and c)	1d	797,673.
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	797,673.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,965.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	785,708.
6 Minimum investment return. Enter 5% of line 5	6	39,285.

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	39,285.
2a Tax on investment income for 2011 from Part VI, line 5	2a	771.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	771.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	38,514.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	38,514.
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	38,514.

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	438,662.
b Program-related investments - total from Part IX-B	1b	63,200.
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	501,862.
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	771.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	501,091.

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				38,514.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008	835,686.			
d From 2009	653,197.			
e From 2010	734,444.			
f Total of lines 3a through e	2,223,327.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$	501,862.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				38,514.
e Remaining amount distributed out of corpus	463,348.			
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:	2,686,675.			
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				0.
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	2,686,675.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008	835,686.			
c Excess from 2009	653,197.			
d Excess from 2010	734,444.			
e Excess from 2011	463,348.			

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				
SEE STATEMENT 17				438,662.
Total			3a	438,662.
b Approved for future payment				
NONE				
Total			3b	0.

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

123621
12-02-11



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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee 	Date 11/13/12	Title TREASURER		
Paid Preparer Use Only	Print/Type preparer's name John Heston	Preparer's signature 	Date 11/13/12	Check <input type="checkbox"/> if self-employed	PTIN P01081531
	Firm's name ▶ JOHNSON LAMBERT LLP			Firm's EIN ▶ 52-1446779	
	Firm's address ▶ 700 SPRING FOREST ROAD, STE 115 RALEIGH, NC 27609			Phone no 919-719-6400	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS, INTEREST & AMORTIZATION	6,718.	0.	6,718.
TOTAL TO FM 990-PF, PART I, LN 4	6,718.	0.	6,718.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
BWS DURHAM, LLC K-1	1	15,008.
TOTAL TO FORM 990-PF, PART I, LINE 5A		15,008.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST ON LT CD	15,795.	15,795.	15,795.
LOAN INTEREST EARNED	32,561.	32,561.	32,561.
TOTAL TO FORM 990-PF, PART I, LINE 11	48,356.	48,356.	48,356.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	117.	0.	0.	0.
TO FM 990-PF, PG 1, LN 16A	117.	0.	0.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,500.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	3,500.	0.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	66,042.	0.	0.	0.
MANAGEMENT FEES	42,287.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	108,329.	0.	0.	0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	771.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	771.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE FEES	531.	0.	0.	0.
MISCELLANEOUS EXPENSE	198.	0.	0.	0.
OFFICE SUPPLIES	689.	0.	0.	0.
TELEPHONE	60.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1,478.	0.	0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERICAN INTERNATIONAL GROUP INC. STOCK	0.	0.
CHESAPEAKE ENERGY CORP.	0.	0.
HARTFORD FINANCIAL SERVICES GROUP INC.	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LONG TERM CD	COST	0.	0.
INVESTMENT IN REAL ESTATE	COST	137,827.	137,827.
TOTAL TO FORM 990-PF, PART II, LINE 13		137,827.	137,827.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT INCOME DUE & ACCRUED	19,531.	0.	0.
LOAN INTEREST RECEIVABLE	33,871.	52,171.	52,171.
TO FORM 990-PF, PART II, LINE 15	53,402.	52,171.	52,171.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
STOCK OPTION LIABILITY	7,833.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	7,833.	0.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KEVIN A. TRAPANI 2801 SLATER ROAD, SUITE 220 MORRISVILLE, NC 27560	PRESIDENT 1.00	0.	0.	0.
JENNIFER A. TRAPANI 2801 SLATER ROAD, SUITE 220 MORRISVILLE, NC 27560	VICE PRESIDENT/SECRETARY 1.00	0.	0.	0.
WILLIAM C. MECKLENBURG, JR. 2801 SLATER ROAD, SUITE 220 MORRISVILLE, NC 27560	VICE PRESIDENT 1.00	0.	0.	0.
BRIAN KEEL 2801 SLATER ROAD, SUITE 220 MORRISVILLE, NC 27560	TREASURER FROM 3/2011 1.00	0.	0.	0.
STEPHEN B. COOK 2801 SLATER ROAD, SUITE 220 MORRISVILLE, NC 27560	TREASURER THRU 3/2011 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 14
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ACTIVITY ONE

