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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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 07-01-2011 , and ending 06-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
PRINCE ELDRED AND SARAH WOOTEN FOUN

A Employer identification number
56-6429281

Number and street (or P O box number if mail is not delivered to street address)
BRANCH BANKING TRUST-BOX 2907 TRU

Room/suite

B Telephone number (see page 10 of the instructions)
(910) 914-9108

City or town, state, and ZIP code
WILSON, NC 278942907

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)**\$** 1,573,400

J Accounting method ☐ Cash ☐ Accrual
☐ Other (specify)
(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 page 11 of the instructions))		(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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	34,552	34,552		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	38,448			
	b Gross sales price for all assets on line 6a _____ 638,178				
	7 Capital gain net income (from Part IV, line 2)		38,448		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	73,000	73,000		
	13 Compensation of officers, directors, trustees, etc	6,375	6,375		
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule).				0
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see page 14 of the instructions)	2,257			0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule).	20	20		
	24 Total operating and administrative expenses. Add lines 13 through 23	8,652	6,395	0	0
	25 Contributions, gifts, grants paid.	77,500			77,500
	26 Total expenses and disbursements. Add lines 24 and 25	86,152	6,395	0	77,500
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-13,152			
	b Net investment income (if negative, enter -0-)		66,605		
	c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

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	61	27	27
	2	Savings and temporary cash investments	118,370	12,402	12,402
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach 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)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,400,949	1,493,704	1,560,971
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,519,380	1,506,133	1,573,400

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	

Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,519,380	1,506,133	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,519,380	1,506,133	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,519,380	1,506,133	

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	1,519,380
2	Enter amount from Part I, line 27a	2	-13,152
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,506,228
5	Decreases not included in line 2 (itemize) ▶ _____	5	95
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,506,133

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 Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
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	38,448
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	66,206	1,583,143	0 041819
2009	1,500	1,355,604	0 001107
2008	1,994	29,869	0 066758
2007	2,165	40,437	0 05354
2006	2,132	44,855	0 047531

2	Total of line 1, column (d).	2	0 210755
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 042151
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,573,751
5	Multiply line 4 by line 3.	5	66,335
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	666
7	Add lines 5 and 6.	7	67,001
8	Enter qualifying distributions from Part XII, line 4.	8	77,500

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	666
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	666
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	666
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,724	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	1,724
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
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	1,058
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 668	Refunded ☐	11	390

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
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)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
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?	2		No
	If "Yes," attach a detailed description of the activities.			
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	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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?	6	Yes	
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	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ SC _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of BRANCH BANKING & TRUST Telephone no (843) 413-4275 Located at WEALTH MANAGEMENT-1831 EVANS ST 2ND FLORENCE SC ZIP+4 29501			
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.			
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?	15		
			Yes	No
	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		No

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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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			
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 page 20 of the instructions).	2b		No
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?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	☐	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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
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?		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 page 22 of the 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
BRANCH BANKING AND TRUST COMPANY 1831 EVANS STREET FLORENCE, SC 29501	TRUSTEE 10	6,375		
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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

3 Five highest-paid independent contractors for professional services (see page 23 of the 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
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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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

1	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3.

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,597,717
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,597,717
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	1,597,717
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	23,966
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,573,751
6	Minimum investment return. Enter 5% of line 5.	6	78,688

Part XI

Distributable Amount (see page 25 of the 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	78,688
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	666
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	666
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	78,022
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	78,022
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	78,022

Part XII

Qualifying Distributions (see page 25 of the 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	77,500
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	77,500
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 page 26 of the instructions).	5	666
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	76,834
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				78,022
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			77,435	
b Total for prior years 2009 , 20____ , 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				0
b From 2007.				0
c From 2008.				0
d From 2009.				0
e From 2010.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 77,500				
a Applied to 2010, but not more than line 2a			77,435	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				65
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				77,957
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007. . . .				0
b Excess from 2008. . . .				0
c Excess from 2009. . . .				0
d Excess from 2010. . . .				0
e Excess from 2011. . . .				0

Part XIV

Private Operating Foundations (see page 27 of the 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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

BRANCH BANKING AND TRUST
1831 WEVANS ST- WEALTH MANAGEMENT
FLORENCE, SC 29501
(843) 413-4249

b

The form in which applications should be submitted and information and materials they should include

EXEMPT STATUS, FED ID#, NAME OF ORGANIZATION PURPOSE OF ORGANIZATION, DUTIES OF ORGANIZATION

c

Any submission deadlines

NO SUBMISSION DEADLINE

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NO RESTRICTIONS OR LIMITATIONS ON AWARDS

