



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

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

OMB No 1545-0052

**2011**

Department of the Treasury  
Internal Revenue Service

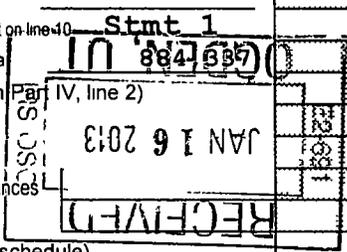
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

**For calendar year 2011 or tax year beginning 09/01/11, and ending 08/31/12**

Name of foundation <b>Curtis Foundation, Inc.</b>		A Employer identification number <b>58-1969978</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1910 Wrayswood Road</b>	Room/suite	B Telephone number (see instructions) <b>706-453-1605</b>
City or town, state, and ZIP code <b>Watkinsville GA 30677</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return, <input type="checkbox"/> Final return, <input type="checkbox"/> Address change, <input type="checkbox"/> Initial return of a former public charity, <input type="checkbox"/> Amended return, <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation, <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust, <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 1,052,028</b>	J Accounting method: <input checked="" type="checkbox"/> Cash, <input type="checkbox"/> Accrual, <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

SCANNED JAN 2 2013

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	25,380	25,380		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 40 <b>Stmt 1</b>	45,133			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		45,133		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	<b>Total.</b> Add lines 1 through 11	70,513	70,513	0	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) <b>Stmt 2</b>	975	975		
c	Other professional fees (attach schedule) <b>Stmt 3</b>	7,478	7,478		
17	Interest				
18	Taxes (attach schedule) (see instructions) <b>Stmt 4</b>	1,249			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att. sch) <b>Stmt 5</b>	50	50		
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	9,752	8,503	0	0
25	Contributions, gifts, grants paid	35,700			35,700
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	45,452	8,503	0	35,700
27	Subtract line 26 from line 12:				
a	<b>Excess of revenue over expenses and disbursements</b>	25,061			
b	<b>Net investment income</b> (if negative, enter -0-)		62,010		
c	<b>Adjusted net income</b> (if negative, enter -0-)			0	



For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

20944

Part III	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				
	2	Savings and temporary cash investments	6,484	40,189	40,189	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (att. schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule) <b>See Stmt 6</b>	1,021,661	1,011,839	1,011,839	
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach sch) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach sch) ▶					
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,028,145	1,052,028	1,052,028		
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	1,028,145	1,052,028		
30	<b>Total net assets or fund balances</b> (see instructions)	1,028,145	1,052,028			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,028,145	1,052,028			

**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	1,028,145
2	Enter amount from Part I, line 27a	2	25,061
3	Other increases not included in line 2 (itemize) ▶ <b>See Statement 7</b>	3	1
4	Add lines 1, 2, and 3	4	1,053,207
5	Decreases not included in line 2 (itemize) ▶ <b>See Statement 8</b>	5	1,179
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	1,052,028

**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.)
<b>1a Capital Gain Distribution</b>			
<b>b SEE CAPITAL GAIN SCH ATTACHED</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a 15,273</b>			<b>15,273</b>
<b>b 869,064</b>		<b>839,204</b>	<b>29,860</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) F M V as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any	
<b>a</b>			<b>15,273</b>
<b>b</b>			<b>29,860</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]	<b>2</b>	<b>45,133</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>	[ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 ]	<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	51,000	1,062,388	0.048005
2009	54,825	975,857	0.056181
2008	67,018	867,185	0.077282
2007	68,000	1,316,539	0.051651
2006	61,150	1,364,433	0.044817

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>0.277936</b>
<b>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</b>	<b>3</b>	<b>0.055587</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>	<b>4</b>	<b>1,013,513</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>56,338</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>620</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>56,958</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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	<b>8</b>	<b>35,700</b>

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

<b>1a</b>	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. <b>(attach copy of letter if necessary—see instructions)</b>		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>1,240</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>1,240</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>1,240</b>
<b>6</b>	Credits/Payments		
<b>a</b>	2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	<b>22</b>
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	<b>1,262</b>
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>2</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <b>\$</b> _____ <b>(2)</b> On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <b>\$</b> _____		
<b>2</b> 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.		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> 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	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>GA</b>		
<b>b</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	<b>X</b>	
<b>9</b> 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		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