SHINE THE LIGHT IS A COMMUNITY-BASED CHILD SEXUAL ABUSE PREVENTION INITIATIVE OF THE REDWOODS GROUP FOUNDATION. IT IS A PARTNERSHIP BETWEEN YMCA LEADERS, THE REDWOODS GROUP FOUNDATION, AND THE NATIONAL NONPROFIT DARKNESS TO LIGHT. FUNDING WAS PROVIDED TO YMCAS TO HELP THEM START COMMUNITY INITIATIVES. SHINE THE LIGHT HELPS YMCAS ENGAGE ENTIRE COMMUNITIES IN CHILD SEXUAL ABUSE PREVENTION AND INTERVENTION THROUGH PARTNERSHIPS WITH MUNICIPALITIES, SCHOOLS, LAW ENFORCEMENT AGENCIES, ELECTED OFFICIALS, FAITH CENTERS, YOUTH SPORTS PROGRAMS AND CHILDREN'S ADVOCACY CENTERS. FOUNDATION HELPED TO FACILITATE THE TRAINING OF 181 YMCA-AFFILIATED TRAINERS WITHIN APPROXIMATELY 35 KEY YMCAS

IN 2011. THE ULTIMATE GOAL IS TO EXTEND THE PROGRAM TO ALL YMCAS TO END CHILD SEXUAL ABUSE IN THE NATION BY EDUCATING ADULTS ON HOW TO PREVENT, RECOGNIZE AND REACT RESPONSIBLY TO THE ISSUE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

75,792.

FORM 990-PF

SUMMARY OF PROGRAM-RELATED INVESTMENTS

STATEMENT 15

DESCRIPTION

THE REDWOODS GROUP FOUNDATION ENTERED INTO A JOINT VENTURE AGREEMENT WITH A DEVELOPER TO PURCHASE AN INTEREST IN A HISTORIC BUILDING IN DOWNTOWN DURHAM FOR THE SPECIFIC PURPOSE OF SUPPORTING THE COMMUNITY AND ITS REDEVELOPMENT EFFORTS BY RENTING 100% OF THE SPACE TO NOT-FOR PROFIT ENTERPRISES IN NEED OF AFFORDABLE OFFICE SPACE.

AMOUNT

TO FORM 990-PF, PART IX-B, LINE 1

63,200.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	16
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LAUREL VADALA
2801 SLATER ROAD, STE. 220
MORRISVILLE, NC 27560-8477

TELEPHONE NUMBER

919-462-9730

FORM AND CONTENT OF APPLICATIONS

SPECIFIED FORMS AVAILABLE UPON REQUEST.

ANY SUBMISSION DEADLINES

THE 2011 GRANT REQUEST DEADLINES WERE MARCH 14, JUNE 13, SEPTEMBER 5, AND DECEMBER 5.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION TYPICALLY DOES NOT PROVIDE FUNDING TO: ARTS FOR THE GENERAL PUBLIC, AID FOR DOMESTIC ANIMALS, RELIGIOUS ORGANIZATIONS REQUESTING FUNDS FOR RELIGIOUS PURPOSES, LABOR ORGANIZATIONS, FRATERNAL OR SOCIAL ORGANIZATIONS, PARTISAN POLITICAL CAUSES OR CANDIDATES, OR INDIVIDUALS OR ORGANIZATIONS THAT BENEFIT ONE INDIVIDUAL OR AN INDIVIDUAL'S FAMILY.