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 Additional Data Table				
Total			3a	77,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	34,552	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	38,448	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .				73,000	
13 Total. Add line 12, columns (b), (d), and (e).			13		73,000

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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

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 or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-08-08	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature		Date	Check if self-employed ☒
Firm's name			Firm's EIN		
Firm's address			Phone no		

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☒ No

Additional Data

Software ID:
Software Version:
EIN: 56-6429281
Name: PRINCE ELDRED AND SARAH WOOTEN FOUN

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
860 ABB LTD SPONSORED ADR			2011-10-04
350 ACTIVISION BLIZZARD INC COMMON		2010-02-05	2011-10-04
350 ALCOA INC		2011-05-19	2011-10-04
330 ALCOA INC		2010-11-24	2011-10-04
45 APPLE COMPUTER CORPORATION COMMON		2010-09-24	2011-10-04
200 CENOVUS ENERGY INC		2011-02-04	2011-10-04
150 CENOVUS ENERGY INC		2010-11-24	2011-10-04
290 CISCO SYSTEMS		2011-05-19	2011-10-04
180 CISCO SYSTEMS		2010-09-24	2011-10-04
911 737 CREDIT SUISSE COMMODITY RETURN STRATEGY INSTITUTIONAL SHS FD 2		2010-02-05	2011-10-04
280 DELL INC		2010-02-05	2011-10-04
140 EBAY INC		2010-01-07	2011-10-04
85 ENERGIZER HOLDINGS INC		2010-09-24	2011-10-04
3558 061 FEDERATED SHORT TERM INCOME FUND CL Y FU		2009-12-18	2011-10-04
1493 103 GOLDMAN SACHS ENHANCED INCOME FUND #1999		2011-05-19	2011-10-04
8 GOOGLE INC CL A		2008-12-16	2011-10-04
30 INTERNATIONAL BUSINESS MACHINES CORP		2010-09-24	2011-10-04
160 ISHARES SILVER TRUST		2009-12-18	2011-10-04
310 MEDTRONIC INC		2010-09-24	2011-10-04
90 MONSANTO CO COMMON		2009-12-18	2011-10-04
535 507 PIMCO LOW DURATION INSTITUTIONAL		2010-02-05	2011-10-04
2473 477 PRUDENTIAL SHORT TERM CORPORATE BOND FUN		2010-09-24	2011-10-04
90 SCHLUMBERGER LTD			2011-10-04
3493 054 STERLING CAPITAL SHORT-TERM BOND FUND IN			2011-10-04
1550 348 STERLING CAPITAL SHORT-TERM BOND FUND IN			2011-10-04
250 THERMO ELECTRON COMMON		2011-02-04	2011-10-04
90 YUM! BRANDS, INC COMMON		2010-09-24	2011-10-04
140 TE CONNECTIVITY LTD		2011-05-19	2011-10-04
170 TE CONNECTIVITY LTD		2010-09-24	2011-10-04
392 BB&T CORP			2012-02-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
500 BB&T CORP		2008-12-09	2012-03-14
700 BB&T CORP		2008-12-09	2012-03-16
500 BB&T CORP		2008-12-09	2012-03-27
650 NATURAL RESOURCE PARTNERS LP		2011-10-04	2012-03-27
390 746 AQR MANAGED FUTURES STRATEGY FUND INST C		2011-10-04	2012-03-30