N/A

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b>	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)			<b>X</b>
<b>12</b>	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)			<b>X</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <b>N/A</b>	<b>X</b>		
<b>14</b>	The books are in care of ▶ <b>RICHARD B CURTIS, JR</b>	Telephone no ▶ <b>706-453-1605</b>		
	Located at ▶ <b>1910 WRAYSWOOD ROAD WATKINSVILLE GA ZIP+4 ▶ 30677</b>			
<b>15</b>	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	<b>15</b>	<input type="checkbox"/>	
<b>16</b>	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 ▶	<b>16</b>	Yes	No <b>X</b>

**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
<b>1a</b> During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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	<b>N/A</b> ▶ <input type="checkbox"/>	<b>1b</b>	
<b>c</b> 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?	<b>N/A</b>	<b>1c</b>	
<b>2</b> 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))			
<b>a</b> At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ▶ 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 )	<b>N/A</b>	<b>2b</b>	
<b>c</b> 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			
<b>3a</b> 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>b</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 )	<b>N/A</b>	<b>3b</b>	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		<b>4a</b>	<b>X</b>
<b>b</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?		<b>4b</b>	<b>X</b>

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

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

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No **6b** **X**

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?  Yes  No **N/A** **7b**

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

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

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

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

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

**0**

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

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

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

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 <b>N/A</b>	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 <b>N/A</b>	
2	
All other program-related investments See instructions	
3	

**Total. Add lines 1 through 3** ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>1,019,674</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>9,273</b>
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>1,028,947</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>1,028,947</b>
<b>4</b>	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	<b>15,434</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	<b>1,013,513</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>50,676</b>

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>50,676</b>
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	<b>1,240</b>
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI )	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>1,240</b>
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	<b>49,436</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>49,436</b>
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	<b>49,436</b>

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	<b>35,700</b>
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the.		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>35,700</b>
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	<b>0</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>35,700</b>

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7				<b>49,436</b>
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			<b>35,642</b>	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>35,700</u>				
<b>a</b> Applied to 2010, but not more than line 2a			<b>35,642</b>	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2011 distributable amount				<b>58</b>
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				<b>49,378</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test—enter.					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )  
**See Statement 9**

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest  
**N/A**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number of the person to whom applications should be addressed  
**N/A**

**b** The form in which applications should be submitted and information and materials they should include  
**N/A**

**c** Any submission deadlines:  
**N/A**

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.  
**N/A**

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year <b>SEE SCHEDULE</b>				<b>35,700</b>
<b>Total</b>			▶ <b>3a</b>	<b>35,700</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ <b>3b</b>	





## Federal Statements

### Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
SEE ATTACHED	Various	Various	Various	Purchase	\$ 869,064	\$ 839,204	\$	\$	\$ 29,860
Total					\$ 869,064	\$ 839,204	\$ 0	\$ 0	\$ 29,860

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION	\$ 975	\$ 975	\$	\$
Total	\$ 975	\$ 975	\$ 0	\$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	\$ 7,478	\$ 7,478	\$	\$
Total	\$ 7,478	\$ 7,478	\$ 0	\$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PRIOR YEAR EXCISE TAX PAID	\$ 1,249	\$	\$	\$
Total	\$ 1,249	\$ 0	\$ 0	\$ 0

### Federal Statements

#### Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
OFFICE EXPENSE	50	50		
Total	50	50	0	0

A10862 Curtis Foundation, Inc.  
 58-1969978  
 FYE: 8/31/2012

## Federal Statements

### Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	\$ 1,021,661	\$ 1,011,839	Market	\$ 1,011,839
Total	\$ 1,021,661	\$ 1,011,839		\$ 1,011,839

## Federal Statements

### Statement 7 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
ROUNDING	\$ <u>1</u>
Total	\$ <u><u>1</u></u>

### Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
UNREALIZED DECREASE IN MARKET VALUE OF SECURITIES	\$ <u>1,179</u>
Total	\$ <u><u>1,179</u></u>

## Federal Statements

### Statement 9 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

<u>Name of Manager</u>	<u>Amount</u>
JOHN & CYNTHIA SMITH	\$ 59,750
LUCY C OGLETREE	19,500
RICHARD B CURTIS, JR	126,976
THOMAS R CURTIS	258,923
Total	\$ <u>465,149</u>

