efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491220001143

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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
PATRICK FAMILY FOUNDATION

A Employer identification number
20-3309379

Number and street (or P O box number if mail is not delivered to street address) Room/suite
12 MURRAY BLVD

B Telephone number (see instructions)
(843) 724-4000

City or town, state, and ZIP code
CHARLESTON, SC 29401

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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 ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 1,932,543

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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	6	6		
	4 Dividends and interest from securities	55,777	55,777		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-9,160			
	b Gross sales price for all assets on line 6a 499,459				
	7 Capital gain net income (from Part IV, line 2)		5,441		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	341	341		
	12 **Total.** Add lines 1 through 11	46,964	61,565		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,735	1,735		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,379	2,379		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	18,410	15,813		2,597
	24 **Total operating and administrative expenses.** Add lines 13 through 23	22,524	19,927		2,597
	25 Contributions, gifts, grants paid	96,000			96,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	118,524	19,927		98,597
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-71,560			
	b **Net investment income** (if negative, enter -0-)		41,638		
	c **Adjusted net income** (if negative, enter -0-)				

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	567,486	16,961	16,961
	2	Savings and temporary cash investments			
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	634,845	1,091,039	1,215,959
	c	Investments—corporate bonds (attach schedule)	501,960	487,288	515,366
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	123,188	157,222	184,257
	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)	1,827,479	1,752,510	1,932,543
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	1,425,000	1,425,000	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	402,479	327,510	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,827,479	1,752,510	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,827,479	1,752,510	

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	1,827,479
2	Enter amount from Part I, line 27a	2	-71,560
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,755,919
5	Decreases not included in line 2 (itemize) ▶	5	3,409
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,752,510

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				
b				
c				
d				
e				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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				
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	5,441
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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))
2011	79,763	1,847,286	0 043178
2010	45,727	1,338,403	0 034165
2009	74,091	1,131,135	0 065501
2008	60,972	1,336,178	0 045632
2007	82,470	1,662,572	0 049604

2	**Total** of line 1, column (d).	2	0 238080
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 047616
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,885,548
5	Multiply line 4 by line 3.	5	89,782
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	416
7	Add lines 5 and 6.	7	90,198
8	Enter qualifying distributions from Part XII, line 4.	8	98,597

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see 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	416
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	
3	Add lines 1 and 2			3	416
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	416
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,133		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,133
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	717
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 717	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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)?	1b		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? *If "Yes," attach a detailed description of the activities.*	2		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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 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		
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *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 instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶WELLS FARGO Telephone no ▶(843) 724-4000

Located at ▶177 MEETING ST 4TH FLOOR CHARLESTON SC ZIP +4 ▶29401

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16	At any time during calendar year 2012, 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?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
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 2012?		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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☑ No			
	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 instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)*		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 2012?		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 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)?	**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			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	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?	**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
CELESTE PATRICK 12 MURRAY BLVD CHARLESTON, SC 29401	SECRETARY/TR 10 00	0	0	0
CHARLES W PATRICK JR 12 MURRAY BLVD CHARLESTON, SC 29401	PRESIDENT 10 00	0	0	0
LAURA PATRICK 12 MURRAY BLVD CHARLESTON, SC 29401	BOARD MEMBER 5 00	0	0	0
CHARLES PATRICK III 12 MURRAY BLVD CHARLESTON, SC 29401	BOARD MEMBER 5 00	0	0	0

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. ▶

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. . . . . ▶	

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 instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See 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 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	1,879,237
b	Average of monthly cash balances	1b	35,025
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,914,262
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,914,262
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,714
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,885,548
6	**Minimum investment return.** Enter 5% of line 5	6	94,277

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	94,277
2a	Tax on investment income for 2012 from Part VI, line 5	2a	416		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	416
3	Distributable amount before adjustments Subtract line 2c from line 1			3	93,861
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	93,861
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	93,861

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	98,597
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	98,597
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	416
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	98,181

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				93,861
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			7,714	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 98,597				
a Applied to 2011, but not more than line 2a			7,714	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				90,883
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				2,978
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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 2012, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

THE PATRICK FAMILY FOUNDATION
C/O WELLS FARGO
177 MEETING ST 4TH FLOOR
CHARLESTON,SC 29401
(843) 724-4000

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

APPLICATIONS SHOULD BE WRITTEN, OUTLINING THE PURPOSE FOR WHICH THE FUNDS WILL BE USED

c Any submission deadlines

APRIL 30TH FOR MAY MEETING & OCTOBER 31ST FOR THE NOVEMBER MEETING

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

ORGANIZATION MUST BE A 501(C)(3), CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL PURPOSES