Payee	Street	City	State	Zip Code	Status	Purpose	Amount
Action for Children NC	1300 St. Mary's Street, Suite 500	Raleigh	NC	27609	501c3	Children's Health Care, Matching Gift, Dollar for Doer	5,550
Action for Comm In Raleigh Organizatio	331 W Main Street, Ste 408	Durham	NC	27701	501c3	Matching Gift	250
AE Finley YMCA	9216 Baileywick Road	Raleigh	NC	27615	501c3	Dollars for Doers	120
Akron Area YMCA	209 S Main St., Suite 501	Akron	OH	44308	501c3	General Support & Partners Youth Campaign	5,500
Albany YMCA	1701 Gillionville Road	Albany	GA	31707	501c3	Afterschool Program	750
Allegheny Valley YMCA	5021 FREEPORT ROAD	Natrona Heights	PA	15065	501c3	Help Others Campaign	500
Albert Jewish Family & Childrens' Serv	5841 Corporate Way, Suite 200	West Palm Beach	FL	33407	501c3	General Support	1,000
Alzheimer's Association Central NY Chap	441 West Kirkpatrick Street	Syracuse	NY	13204	501c3	Matching Gift	50
American Red Cross	100 N. Peartree Lane	Raleigh	NC	27610	501c3	General Support	1,750
Ann Arbor YMCA	400 W Washington Street	Ann Arbor	MI	48103	501c3	General Support	500
Armed Services Honolulu Branch	1057 North Road	Honolulu	HI	96818	501c3	General Support	500
Armed Services YMCA of the USA San Di	6359 Walker Lane, Suite 200	Alexandria	VA	22310	501c3	Operation Hero Program	2,000
Art Therapy Institute	762 Ninth Street #631	Durham	NC	27705	501c3	General Support	5,000
Athens YMCA	915 Hawthorne Avenue	Athens	GA	30606	501c3	General Support	900
Auburn-Lewiston YMCA	62 Turner Street	Auburn	ME	04210-5955	501c3	General Support	1,250
Austin Metropolitan YMCA	1402 East Cesar Chavez Street	Austin	TX	78702	501c3	Partners Youth Campaign	2,000
Bangor YMCA	127 Hammond Street	Bangor	ME	04401	501c3	Scholarship Program	500
Big Brothers Big Sisters	909 Aviation Parkway #1500	Morrisville	NC	27560	501c3	Dollars for Doers	80
Bogalusa YMCA	411 Avenue B	Bogalusa	LA	70249	501c3	Adventure Camp	250
Boyetown Area YMCA	301 W Spring Street	Boyetown	PA	19512	501c3	Strong Kids Campaign	250
Boys & Girls Club Eastern Piedmont Ora	PO Box 2201	Chapel Hill	NC	27515	501c3	General Support	1,000
Bridge to the Nations	7101 Daniel Road	Wake Forest	NC	27587	501c3	Matching Gift	100
Burning Coal Theater Company	PO Box 90904	Raleigh	NC	97675	501c3	Matching Gift	250
Camp Don Lee	315 Camp Don Lee Road	Arapahoe	NC	28510	501c3	General Support	500
Camp Kesem North Carolina	PO Box 99525	Durham	NC	27708	501c3	Matching Gift	500
Cannon Memorial YMCA	PO Box 46	Kannapolis	NC	28082-3356	501c3	General Support	500
Center for International Understanding	100 E Six Forks Road, Suite 300	Raleigh	NC	27609	501c3	Latino Initiative Dinner	668
Central Bucks Family YMCA	2500 Lower State Road	Doylestown	PA	18901	501c3	General Support	300
Chapel Hill-Carrboro YMCA	980 Martin Luther King Jr. Blvd.	Chapel Hill	NC	27514	501c3	General Support	1,000
Chatham YMCA	PO Box 1861	Pittsboro	NC	27312	501c3	General Support	320
Cleveland County Family YMCA	PO Box 2272	Shelby	NC	28151	501c3	General Support	7,500
Community YMCA	113 TINDALL ROAD	Middletown	NJ	07748	501c3	Healthy Kid Program	1,000
Compassion International	12290 Voyager Parkway	Colorado Springs	CO	80921-3666	501c3	Matching Gift	456
Covenant House	461 Eighth Avenue	New York	NY	10001	501c3	General Support	250
Darkness to Light	7 Radcliffe St., Suite 200	Charleston	SC	29403	501c3	General Support	883
David Posnack JCC	5850 S. Pine Island Road	Davie	FL	33328	501c3	General Support	3,000
Decatur Family YMCA	220 West McKinley Avenue	Decatur	IL	62526	501c3	Youth Scholarship	1,000
Dress for Success Triangle NC	1058 W Club Blvd., Suite 662	Durham	NC	27701	501c3	General Support, Matching Gift	1,250
Duke Hospice	4321 Medical Park Dr., Suite 101	Durham	NC	27704	501c3	General Support	500
Durham Academy, Inc	3601 Ridge Road	Durham	NC	27705	501c3	General Support	2,500
Durham Chapel Hill Jewish Federation	1937 West Cornwallis Road	Durham	NC	27705	501c3	Capital Campaign	5,000
Elon Fund	2600 Campus Box	Elon	NC	27244-9906	501c3	Periclean Scholars	25,000
Eno River Association	4404 Guess Road	Durham	NC	27712	501c3	Environmental Education	500