THE CURTIS FOUNDATION  
DONATIONS PAID 9/01/11 THROUGH 8/31/12

University of Georgia Scholarship Committee Chairman Animal & Dairy Science Complex Athens, Georgia 30602-2771 \$3,000.00 Scholarship Fund	New Springfield Baptist Church P.O. Box 503 Greensboro, GA 30642 \$600.00 Greene County UGA Leadership
Salem Academy & College Winston-Salem, NC 27108 \$3,000.00 Scholarship Fund	Arline Davis After School Tutoring Service Inc. P.O. Box 36 Greensboro, GA 30642 \$500.00
John & Cynthia Smith Fundraising Committee Co-Chairs Festival Hall PO Box 741 Greensboro, GA 30642 \$3,000.00 Bell	Sparrow's Nest Mission Church P.O. Box 1972 Athens, GA 30603 \$1,900.00 General Fund
Church of The Redeemer P.O. Box 93 Greensboro, GA 30642 \$7,000.00 General Fund	Circle of Love Center, Inc. P.O. Box 641 Greensboro, GA 30642 \$3,000.00 General Fund
Penfield Christian Home, Inc. 1061 Mercer Circle Union Point, GA 30669 \$1,000.00 General Fund	Nathanael Greene Academy 2731 Highway 15 South Siloam, Georgia 30665 \$1,000.00
Greene County Habitat For Humanity 1373 Willow Run Road Greensboro, GA 30642 \$1,000.00 General Fund	Diana O'Keefe Chair, Greene County Action Team Ferst Books Foundation 1011 Yazoo Fishery Greensboro, GA 30642 \$800.00 for Children's books
Greene County 4-H Greene County Extension 1180 C Weldon Smith Drive Greensboro, GA 30642 \$1,000.00 Special Equipment	Greene County Boys & Girl Club P.O. Box 474 Greensboro GA 30642 \$900.00
Linden Linthicum UMC P.O. Box 165 12101 Linden Linthicum Lane Clarksville, Maryland 12029 \$8,000.00 General Fund	TOTAL GIFTS MADE FYE 8/31/12    \$ 35,700