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				96,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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					6
4 Dividends and interest from securities			1	55,777	
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					341
8 Gain or (loss) from sales of assets other than inventory					-9,160
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)				55,777	-8,813

13 **Total.** Add line 12, columns (b), (d), and (e) 13 46,964

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2013-05-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☑	PTIN
STEVEN JOHNSON CPA	STEVEN JOHNSON CPA	2013-05-14		

Firm's name ▶ JOHNSON & LANNING CPAS

Firm's EIN ▶

Firm's address ▶ 757 JOHNNIE DODDS BLVD STE 200 MT PLEASANT, SC 294643079

Phone no (843) 388-5429

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN CIVIL LIBERTIES UNION OF S PO BOX 20998 CHARLESTON,SC 29413			GENERAL SUPPORT	2,500
AMERICAN CIVIL LIBERTIES UNION OF S PO BOX 20998 CHARLESTON,SC 29413			GENERAL SUPPORT	2,500
AMERICAN RED CROSS LOWCOUNTRY CHAPT 8085 RIVERS AVE N CHARLESTON,SC 29403			GENERAL SUPPORT	12,500
CHARLESTON PROMISE NEIGHBORHOOD 975 MORRISON DRIVE 1 CHARLESTON,SC 29403			GENERAL SUPPORT	20,000
CONSERVATION VOTERS OF SC EDUCATION 701 WHALEY STREET COLUMBIA,SC 29201			GENERAL SUPPORT	2,500
CRISIS MINISTRIES 573 MEETING STREET CHARLESTON,SC 29413			GENERAL SUPPORT	25,000
EAST COOPER MEALS ON WHEELS 2304 US 17 MT PLEASANT,SC 29466			GENERAL SUPPORT	2,500
GEORGIA INNOCENCE PROJECT 2645 N DECATUR RD DECATUR,GA 30033			GENERAL SUPPORT	2,000
LOWCOUNTRY LOCAL FIRST 1345 AVENUE G AA N CHARLESTON,SC 29405			GENERAL SUPPORT	5,000
PET HELPERS INC 1447 FOLLY ROAD CHARLESTON,SC 29412			GENERAL SUPPORT	2,500
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN ST STE 14 CHARLOTTESVILLE,VA 22902			GENERAL SUPPORT	5,000
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN ST STE 14 CHARLOTTESVILLE,VA 22902			GENERAL SUPPORT	10,000
WINGS FOR KIDS 3347 RIVERS AVE CHARLESTON,SC 29405			GENERAL SUPPORT	1,500
YO ART INC PO BOX 12397 CHARLESTON,SC 29422			GENERAL SUPPORT	2,500
Total . . . . ▶ **3a**				96,000

TY 2012 Accounting Fees Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,735	1,735		

TY 2012 Compensation Explanation

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Person Name	Explanation
CELESTE PATRICK	
CHARLES W PATRICK JR	
LAURA PATRICK	
CHARLES PATRICK III	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: PATRICK FAMILY FOUNDATION
EIN: 20-3309379