THE REDWOODS GROUP FOUNDATION

77-0698917

CONTRIBUTIONS FOR THE YEAR ENDING DECEMBER 31, 2011

STATEMENT 17

Payee	Street	City	State	Zip Code	Status	Purpose	Amount
Family YMCA of Baker County	580 Baker Street	Baker City	OR	98714-3125	501c3	Learn to Swim Program	2,000
Family YMCA of Emporia/Greenville	212 Weaver Ave	Emporia	VA	23847	501c3	Capital Campaign	1,000
Family YMCA of Greater Laurens	410 Anderson Drive	Laurens	SC	29360	501c3	Life State Program	500
Fanwood-Scotch Plains YMCA	1340 Maritime Ave	Scotch-Plains	NJ	07076	501c3	Capital Campaign	500
Fayette County Family YMCA	710 Rock Island Street	Vandalia	IL	62471	501c3	General Support	500
Food Bank of Central & Eastern NC	3808 Tarheel Drive	Raleigh	NC	27609	501c3	Matching Gift	100
Frost Valley YMCA	2000 Frost Valley Road	Claryville	NY	12725	501c3	Flood Relief Fund	1,000
Girl Scouts Troop 1539 NC Coastal Pines	6901 Pinecrest Road	Raleigh	NC	27613	501c3	Dollars for Doers	220
Goldsboro Family YMCA	PO Box 10355	Goldsboro	NC	27532	501c3	General Support	500
Greater Marco Family YMCA Inc	PO Box 2529	Marco Island	FL	34146	501c3	Strong Kids Campaign	250
Greater Syracuse YMCA	340 Montgomery Street	Syracuse	NY	13202	501c3	Achieve Healthy Campaign	1,000
Greater Waterbury Family YMCA	136 W. Main Street	Waterbury	CT	06702	501c3	General Support	500
Greenville Metropolitan YMCA	601 E. McBee Ave	Greenville	SC	29601	501c3	Arts Awakening Program	500
Guiding Lights	3724 National Drive, Suite 130	Raleigh	NC	27612	501c3	General Support	500
Habitat for Humanity of Wake County	2420 Raleigh Blvd	Raleigh	NC	27604	501c3	CEO Wake Build, Matching Gifts, Dollars for Doers	7,190
Hanover Area YMCA	500 N. George Street	Hanover	PA	17331	501c3	Capital Campaign, Splash Campaign	2,750
Henderson County YMCA	810 6th Ave W	Hendersonville	NC	28739	501c3	Summer Water Safety	750
Henry County YMCA	300 Wittenbraker Ave	New Castle	IN	47362	501c3	CPR Training	478
Hunterdon County YMCA	1410 Route 22 West	Annandale	NJ	08801	501c3	Strong Kids Campaign	500
Institute of Art Therapy	762 9th Street, #631	Durham	NC	27705	501c3	Dollars for Doers	40