Curtis Foundation officers

Lucy Ogletree  
President  
1311 Wrayswood Road  
Watkinsville, GA 30677

Beth Crumbley  
Secretary  
1090 Wrayswood Rd  
Watkinsville, GA 30677

Richard Curtis  
Treasurer  
1910 Wrayswood Road  
Watkinsville, GA 30677

John Smith  
Director  
5601 Athens Highway  
Greensboro, GA 30642

Lily Hymas  
Director  
1998 Shipwreck CT  
Buford, GA 30518

Robert Lewis  
Director  
204 South Main Street  
Greensboro, GA 30642

Thomas R. Curtis  
Director  
4280 Ten Oaks Drive  
Dayton, MD 21036

THE CURTIS FOUNDATION  
 CAPITAL GAIN/LOSS REPORT  
 9/1/2011 through 8/31/2012

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
<b>SHORT TERM</b>							
407-70973	Templeton Global Bond Fund Advisor Class	9.573	2/18/2011	2/6/2012	125.98	128.1	-2.12
407-70973	Templeton Global Bond Fund Advisor Class	9.759	3/18/2011	2/6/2012	128.43	130.59	-2.16
407-70973	Templeton Global Bond Fund Advisor Class	9.44	4/20/2011	2/6/2012	124.23	126.32	-2.09
407-70973	Templeton Global Bond Fund Advisor Class	9.582	5/19/2011	2/6/2012	126.1	128.22	-2.12
407-70973	Templeton Global Bond Fund Advisor Class	9.572	6/20/2011	2/6/2012	125.97	128.09	-2.12
407-70973	Templeton Global Bond Fund Advisor Class	9.592	7/20/2011	2/6/2012	126.23	128.36	-2.13
407-70973	Templeton Global Bond Fund Advisor Class	9.717	8/18/2011	2/6/2012	127.88	130.03	-2.15
407-70973	Templeton Global Bond Fund Advisor Class	10.044	9/20/2011	2/6/2012	132.18	134.4	-2.22
407-70973	Templeton Global Bond Fund Advisor Class	10.321	10/20/2011	2/6/2012	135.82	138.11	-2.29
407-70973	Templeton Global Bond Fund Advisor Class	10.468	11/18/2011	2/6/2012	137.76	140.08	-2.32
407-70973	Templeton Global Bond Fund Advisor Class	52.081	12/20/2011	2/6/2012	685.39	696.93	-11.54
407-70973	Templeton Global Bond Fund Advisor Class	16.464	12/20/2011	2/6/2012	216.67	220.31	-3.64
407-70973	Templeton Global Bond Fund Advisor Class	10.952	1/20/2012	2/6/2012	144.13	146.56	-2.43
407-70973	Forward Tactical Growth Fund	388.199	9/20/2011	2/6/2012	10,089.30	9,998.74	90.56
407-70973	Forward Tactical Growth Fund	2.054	12/15/2011	2/6/2012	53.38	52.9	0.48
407-70973	Ivy Asset Strategy Fund	18.217	12/8/2011	2/6/2012	457.25	405.31	51.94
407-70973	Natix Fds-Asg Global Alternatives Fund	1,000.91	5/26/2011	2/6/2012	10,769.79	11,000.00	-230.21
407-70973	Rydex SGI Managed Futures Strategy Fund	385.802	5/26/2011	2/6/2012	9,023.91	10,000.00	-976.09
407-70973	Rowe T Price Spectrum Fd Inc	19.188	12/22/2011	4/10/2012	356.13	296.57	59.56
407-70973	Rowe T Price Spectrum Fd Inc	2.132	12/22/2011	4/10/2012	39.57	32.95	6.62
407-70973	Franklin Income Advisor Class	7,009.35	2/6/2012	4/10/2012	14,789.72	15,001.51	-211.79
407-70973	Franklin Income Advisor Class	37.968	3/6/2012	4/10/2012	80.11	81.26	-1.15
407-70973	Franklin Income Advisor Class	38.171	4/5/2012	4/10/2012	80.54	81.69	-1.15
407-70973	Franklin Income Advisor Class	2.915	6/9/2011	4/10/2012	110.3	94.9	15.4
407-70973	Fundamental Investors Fund	3.386	9/15/2011	4/10/2012	128.13	110.23	17.9
407-70973	Fundamental Investors Fund	6.865	12/16/2011	4/10/2012	259.77	223.49	36.28
407-70973	Fundamental Investors Fund	1.72	3/19/2012	4/10/2012	65.08	55.99	9.09
407-70973	Janus Perkins Mid Cap Value Fund	14.484	12/22/2011	4/10/2012	308.07	290.98	17.09
407-70973	Janus Perkins Mid Cap Value Fund	9.734	12/22/2011	4/10/2012	207.04	195.55	11.49
407-70973	Janus Perkins Mid Cap Value Fund	102.425	12/22/2011	4/10/2012	2,178.58	2,057.71	120.87
407-70973	Prudential Jennison Equity Income	41.152	6/17/2011	4/10/2012	558.43	502.69	55.74
407-70973	Prudential Jennison Equity Income	36.547	9/16/2011	4/10/2012	495.94	446.44	49.5