300 459 MARKETFIELD FD INST CL FUND # 6529		2011-10-04	2012-03-30
9 APPLE COMPUTER CORPORATION COMMON		2010-09-24	2012-04-30
320 ARCHER DANIELS MIDLAND COMPANY		2011-10-04	2012-04-30
100 EMERSON ELECTRIC COMPANY		2008-12-16	2012-04-30
29 124 FAIRHOLME FUND FD 1		2011-10-04	2012-04-30
193 445 FAIRHOLME FUND FD 1			2012-04-30
79 464 HARBOR INTERNATIONAL FUND		2011-10-04	2012-04-30
670 116 HARBOR INTERNATIONAL FUND			2012-04-30
460 INTEL CORPORATION		2009-12-18	2012-04-30
150 ISHARES BARCLAYS TIPS BOND FUND			2012-04-30
200 ISHARES MSCI EMERGING MKTS INDEX FUND			2012-04-30
120 ISHARES MSCI EMERGING MKTS INDEX FUND			2012-04-30
386 I SHARES EAFE INDEX FUND			2012-04-30
280 ISHARES RUSSELL MIDCAP INDEX FUND			2012-04-30
80 CEF ISHARES TR S&P		2011-10-04	2012-04-30
180 CEF ISHARES TR S&P			2012-04-30
750 829 LAZARD EMERGING MKTS PORTFOLIO INST CLAS			2012-04-30
51 546 LAZARD EMERGING MKTS PORTFOLIO INST CLAS		2011-10-04	2012-04-30
80 MONSANTO CO COMMON		2009-12-18	2012-04-30
340 OMNICOM GROUP INCORPORATED		2011-10-04	2012-04-30
685 086 STERLING CAPITAL SPECIAL OPPORTUNITIES FUND INST CL FUND # 321			2012-04-30
253 028 STERLING CAPITAL SPECIAL OPPORTUNITIES FUND INST CL FUND # 321		2011-10-04	2012-04-30
10 TEVA PHARMACEUTICAL INDS LTD ADR		2011-10-04	2012-04-30
340 TEVA PHARMACEUTICAL INDS LTD ADR			2012-04-30
110 TRANSOCEAN LTD		2009-09-11	2012-04-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
500 BB&T CORP		2008-12-09	2012-05-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,896		14,567	-671
4,081		3,571	510
3,045		5,848	-2,803
2,871		4,392	-1,521
16,327		13,174	3,153
5,590		6,831	-1,241
4,193		4,381	-188
4,370		4,865	-495
2,713		3,992	-1,279
7,349		7,130	219
3,914		3,715	199
3,958		3,266	692
5,516		6,071	-555
30,564		30,244	320
14,140		14,289	-149
3,890		2,517	1,373
5,120		4,009	1,111
4,584		2,725	1,859
9,737		10,551	-814
5,466		7,256	-1,790
5,489		5,559	-70
27,975		28,841	-866
5,073		5,535	-462
32,555		33,733	-1,178
14,449		14,848	-399
12,257		13,948	-1,691
4,334		4,187	147
3,810		5,143	-1,333
4,627		4,957	-330
11,827		11,757	70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,178		14,988	190
21,728		20,983	745
15,741		14,988	753
16,226		15,843	383
3,712		3,927	-215
4,498		3,927	571
5,262		2,635	2,627
9,827		7,642	2,185
5,238		3,196	2,042
875		678	197
5,815		6,445	-630
4,715		3,918	797
39,765		36,084	3,681
13,045		8,977	4,068
17,916		16,164	1,752
8,418		8,358	60
5,051		5,435	-384
20,678		18,215	2,463
30,860		21,625	9,235
6,030		4,504	1,526
13,567		9,335	4,232
14,431		14,561	-130
991		865	126
6,084		6,449	-365
17,384		12,615	4,769
12,784		7,771	5,013
4,722		3,927	795
456		354	102
15,514		19,467	-3,953
5,496		8,964	-3,468