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
BAKER HUGHES INC	2012-01	PURCHASE	2012-05		3,309	3,760			-451	
BAKER HUGHES INC	2012-01	PURCHASE	2012-05		3,088	3,619			-531	
ACCO BRANDS CORP	2012-01	PURCHASE	2012-05		7	7				
ACCO BRANDS CORP	2012-01	PURCHASE	2012-05		298	318			-20	
PIMCO TOTAL RETURN FUND	2012-03	PURCHASE	2012-05		3,913	3,878			35	
DODGE & COX INCOME FUND	2012-03	PURCHASE	2012-05		3,007	3,018			-11	
PIMCO EMERGING MARKETS BOND FUND	2012-03	PURCHASE	2012-05		1,026	1,046			-20	
T ROWE PRICE REAL ESTATE FUND	2012-03	PURCHASE	2012-05		6,981	7,024			-43	
ISHARES IBOXX INVESTMENT GRADE	2012-03	PURCHASE	2012-05		2,662	2,681			-19	
PHILLIPS 66	2012-01	PURCHASE	2012-05		764	832			-68	
PHILLIPS 66	2012-01	PURCHASE	2012-05		1,169	1,239			-70	
ACCO BRANDS CORP	2012-01	PURCHASE	2012-05		368	380			-12	
ACCO BRANDS CORP	2012-01	PURCHASE	2012-05		256	266			-10	
PHILLIPS 66	2012-01	PURCHASE	2012-05		16	17			-1	
WYNN RESORTS LTD	2012-01	PURCHASE	2012-06		3,500	3,958			-458	
FORD MOTOR COMPANY	2012-01	PURCHASE	2012-06		3,138	3,810			-672	
FORD MOTOR COMPANY	2012-01	PURCHASE	2012-06		3,975	4,362			-387	
CARDINAL HEALTH INC	2012-01	PURCHASE	2012-06		5,412	5,392			20	
MARVELL TECHNOLOGY GROUP	2012-01	PURCHASE	2012-06		8,379	11,109			-2,730	
WYNN RESORTS LTD	2012-01	PURCHASE	2012-06		3,000	3,343			-343	
ISHARES IBOXX INVESTMENT GRADE	2012-03	PURCHASE	2012-08		1,206	1,166			40	
PIMCO FOREIGN BOND UNHEDGED	2012-03	PURCHASE	2012-08		7,658	7,478			180	
ISHARES TR RUSSELL MIDCAP	2012-05	PURCHASE	2012-08		470	463			7	
ISHARES S & P 500 INDEX	2012-03	PURCHASE	2012-08		22,394	22,337			57	
PIMCO EMERGING LOCAL BOND	2012-05	PURCHASE	2012-08		202	195			7	
ISHARES RUSSELL 2000 GROWTH	2012-08	PURCHASE	2012-09		2,093	1,953			140	
ISHARES IBOXX INV GR	2012-03	PURCHASE	2012-09		7,417	7,110			307	
ISHARES RUSSELL 2000 GROWTH	2012-05	PURCHASE	2012-09		1,618	1,466			152	
T ROWE PRICE REAL ESTATE FUND	2012-03	PURCHASE	2012-09		4,991	4,703			288	
ASTISAN MID CAP VAUE FUND	2012-03	PURCHASE	2012-09		30,231	30,587			-356	
PIMCO FOREIGN BD FD USD H-INST	2012-08	PURCHASE	2012-09		9,275	9,062			213	
DODGE & COX INCOME FUND	2012-08	PURCHASE	2012-09		1,497	1,495			2	
DODGE & COX INCOME FUND	2012-03	PURCHASE	2012-09		5,556	5,503			53	
PIMCO TOTAL RET FD-INST 35	2012-08	PURCHASE	2012-09		669	662			7	
PIMCO TOTAL RET FD-INST 35	2012-03	PURCHASE	2012-09		7,146	6,874			272	
WELLS FARGO ADV EMG MK	2012-08	PURCHASE	2012-09		685	642			43	
WELLS FARGO ADV EMG MK	2012-05	PURCHASE	2012-09		680	613			67	
PENTAIR LTF	2012-01	PURCHASE	2012-10		34	29			5	
ING INTERNATIONAL REAL EST	2012-09	PURCHASE	2012-12		5,000	4,713			287	
T ROWE PRICE REAL ESTATE FUND	2012-03	PURCHASE	2002-12		5,000	4,748			252	
PIMCO EMERGING LOCAL BOND	2011-03	PURCHASE	2012-03		28,521	27,682			839	
PIMCO FOREIGN BD FD USD H-INST	2011-03	PURCHASE	2012-03		7,311	7,052			259	