407-70973	Prudential Jennison Equity Income	32.316	12/16/2011	4/10/2012	438.53	394.75	43.78
407-70973	Prudential Jennison Equity Income	8.594	3/23/2012	4/10/2012	116.62	104.98	11.64
407-70973	Thornburg International Value Fund	14.156	6/24/2011	4/10/2012	374.57	358.78	15.79
407-70973	Thornburg International Value Fund	7.179	9/26/2011	4/10/2012	189.96	181.95	8.01
407-70973	Thornburg International Value Fund	2.836	12/23/2011	4/10/2012	75.04	71.88	3.16
407-70973	Thornburg International Value Fund	3.527	3/26/2012	4/10/2012	93.32	89.39	3.93
407-70973	Iva Worldwide	33.872	12/19/2011	6/7/2012	512.48	524.21	-11.73
407-70973	Iva Worldwide	52.739	12/19/2011	6/7/2012	797.94	816.2	-18.26
407-70973	Iva Worldwide	125.772	12/19/2011	6/7/2012	1,902.93	1,946.49	-43.56
407-70973	Sentinel Group Funds Inc	1,040.12	2/6/2012	6/7/2012	33,252.60	35,001.94	-1,749.34
407-70973	Sentinel Group Funds Inc	3.435	3/26/2012	6/7/2012	109.82	115.59	-5.77
407-70973	Henderson Intl Opportunities	21.47	12/29/2011	6/7/2012	392.9	405.72	-12.82
407-70973	Blackrock Global Allocation Fd Inc	27.332	7/22/2011	6/7/2012	504.82	495.06	9.76
407-70973	Blackrock Global Allocation Fd Inc	25.715	12/20/2011	6/7/2012	474.96	465.77	9.19
407-70973	Blackrock Global Allocation Fd Inc	22.997	12/20/2011	6/7/2012	424.75	416.54	8.21
407-70973	Lord Abnett Fundamental Equity	21.165	11/22/2011	6/18/2012	259.27	234	25.27
407-70973	Lord Abnett Fundamental Equity	105.624	11/22/2011	6/18/2012	1,293.89	1,167.79	126.1
407-70973	MFS International Diversification Fund	1,522.33	4/10/2012	6/18/2012	19,120.43	20,000.00	-879.57
407-70973	Delaware Diversified Income Fund	11.598	8/23/2011	8/20/2012	108.44	110.32	-1.88
407-70973	Delaware Diversified Income Fund	11.97	9/23/2011	8/20/2012	111.92	113.86	-1.94
407-70973	Delaware Diversified Income Fund	11.562	10/24/2011	8/20/2012	108.1	109.98	-1.88
407-70973	Delaware Diversified Income Fund	11.511	11/23/2011	8/20/2012	107.63	109.49	-1.86
407-70973	Delaware Diversified Income Fund	11.257	12/23/2011	8/20/2012	105.25	107.08	-1.83
407-70973	Delaware Diversified Income Fund	51.082	12/23/2011	8/20/2012	477.62	485.9	-8.28
407-70973	Delaware Diversified Income Fund	39.473	12/23/2011	8/20/2012	369.07	375.48	-6.41
407-70973	Delaware Diversified Income Fund	11.725	1/23/2012	8/20/2012	109.63	111.53	-1.9
407-70973	Delaware Diversified Income Fund	650.054	2/6/2012	8/20/2012	6,078.00	6,183.45	-105.45
407-70973	Delaware Diversified Income Fund	12.688	2/23/2012	8/20/2012	118.63	120.69	-2.06
407-70973	Delaware Diversified Income Fund	13.479	3/23/2012	8/20/2012	126.03	128.21	-2.18
407-70973	Delaware Diversified Income Fund	12.19	4/23/2012	8/20/2012	113.98	115.95	-1.97
407-70973	Delaware Diversified Income Fund	8.949	5/22/2012	8/20/2012	83.67	85.12	-1.45
407-70973	Delaware Diversified Income Fund	9.135	6/22/2012	8/20/2012	85.41	86.89	-1.48
407-70973	Delaware Diversified Income Fund	8.863	7/20/2012	8/20/2012	82.87	84.31	-1.44
407-70973	Hatteras Alpha Hedged Strategies Fund	0.938	12/29/2011	8/20/2012	10.02	10.11	-0.09
407-70973	Hatteras Alpha Hedged Strategies Fund	744.879	2/6/2012	8/20/2012	7,955.31	8,026.85	-71.54
407-70973	Hatteras Alpha Hedged Strategies Fund	600	2/6/2012	8/20/2012	9,815.78	10,176.00	-360.22
407-70973	Alerian Mlp Etf	21.622	12/22/2011	8/30/2012	353.74	378.96	-25.22
407-70973	Calamos Convertible Fd	332.067	12/22/2011	8/30/2012	5,432.62	5,820.00	-387.38
407-70973	Calamos Convertible Fd	8.145	3/22/2012	8/30/2012	133.25	142.75	-9.5