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
16,245		14,988	1,257

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-671
			510
			-2,803
			-1,521
			3,153
			-1,241
			-188
			-495
			-1,279
			219
			199
			692
			-555
			320
			-149
			1,373
			1,111
			1,859
			-814
			-1,790
			-70
			-866
			-462
			-1,178
			-399
			-1,691
			147
			-1,333
			-330
			70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			190
			745
			753
			383
			-215
			571
			2,627
			2,185
			2,042
			197
			-630
			797
			3,681
			4,068
			1,752
			60
			-384
			2,463
			9,235
			1,526
			4,232
			-130
			126
			-365
			4,769
			5,013
			795
			102
			-3,953
			-3,468

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,257

Form 990PF Part XV Line 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				
TEACH FOR AMERICA315 W 36TH ST 7TH FLOOR NEW YORK,NY 10018	NONE	EXEMPT	CHARITABLE	2,000
SHEPHERD CENTER FOUNDATION INC2020 PEACHTREE ROAD NW ATLANTA,GA 30309	NONE	EXEMPT	CHARITABLE	1,000
SOUP KITCHEN OF SPARTANBURG438 N CHURCH STREET SPARTANBURG,SC 29303	NONE	EXEMPT	CHARITABLE	3,000
LORIS SEACOAST HEALTHCARE FOUNDATION4000 HWY 9 EAST LITTLE RIVER,SC 29566	NONE	EXEMPT	CHARITABLE	5,000
HOMES FOR OUR TROOPS INC6 MAIN STREET TAUNTON,MA 02780	NONE	EXEMPT	CHARITABLE	3,000
WAKE FOREST UNIVERSITYP O BOX 7227 WINSTONSALEM,NC 27109	NONE	EXEMPT	CHARITABLE	4,000
SOUTHEASTERN COMMUNITY COLLEGE FOUNDATION INCP O BOX 151 WHITEVILLE,NC 28472	NONE	EXEMPT	CHARITABLE	4,000
FIRST PRESBYTERIAN CHURCH393 EAST MAIN STREET SPARTANBURG,SC 29302	NONE	EXEMPT	CHARITABLE	3,000
SOUTH CAROLINA HISTORICAL SOCIETY100 MEETING STREET CHARLESTON,SC 29401	NONE	EXEMPT	CHARITABLE	1,000
CONNIE MAXWELL CHILDREN'S HOME C/O DR BEN DAVIS PRESIDENTPO BOX 1178 GREENWOOD,SC 29648	NONE	EXEMPT	CHARITABLE	3,000
FIRST BAPTIST CHURCH OF SPARTANBURG INC SPARTANBURG,SC 29306	NONE	EXEMPT	CHARITABLE	2,000
GEORGETOWN MEMORIAL HOSPITALPO BOX 421718 GEORGETOWN,SC 294421718	NONE	EXEMPT	CHARITABLE	2,000
COASTAL EDUCATIONAL FOUNDATION INCR T 6 BOX 275 CONWAY,SC 29526	NONE	EXEMPT	CHARITABLE	5,000
LORIS METHODIST CHURCH3507 BROAD STREET LORIS,SC 29569	NONE	EXEMPT	CHARITABLE	2,000
BROOKGREEN GARDENSP O BOX 3368 PAWLEYS ISLAND,SC 29585	NONE	EXEMPT	CHARITABLE	2,500
LORIS FIRST BAPTIST CHURCH3117 MAIN STREET LORIS,SC 29569	NONE	EXEMPT	CHARITABLE	3,000
CLEMSON UNIVERSITY FOUNDATIONP O BOX 1889 CLEMSON,SC 29631	NONE	EXEMPT	CHARITABLE	4,000
BELLE W BARUCH FOUNDATION22 HOB CAW ROAD GEORGETOWN,SC 29440	NONE	EXEMPT	CHARITABLE	1,000
MOBILE MEAL SERVICE OF SPARTANBURG COUNTY INCP O BOX 461 SPARTANBURG,SC 29304	NONE	EXEMPT	CHARITABLE	3,000
HORRY COUNTY MEMORIAL LIBRARY ENDOWMENT FD1008 5TH AVE CONWAY,SC 29526	NONE	EXEMPT	CHARITABLE	1,000
THE HAVEN INCP O BOX 2914 SPARTANBURG,SC 29304	NONE	EXEMPT	CHARITABLE	2,000
MAPLE BAPTIST CHURCH4500 HWY 65 CONWAY,SC 29526	NONE	EXEMPT	CHARITABLE	2,000
HABITAT FOR HUMANITY INTERNATIONAL INC SPARTANBURG,SC 293024346	NONE	EXEMPT	CHARITABLE	3,000
PEE DEE LAND TRUSTP O BOX 4 DARLINGTON,SC 29540	NONE	EXEMPT	CHARITABLE	1,000
THE SALVATION ARMYP O BOX 2909 SPARTANBURG,SC 29304	NONE	EXEMPT	CHARITABLE	2,000
SAMARITANS PURSEPO BOX 3000 BOONE,NC 28607	NONE	EXEMPT	CHARITABLE	3,000
MERCY CARE8216 DEVON COURT MYRTLE BEACH,SC 29572	NONE	EXEMPT	CHARITABLE	2,000
HORRY COUNTY MUSEUM FOUNDATION438 MAIN STREET CONWAY,SC 29526	NONE	EXEMPT	CHARITABLE	1,000
FORT SANDERS FOUNDATION1901 CLINCH AVENUE KNOXVILLE,TN 37916	NONE	EXEMPT	CHARITABLE	2,000
YOUTH EMPOWERMENT THROUGH ARTS ARTS & HUMANTIESP O BOX 331561 MURFREESBORO,TN 371331561	NONE	EXEMPT	CHARITABLE	1,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
YOUNG LIFE INC420 N CASCADE AVENUE COLORADO SPRINGS, CO 80903	NONE	EXEMPT	CHARITABLE	4,000
Total  3a				77,500

TY 2011 Other Decreases Schedule

Name: PRINCE ELDRED AND SARAH WOOTEN FOUN

EIN: 56-6429281

Description	Amount
MUTUAL FUND ADJ REC/REPORTED	95

TY 2011 Other Expenses Schedule

Name: PRINCE ELDRED AND SARAH WOOTEN FOUN

EIN: 56-6429281

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSES - 2%	20	20		0

TY 2011 Taxes Schedule**Name:** PRINCE ELDRED AND SARAH WOOTEN FOUN**EIN:** 56-6429281

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	113	0		0
FEDERAL TAX PAYMENT - PRIOR YE	162	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,724	0		0
FOREIGN TAXES ON QUALIFIED FOR	244	0		0
FOREIGN TAXES ON NONQUALIFIED	14	0		0