PIMCO REAL RETURN BOND FD-1	2011-03	PURCHASE	2012-03		1,038	997			41	
OPPENHEIMER DEVEOPING MARKET	2011-03	PURCHASE	2012-03		8,057	8,234			-177	
ISHARES SS&P MIDCAP 400 GROWTH	2011-11	PURCHASE	2012-03		3,103	2,804			299	
OAKMARK INTERNATIONAL FD 109	2011-03	PURCHASE	2012-03		22,824	23,051			-227	
ROYCE PREMIER FUND W CLASS	2011-03	PURCHASE	2012-03		2,098	2,141			-43	
RIDGEORTH FD-MIDCAP	2011-03	PURCHASE	2012-03		54,164	62,000			-7,836	
WELS FARGO ADV EMG MK	2011-12	PURCHASE	2012-03		713	662			51	
WELLS FARGO ADV EMG MK	2005-10	PURCHASE	2012-03		7,669	6,167			1,502	
PIMCO LOW DURATION FD	2010-11	PURCHASE	2012-03		29,266	29,912			-646	
PIMCO FOREIGN BD FD USD H-INST	2007-06	PURCHASE	2012-03		6,242	5,754			488	
PIMCO FOREIGN BD FD USD H-INST	2010-12	PURCHASE	2012-03		930	900			30	
PIMCO FOREIGN BD FD USD H-INST	2010-12	PURCHASE	2012-03		856	825			31	
ISHARES RUSSEL 2000 GROWTH	2007-02	PURCHASE	2012-03		2,979	2,668			311	
HARBOR INTERNATIONAL FD INST	2008-01	PURCHASE	2012-03		24,249	28,179			-3,930	
PIMCO COMMODITY REAL RETURN	2010-12	PURCHASE	2012-03		1,133	1,518			-385	
ISHARES TR RUSSELL MIDCAP GROWTH	2011-02	PURCHASE	2012-03		1,355	1,350			5	
ISHARES TR RUSSELL MIDCAP GROWTH	2011-12	PURCHASE	2012-03		123	113			10	
WELLS FARGO ADV EMG MK	2005-11	PURCHASE	2012-03		1,606	1,243			363	
PIMCO HIGH YIELD	2005-12	PURCHASE	2012-05		20	21			-1	
PIMCO HIGH YIELD	2005-10	PURCHASE	2012-05		1,275	1,360			-85	
PIMCO FOREIGN BOND UNHEDGED	2011-05	PURCHASE	2012-05		755	754			1	
PIMCO FOREIGN BD FD USD H-INST	2007-06	PURCHASE	2012-05		859	785			74	
PRINCIPAL PREFERRED SEC	2011-03	PURCHASE	2012-05		1,402	1,438			-36	
PIMCO HIGH YIELD	2005-11	PURCHASE	2012-05		1,502	1,583			-81	
PIMCO REAL RETURN BOND FD-1	2011-03	PURCHASE	2012-05		1,015	955			60	
PIMCO LOW DURATION FD	2011-03	PURCHASE	2012-05		1,098	1,095			3	
PIMCO LOW DURATION FD	2010-11	PURCHASE	2012-05		62	63			-1	
PIMCO HIGH YIELD	2005-11	PURCHASE	2012-08		764	785			-21	
OPPENHEIMER DEVEOPING MARKET	2011-03	PURCHASE	2012-08		305	328			-23	
HARBOR INTERNATIONAL FD INST	2008-01	PURCHASE	2012-08		8,865	10,975			-2,110	
OAKMARK INTERNATIONAL FD 109	2011-03	PURCHASE	2012-08		9,618	10,701			-1,083	
PIMCO EMERGIN LOCAL BOND	2011-03	PURCHASE	2012-08		37,672	37,318			354	
PIMCO FOREIGN BOND UNHEDGED	2011-05	PURCHASE	2012-08		10,930	10,841			89	
ISHARES TR RUSSELL MIDCAP GROWTH	2010-11	PURCHASE	2012-08		16,436	14,854			1,582	
ISHARES TR RUSSELL MIDCAP GROWTH	2010-12	PURCHASE	2012-08		1,702	1,642			60	
PIMCO HIGH YIELD	2005-11	PURCHASE	2012-09		3,000	3,022			-22	
OPPENHEIMER DEVEOPING MARKET	2011-03	PURCHASE	2012-09		21,000	20,889			111	
OPPENHEIMER DEVEOPING MARKET	2011-03	PURCHASE	2012-09		170	172			-2	
PIMCO HIGH YIELD	2005-11	PURCHASE	2012-09		1,149	1,169			-20	
PIMCO COMMODITY REAL RETURN	2010-12	PURCHASE	2012-09		2,092	2,759			-667	