407-70973 Calamos Convertible Fd	6.5	6/21/2012	8/30/2012	106.34	113.92	-7.58
407-70973 Powershares Exchange-Traded Fd Tr Dwa	820	4/10/2012	8/30/2012	22,373.03	21,824.30	548.73
TOTAL SHORT TERM				167,088.98	170,917.20	-3,828.22
LONG TERM						
407-70973 Blackrock Global Allocation Fd Inc	1,009.03	9/3/2010	9/20/2011	19,000.00	18,284.32	715.68
407-70973 Columbia Acorn Fund	359.712	9/3/2010	9/20/2011	10,000.00	9,262.71	737.29
407-70973 Columbia Dividend Income Fund	783.699	9/3/2010	9/20/2011	10,000.00	9,306.78	693.22
407-70973 Iva Worldwide	1,171.39	9/3/2010	9/20/2011	18,999.99	18,160.80	839.19
407-70973 Ivy Asset Strategy Fund	547.138	9/3/2010	9/20/2011	13,000.00	12,168.04	831.96
407-70973 Janus Perkins Mid Cap Value Fund	423.33	9/3/2010	9/20/2011	9,000.00	8,500.39	499.61
407-70973 Lord Abbett Floating Rate	1,462.32	9/3/2010	9/20/2011	13,000.00	13,446.95	-446.95
407-70973 Prudential Jennison Equity Income	1,118.21	9/3/2010	9/20/2011	14,000.00	13,644.54	355.46
407-70973 Rowe T Price Spectrum Fd Inc	839.832	9/3/2010	9/20/2011	14,000.00	12,968.08	1,031.92
407-70973 Virtus Alternatives Diversifie Fd	1,012.15	9/3/2010	9/20/2011	10,465.59	10,000.00	465.59
407-70973 Columbia Acorn Fund	292.077	9/3/2010	11/29/2011	8,000.00	7,521.09	478.91
407-70973 Henderson Intl Opportunities	491.266	9/3/2010	1/17/2012	9,000.00	9,283.49	-283.49
407-70973 Thornburg International Value Fund	357.143	9/3/2010	1/17/2012	9,000.00	9,049.53	-49.53
407-70973 Lord Abbett Fundamental Equity	1,534.92	9/3/2010	2/6/2012	20,000.00	16,970.28	3,029.72
407-70973 Prudential Jennison Equity Income	1,682.52	9/3/2010	2/6/2012	23,000.00	20,536.47	2,463.53
407-70973 Templeton Global Bond Fund Advisor Class	2,237.14	9/3/2010	2/6/2012	29,440.71	29,936.47	-495.76
407-70973 Templeton Global Bond Fund Advisor Class	149.031	9/8/2010	2/6/2012	1,961.25	1,994.27	-33.02
407-70973 Templeton Global Bond Fund Advisor Class	9.35	9/20/2010	2/6/2012	123.05	125.12	-2.07
407-70973 Templeton Global Bond Fund Advisor Class	9.196	10/20/2010	2/6/2012	121.02	123.06	-2.04
407-70973 Templeton Global Bond Fund Advisor Class	9.37	11/18/2010	2/6/2012	123.31	125.39	-2.08
407-70973 Templeton Global Bond Fund Advisor Class	33.342	12/20/2010	2/6/2012	438.78	446.17	-7.39
407-70973 Templeton Global Bond Fund Advisor Class	9.583	1/21/2011	2/6/2012	126.11	128.24	-2.13
407-70973 Blackrock Global Allocation Fd Inc	565.262	9/3/2010	2/6/2012	11,000.00	10,238.57	761.43
407-70973 Calamos Convertible Fd	1,526.72	9/3/2010	2/6/2012	26,000.00	26,768.48	-768.48
407-70973 Columbia Acorn Fund	96.432	9/3/2010	2/6/2012	3,000.00	2,489.78	510.22
407-70973 Fidelity Advisor New Insights Fund	472.367	9/3/2010	2/6/2012	10,000.00	8,222.74	1,777.26
407-70973 Fundamental Investors Fund	394.115	9/3/2010	2/6/2012	15,000.00	12,821.96	2,178.04
407-70973 Iva Worldwide	862.6	9/3/2010	2/6/2012	14,000.00	13,349.86	650.14
407-70973 Ivy Asset Strategy Fund	1,251.92	9/3/2010	2/6/2012	31,423.10	27,854.08	3,569.02
407-70973 Ivy Asset Strategy Fund	4.568	12/9/2010	2/6/2012	114.66	101.63	13.03
407-70973 Janus Perkins Mid Cap Value Fund	505.282	9/3/2010	2/6/2012	11,000.00	10,151.05	848.95
407-70973 Rowe T Price Spectrum Fd Inc	650.054	9/3/2010	2/6/2012	12,000.00	10,047.27	1,952.73
407-70973 Columbia Dividend Income Fund	352.113	9/3/2010	4/10/2012	5,000.00	4,191.86	808.14
407-70973 Lord Abbett Fundamental Equity	780.64	9/3/2010	4/10/2012	10,000.00	8,630.87	1,369.13