JCC Association	520 Eighth Avenue, 4th Floor	New York	NY	10018	501c3	Maccabi Games	10,000
JCC Metrowest	760 Northfield Ave	West Orange	NJ	07052	501c3	General Support	250
JCC of Central New Jersey	1391 Martine Avenue	Scotch Plains	NJ	07076	501c3	General Support	1,000
JCC of Greater Pittsburgh	5738 Forbes Avenue	Pittsburgh	PA	15217	501c3	General Support	1,000
JCC of Greater Washington	6125 Montrose Road	Rockville	MD	20852	501c3	General Support	1,000
JCC of the Greater St. Paul Area	1375 St. Paul Ave.	St. Paul	MN	55116	501c3	General Support	750
Jewish Community Alliance, Inc	8505 San Jose Blvd.	Jacksonville	FL	32217	501c3	Camp Scholarship	2,000
Jimmy V Foundation	106 Towerview Court	Cary	NC	27513	501c3	Dollars for Doers	80
Joliet YMCA	PO Box 3939	Joliet	IL	60431	501c3	General Support	1,000
Joplin Family YMCA	PO BOX 227	JOPLIN	MO	64802	501c3	Annual Support	2,500
Junior Leadership Durham	PO Box 2492	Durham	NC	27715	501c3	General Support	1,000
K LOVE	PO Box 2098	Omaha	NE	68103-2098	501c3	Matching Gift	50
Lakeland Hills Family YMCA	100 Fanny Road	Mountain Lakes	NJ	07046	501c3	General Support	250
Land Trust Alliance/Southeast Region	PO Box 33355	Raleigh	NC	27636	501c3	Skills Development	1,500
Leadership Triangle	PO Box 611	Durham	NC	27702	501c3	General Support, Matching Gift	5,250
Lee County YMCA	1360 Royal Palm Square Blvd.	Fort Myers	FL	33919	501c3	Summer Camp Program	500
Legacy YMCA	1501 4th Ave. SW	Bessemer	AL	35022	501c3	Water Program	500
Leukemia & Lymphoma Society	403 Harrison Oak Blvd., Suite 200	Cary	NC	27513	501c3	Light the Night Walk, Matching Gift	850
Long Branch Area YMCA	1304 South Missouri Street	Macon	MO	63552-4451	501c3	Strong Kids Campaign	500
Martinsville-Henry County YMCA	3 Starling Ave.	Martinsville	VA	24112	501c3	CPR Training	500
Merrimack Valley YMCA	101 Amesbury Street	Lawrence	MA	01843	501c3	Teen Achievers Program	750
Metro Sarasota Family YMCA	One South School Ave	Sarasota	FL	34237	501c3	Y Achievers Program	1,000
Metrowest YMCA, Inc	280 Old Connecticut Path	Framingham	MA	01701	501c3	General Support	1,000