TY 2012 Investments Corporate Bonds Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DODGE & COX INCOME FUND	71,826	77,837
ISHARES IBOXX INVESTMENT GRADE	70,671	77,313
PIMCO EMERGING LOCAL BOND FUND		
PIMCO EMERGING MARKETS BOND FUND	52,864	59,580
PIMCO FOREIGN BOND FUND UNHEDGED		
PIMCO FOREIGN BOND FUND HEDGED	27,530	29,115
PIMCO HIGH YIELD FUND	77,194	78,819
PIMCO LOW DURATION FUND CLASS	38,159	38,264
PIMCO REAL RETURN FUND CLASS INST	17,954	18,969
PIMCO TOTAL RETURN FUND	74,237	77,102
PRINCIPAL PREFERRED SECURITIES FUND	56,853	58,367

TY 2012 Investments Corporate Stock Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ASCENA RETAIL GROUP INC	5,875	6,834
COMCAST CORP CLASS A	11,053	16,252
HOME DEPOT INC	8,824	12,679
JOHNSON CONTROLS INC	3,426	3,680
MCDONALDS CORP	4,983	4,411
TARGET CORP	8,095	9,763
WALT DISNEY CO	3,498	4,481
COCA COLA CO	9,978	10,513
COSTCO WHOLESALE CORP	7,977	9,873
KRAFT FOODS GROUP INC	3,169	3,638
MONDELEZ INTERNATIONAL INC	5,861	6,109
PROCTER & GAMBLE CO	15,119	15,615
APACHE CORP	3,308	3,140
CONOCOPHILLIPS	7,024	7,249
EXXON MOBIL CORPORATION	10,238	10,386
NATIONAL OIL WELL CARCO INC COM	11,820	10,936
BERKSHIRE HATHAWA INC	4,047	4,485
CAPITAL ONE CINANCIAL CORP	11,480	14,483
INTERCONTINENTAL EXCHANGE	8,092	8,667
JPMORGAN CHASE & CO	7,855	9,673
US BANCORP DEL NEW	3,765	3,993
BRISTOL MEYERS SQUIBB CO	16,059	15,480
GILEAD SCIENCES INC	12,740	20,933
JOHNSON & JOHNSON	15,302	16,474
MCKESSON CORP	11,677	14,544
UNITED HEALTH GROUP INC	10,225	10,577
ADT CORP	3,481	5,114
DANAHER CORP	9,763	10,901
EMERSON ELECTRIC CO	12,283	13,240
GENERAL ELECTRIC CO	10,884	12,069

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HONEYWELL INTERNATIONAL INC	11,054	12,377
PENTAIR LTD	1,875	2,556
TIMKEN CO	12,326	13,632
UNION PACIFIC CORP	4,416	5,029
UNITED TECHNOLOGIES CORP	10,198	11,071
APPLE INC	16,876	21,287
CISCO SYSTEMS INC	8,012	8,253
GOOGLE INC	5,704	7,074
INEL CORP	14,309	11,444
INTUIT COM	11,882	12,787
MICROSOFT CORP	12,160	11,352
ORACLE CORPORATION	12,621	15,494
QUALCOMM INC	8,665	9,588
ECOLAB INC	8,916	10,785
MEASWESTVACO	7,869	9,242
CENTURYLINC INC	10,959	11,736
VERIZON COMMUNICATIONS	3,894	4,327
PUBLIC SVC ENTERPRIZE GROUP	12,952	12,699
ACE LIMITED	14,098	15,960
ANHEUSER-BUSH INBEV SPN	12,736	18,356
DIAGO PLC ADR	3,925	4,663
SCHLUMBERGER LTD	7,401	6,930
TYCO INTENATIONAL LTD NEW	5,323	6,435
ARTISAN MID CAP VALUE FUND	18,793	18,365
ISHARES CORE SP 500 ETF	57,790	64,127
ISHARES RUSSELL 2000 GROWTH INDEX FU	36,495	48,703
ISHARES SP MIDCAP 400 GROWTH	99,871	112,351
ROYCE PREMIER FUND W CLASS566	50,405	50,704
SPDR SP 500 ETF TRUST	18,896	19,937
RIDGEWORTH FD-MIDCAP VALUE EQUITY		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES TR RUSSELL MIDCAP GROWTH		
HARBOR INTERNATIONAL FUND CLASS	128,244	126,382
OAKMARK FUNDS - THE OAKMARK INTERNAT	123,045	133,958
OPPENHEIMER DEVELOPING MKT	39,425	40,853
WELLS FARGO ADVANTAGE	42,003	61,310

TY 2012 Investments - Other Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ING INTERNATIONAL REAL ESTATE	AT COST	37,774	45,466
PIMCO COMMODITY REAL RETURN	AT COST	61,208	55,432
ROWE T PRICE REAL ESTATE FUND	AT COST	58,240	83,359

TY 2012 Other Decreases Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Description	Amount
DIFFERENCE IN SWEEP ACCOUNT ACTIVITY IN TRANSIT	3,409

TY 2012 Other Expenses Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	18,404	15,807		2,597
INVESTMENT EXPENSES	6	6		

TY 2012 Other Income Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NONDIVIDEND DISTRIBUTIONS	341	341	

TY 2012 Taxes Schedule

Name: PATRICK FAMILY FOUNDATION

EIN: 20-3309379

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	666	666		
2011 EXCISE TAX	567	567		
2011 ESTIMATED TAX	1,146	1,146		