407-70973	Rowe T Price Spectrum Fd Inc	1,104.15	9/3/2010	4/10/2012	20,492.99	17,065.78	3,427.21
407-70973	Rowe T Price Spectrum Fd Inc	24.985	12/22/2010	4/10/2012	463.72	386.17	77.55
407-70973	Delaware Diversified Income Fund	1,406.93	9/3/2010	4/10/2012	13,000.00	13,386.79	-386.79
407-70973	Fundamental Investors Fund	530.099	9/3/2010	4/10/2012	20,058.95	17,257.23	2,801.72
407-70973	Fundamental Investors Fund	3.335	9/15/2010	4/10/2012	126.2	108.57	17.63
407-70973	Fundamental Investors Fund	5.33	12/16/2010	4/10/2012	201.69	173.52	28.17
407-70973	Fundamental Investors Fund	2.829	3/7/2011	4/10/2012	107.05	92.1	14.95
407-70973	Janus Perkins Mid Cap Value Fund	866.004	9/3/2010	4/10/2012	18,419.90	17,397.91	1,021.99
407-70973	Janus Perkins Mid Cap Value Fund	16.237	12/20/2010	4/10/2012	345.36	326.2	19.16
407-70973	Prudential Jennison Equity Income	1,311.12	9/3/2010	4/10/2012	17,791.83	16,015.85	1,775.98
407-70973	Prudential Jennison Equity Income	31.922	9/17/2010	4/10/2012	433.18	389.94	43.24
407-70973	Prudential Jennison Equity Income	40.017	12/17/2010	4/10/2012	543.03	488.83	54.2
407-70973	Prudential Jennison Equity Income	45.416	3/18/2011	4/10/2012	616.3	554.78	61.52
407-70973	Prudential Jennison Equity Income	1,232.48	9/3/2010	4/10/2012	32,611.42	31,236.98	1,374.44
407-70973	Thornburg International Value Fund	7.086	9/24/2010	4/10/2012	187.5	179.59	7.91
407-70973	Thornburg International Value Fund	2.302	12/27/2010	4/10/2012	60.91	58.34	2.57
407-70973	Thornburg International Value Fund	3.656	3/25/2011	4/10/2012	96.74	92.66	4.08
407-70973	Thornburg International Value Fund	2,167.69	9/3/2010	6/7/2012	32,797.12	33,547.80	-750.68
407-70973	Iva Worldwide	26.118	12/17/2010	6/7/2012	395.17	404.21	-9.04
407-70973	Iva Worldwide	58.474	12/17/2010	6/7/2012	884.71	904.96	-20.25
407-70973	Iva Worldwide	47.773	12/17/2010	6/7/2012	722.81	739.35	-16.54
407-70973	Iva Worldwide	1,626.26	9/3/2010	6/7/2012	29,760.49	30,731.48	-970.99
407-70973	Henderson Intl Opportunities	19.04	12/30/2010	6/7/2012	348.43	359.8	-11.37
407-70973	Henderson Intl Opportunities	1,466.06	9/3/2010	6/7/2012	27,078.20	26,554.77	523.43
407-70973	Blackrock Global Allocation Fd Inc	30.668	12/21/2010	6/7/2012	566.44	555.49	10.95
407-70973	Blackrock Global Allocation Fd Inc	2,213.43	9/3/2010	6/18/2012	27,114.48	24,471.96	2,642.52
407-70973	Lord Abbett Fundamental Equity	26.21	11/23/2010	6/18/2012	321.07	289.78	31.29
407-70973	Delaware Diversified Income Fund	1,714.82	9/3/2010	8/20/2012	16,033.58	16,311.74	-278.16
407-70973	Delaware Diversified Income Fund	103.842	9/8/2010	8/20/2012	970.92	987.77	-16.85
407-70973	Delaware Diversified Income Fund	4.878	9/23/2010	8/20/2012	45.61	46.4	-0.79
407-70973	Delaware Diversified Income Fund	10.577	10/25/2010	8/20/2012	98.89	100.61	-1.72
407-70973	Delaware Diversified Income Fund	11.306	11/23/2010	8/20/2012	105.71	107.54	-1.83
407-70973	Delaware Diversified Income Fund	11.983	12/23/2010	8/20/2012	112.04	113.98	-1.94
407-70973	Delaware Diversified Income Fund	41.142	12/28/2010	8/20/2012	384.68	391.35	-6.67
407-70973	Delaware Diversified Income Fund	89.023	12/28/2010	8/20/2012	832.36	846.8	-14.44
407-70973	Delaware Diversified Income Fund	12.676	1/24/2011	8/20/2012	118.52	120.58	-2.06
407-70973	Delaware Diversified Income Fund	13.329	2/23/2011	8/20/2012	124.63	126.79	-2.16
407-70973	Delaware Diversified Income Fund	11.709	3/23/2011	8/20/2012	109.48	111.38	-1.9
407-70973	Delaware Diversified Income Fund	13.297	4/25/2011	8/20/2012	124.33	126.48	-2.15