Payee	Street	City	State	Zip Code	Status	Purpose	Amount
Metuchen Edison Woodbridge YMCA	9 CALVIN PLACE	Metuchen	NJ	08840	501c3	Livestrong Program	1,000
Mississippi Gulf Coast YMCA	1810 Government Street	Ocean Springs	MS	39564	501c3	Strong Kids Campaign	1,000
Montachusett Regional YMCA	55 Wallace Ave.	Fitchburg	MA	01420	501c3	Obesity Prevention	500
Montgomery County Family YMCA	101 E CHERRY STREET	Red Oak	IA	51566	501c3	General Support	1,000
Montgomery YMCA Metro	PO Box 2336	Montgomery	AL	36102	501c3	Kids to Camp Program	500
N C Center for Nonprofits	4404 Guess Road	Durham	NC	27712	501c3	General Support	1,500
N C Center for Public Policy Research	PO Box 430	Raleigh	NC	27602	501c3	General Support	2,000
National Park Service	PO Box 177	Bar Harbor	ME	04609	501c3	General Support	150
NC Center for Int Understanding Council	100 E Six Forks Road, Suite 300	Raleigh	NC	27609	501c3	General Support	4,000
New Castle Community YMCA	20 W Washington Street	New Castle	PA	16101	501c3	Youth Scholarship	500
North Carolina Pottery Center	PO Box 531	Seagrove	NC	27341	501c3	Matching Gift	50
North Penn YMCA	2506 N Broad St	Colmar	PA	18915	501c3	Nursery Scholarship	500
Northern York County YMCA	PO BOX 1001	Biddeford	ME	04005	501c3	Swimming Safety	950
Ocean Community YMCA	95 HIGH STREET	Westerly	RI	02891	501c3	Reach out to Youth	750
Old Colony YMCA	320 Main Street	Brockton	MA	02301	501c3	Annual Campaign	2,500
Olean YMCA	1101 Wayne Street	Olean	NY	14760-369	501c3	Strong Kids Campaign	500
Oshkosh Community YMCA	324 Washington Avenue	Oshkosh	WI	54901	501c3	Strong Kids Campaign	500
Pickens County YMCA	201 Burns Road	Easley	SC	29640	501c3	Operation Save a Life	750
Piscataquis Regional YMCA	48 Park Street	Dover-Foxcroft	ME	04426	501c3	General Support	750
PLM Families Together	PO Box 14395	Raleigh	NC	27620	501c3	Short Term Housing, Dollar for Doers	1,060
Rockland County YMCA	35 South Broadway	Nyack	NY	10960	501c3	Scholarship Program	500
Ronald McDonald House of Chapel Hill	101 Old Mason Farm Road	Chapel Hill	NC	27517	501c3	General Support	250
Ronald McDonald House of Durham	506 Alexander Ave.	Durham	NC	27705	501c3	General Support, Dollar for Doers	290
Shasta County YMCA	1155 N COURT STREET	Redding	CA	96001	501c3	Strong Kids Campaign	750
Sheboygan County YMCA	PO Box 609	Sheboygan	WI	82801	501c3	Partners Youth Campaign	1,000
Silver Bay YMCA of the Adirondacks	87 Silver Bay Road	Silver Bay	NY	12874	501c3	Military Family R&R	10,000
Siouxland YMCA	601 Riverview Drive	South Sioux City	NE	68776	501c3	Capital Campaign	2,000
SJF Institute	101 W. Main Street	Durham	NC	27704	501c3	General Support	11,000
Somerset Valley YMCA	2 Green Street	Somerville	NJ	08876	501c3	General Support	1,000
South County YMCA	PO Box 3728	Peace Dale	RI	02883	501c3	Annual Campaign	500
South Shore YMCA	79 Coddington Street	Quincy	MA	02740	501c3	Girl Power Program	1,000
Southington-Cheshire Community YMC/ 29 HIGH STREET	2200 Gateway Centre Blvd , Suite 201	Southington	CT	06489	501c3	Youth Outreach Program	500
Special Olympics NC	1333 S Mayflower Ave., Suite 400	Morrisville	NC	27560	501c3	Matching Gift	1,000
St Baldrick's Foundation	510 Willow Drive	Monrovia	CA	91016	501c3	General Support, Matching Gift, Dollar for Doers	5,962
Sumter YMCA	609 Gary Street	Sumter	SC	29150	501c3	Change a Life Program	500
Susan G. Komen for the Cure NC Triangle	133 Fayetteville St , Suite 300	Raleigh	NC	27601	501c3	Matching Gift	50
Threshold	1010 Mendenhall Street	Durham	NC	27705	501c3	General Support, Matching Gift, Dollar for Doers	678
Tom A Finch YMCA	324 Blackwell Street, Suite 1220	Thomasville	NC	27360	501c3	School Age Care Program	1,000
Triangle Community Foundation	PO Box 110387	Durham	NC	27701	501c3	General Support	7,500
United Way of the Greater Triangle	761 E International Speedway Blvd	RTP	NC	27560	501c3	General Support, Matching Gift	127,883
Volusia Flagler Family YMCA	6617 Quiet Cove Court	Deland	FL	32724	501c3	Child Swim Program	500
WATER.ORG	PO Box 897	Raleigh	NC	27612	501c3	Safe Water	500
WCPE		Wake Forest	NC	27588	501c3	Matching Gift	100