407-70973 Delaware Diversified Income Fund	12.864	5/23/2011	8/20/2012	120.28	122.36	-2.08
407-70973 Delaware Diversified Income Fund	12.987	6/23/2011	8/20/2012	121.43	123.53	-2.1
407-70973 Delaware Diversified Income Fund	11.301	7/25/2011	8/20/2012	105.66	107.5	-1.84
407-70973 Hatteras Alpha Hedged Strategies Fund	1,111.07	5/26/2011	8/20/2012	11,866.17	11,972.88	-106.71
407-70973 Calamos Convertible Fd	607.165	9/3/2010	8/20/2012	10,000.00	10,641.54	-641.54
407-70973 Pioneer Strategic Income	902.527	9/3/2010	8/20/2012	10,000.00	9,790.11	209.89
407-70973 Calamos Convertible Fd	1,263.63	9/3/2010	8/30/2012	20,672.90	22,147.04	-1,474.14
407-70973 Calamos Convertible Fd	23.266	9/17/2010	8/30/2012	380.63	407.77	-27.14
407-70973 Calamos Convertible Fd	114.164	12/16/2010	8/30/2012	1,867.72	2,000.91	-133.19
407-70973 Calamos Convertible Fd	17.972	12/16/2010	8/30/2012	294.02	314.99	-20.97
407-70973 Calamos Convertible Fd	7.568	3/17/2011	8/30/2012	123.81	132.64	-8.83
407-70973 Calamos Convertible Fd	29.255	6/16/2011	8/30/2012	478.61	517.74	-34.13
TOTAL LONG TERM				701,975.24	668,286.61	33,688.63

OVERALL TOTAL 869,064.22 839,203.81 29,860.41

THE CURTIS FOUNDATION  
INVESTMENT REPORT AT 8/31/12

	<u>Shares</u>	<u>Quote/Price</u>	<u>Cost Basis</u>	<u>Gain/Loss</u>	<u>Balance</u>
Bio-Matrix Scientific Group	15,000.00	0.002	50,625.00	-50,595.00	30
Columbia Acorn Fund	710.578	30.48	18,374.61	3,283.81	21,658.42
Columbia Dividend Income Fund	3,638.32	14.86	43,371.53	10,693.92	54,065.45
Columbia Mid Cap Index Fund	1,854.66	11.67	21,391.96	251.93	21,643.89
Doubleline Total Return Fund	1,690.81	11.34	19,025.69	148.05	19,173.74
ETF5 Gold Trust	130	167.32	17,329.70	4,421.90	21,751.60
Fidelity Advisor New Insights Fund	3,393.28	22.83	61,942.86	15,525.75	77,468.61
First Eagle Global Fund	1,142.50	48.62	52,390.31	3,157.94	55,548.25
First Trust North American	700	21.04	14,901.60	-173.6	14,728.00
Gabelli ABC Adv	5,713.23	9.98	57,000.00	18.06	57,018.06
Gabelli Enterprise Merge & ACQ	3,256.87	10.89	35,000.00	467.26	35,467.26
Gabelli Equity Income Fund	2,411.83	22.32	47,860.51	5,971.47	53,831.98
Guggenheim S&P 500	1,410.00	51.1	69,108.21	2,942.79	72,051.00
Invesco Balanced Risk Alloc Allocation Fund	2,426.25	13	30,000.00	1,541.29	31,541.29
Ishares Silver Trust	300	30.79	5,750.40	3,486.60	9,237.00
Lord Abbett Floating Rate	2,886.92	9.28	26,539.97	250.62	26,790.59
Lord Abbett Short Duration Income Fd	11,087.10	4.62	50,839.96	382.42	51,222.38
MS Trigger Plus	1,000.00	12.495	10,000.00	2,495.00	12,495.00
Pimco Fds-All Asset All Auth	2,959.46	11.01	31,770.83	812.84	32,583.67
Pioneer Strategic Income	2,297.70	11.13	24,924.14	649.24	25,573.38
Powershares Exchange-Traded Fd Tr Dwa	1,900.00	27.39	49,971.89	2,069.11	52,041.00
Prudential Short-Term Corp Bond Fd Inc	2,824.32	11.6	32,563.60	198.45	32,762.05
Templeton Global Total Return Fund Advisc	4,139.75	13.16	54,047.05	432.07	54,479.12
Thornburg Investment Income Builder Func	4,044.02	18.76	73,286.64	2,579.10	75,865.74
Vanguard S&P 500 ETF	1,190.00	64.61	72,872.65	4,013.25	76,885.90
Virtus Multi-Sector Short Term Fund	5,290.84	4.9	25,556.37	368.76	25,925.13
-Cash-				0	
TOTAL Investments			996,445.48	15,393.03	1,011,838.51