Payee	Street	City	State	Zip Code	Status	Purpose	Amount
Wenatchee Valley YMCA	PO BOX 1974	Wenatchee	WA	98807	501c3	Partners Youth Campaign	250
West Morris Area YMCA	14 DOVER CHESTER ROAD	Randolph	NJ	07869	501c3	Strong Kids Campaign	500
Westfield Area YMCA	220 Clark Street	Westfield	NJ	07090-4021	501c3	Strong Kids Campaign	500
Westport Public Library	220 Jesup Road	Westport	CT	06880	501c3	General Support	500
Wood River Community YMCA	PO Box 6801	Ketchum	ID	83340	501c3	General Support	500
World Wildlife Fund	1250 24th Street NW	Washington	DC	20037	501c3	Matching Gift	50
WUNC	PO Box 8880	Chapel Hill	NC	27515	501c3	Matching Gift	100
YMCA of Akron Ohio	209 S Main Street, Suite 501	Akron	OH	44308	501c3	Matching Gift	1,000
YMCA of Arlington TX	2200 S. Davis Drive	Arlington	TX	76013	501c3	Urban Swim Program	500
YMCA of Attleboro	63 N Main Street	Attleboro	MA	02703-2211	501c3	General Support	750
YMCA of Beaufort County	1801 Richmond Avenue	Port Royal	SC	29935	501c3	Afterschool Program	500
YMCA of Billings	402 N 32nd Street	Billings	MT	59101	501c3	Lifeguard Staff Grant	10,000
YMCA of Calhoun County	1715 Wood Street	Fulton	MO	65251	501c3	Strong Kids Campaign	250
YMCA of Cass and Clay Counties	400 1st Ave S	Fargo	ND	58103-1991	501c3	Annual Campaign	750
YMCA of Central Ohio	40 West Long Street	Columbus	OH	43215	501c3	General Support	750
YMCA of Central VA	801 Wyndhurst Drive	Lynchburg	VA	24502	501c3	Starting Healthy	1,000
YMCA of Cumberland MD	601 Kelly Road	Cumberland	MD	21502	501c3	Camp Bright Star	500
YMCA of Dodge County	220 Corporate Drive	Beaver Dam	WI	53916	501c3	Teen Wellness Center	500
YMCA of Greater Dayton	111 W. First Street	Dayton	OH	45402	501c3	Urban Youth Program	500
YMCA of Greater Erie	31 West 10th Street	Erie	PA	16501	501c3	Capital Campaign, Matching Gift	5,150
YMCA of Greater Grand Rapids	475 Lake Michigan Drive NW	Grand Rapids	MI	49504	501c3	Healthy U Program	1,000
YMCA of Greater Kansas City	3100 Broadway, Suite 1020	Kansas City	MO	64111	501c3	Learn to Swim Program	5,000
YMCA of Greater Manchester	30 Mechanic Street	Manchester	NH	03101	501c3	Water Safety	2,000
YMCA of Greater Oklahoma City	500 NORTH BROADWAY	Oklahoma City	OK	73102	501c3	Strong Kids Campaign	1,500
YMCA of Greater Omaha	430 S 20th Street	Omaha	NE	68102	501c3	Youth Development Program	1,000
YMCA of Greater Providence	371 Pine Street	Providence	RI	02903	501c3	Y on the Move Program	1,500
YMCA of Greater Richmond	2 West Franklin Street	Richmond	VA	23220	501c3	Afterschool Program	1,500
YMCA of Greater Rochester	444 East Main Street	Rochester	NY	14604	501c3	Annual Campaign	2,000
YMCA of Greater San Antonio	3233 N St Mary's	San Antonio	TX	78228	501c3	General Support	1,000
YMCA of Greater Seattle	909 4th Avenue	Seattle	WA	98104	501c3	Capital Campaign	10,000
YMCA of Honolulu	1441 PALI HWY	Honolulu	HI	96813	501c3	Capital Campaign, Strong Communities	7,000
YMCA of Kewanee	315 W 1ST STREET	Kewanee	IL	61443	501c3	Strong Kids Campaign	500
YMCA of Lafayette Indiana	1950 S. 18th Street	Lafayette	IN	47905	501c3	General Support	500
YMCA of LaPorte, IN	901 Michigan Avenue	LaPorte	IN	46350	501c3	General Support	750
YMCA of Metro Chattanooga	301 West Sixth Street	Chattanooga	TN	37402	501c3	Capital Youth Campaign	2,000
YMCA of Metro Detroit	1401 Broadway Avenue	Detroit	MI	48226	501c3	General Support	1,650
YMCA of Metro Hartford	241 Trumbull Street	Hartford	CT	06103	501c3	General Support	1,500
YMCA of Metropolitan Lansing	119 N Washington Square	Lansing	MI	48933	501c3	Hope Scholars	500
YMCA of Middle TN	900 Church Street	Nashville	TN	37203	501c3	Urban Services Program	2,500
YMCA of Montclair	25 Park Street	Montclair	NJ	07042	501c3	Strong Kids Campaign	500
YMCA of Northwest NC	301 N Main Street, Suite 1900	Winston-Salem	NC	27101	501c3	General Support	1,250
YMCA of Philadelphia & Vicinity	2000 Market Street	Philadelphia	PA	19103	501c3	Water Sport Education	10,000
YMCA of San Diego County	3708 Ruffin Road	San Diego	CA	92123	501c3	Youth Support Program	5,000

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