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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation WALTER & MARIE WILLIAMS FOUNDATION		A Employer identification number 20-5940392	
Number and street (or P O box number if mail is not delivered to street address) 207 CROWN POINT ROAD		B Telephone number (see instructions) (252) 752-4366	
City or town, state, and ZIP code GREENVILLE, NC 27858		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return<div><input type="checkbox"/> Final return</div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity<div><input type="checkbox"/> Amended return</div><input type="checkbox"/> Name change</div>		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"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 6,145,905		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <input type="checkbox"/> (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	87,038	87,038		
	4 Dividends and interest from securities.	15,284	15,284		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	102,322	102,322		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	125	125		
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest	4,344	4,344		
	18 Taxes (attach schedule) (see instructions)	1,242	1,242		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	32,785	32,785		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	38,496	38,496		0
	25 Contributions, gifts, grants paid	165,649			165,649
	26 Total expenses and disbursements. Add lines 24 and 25	204,145	38,496		165,649
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-101,823			
	b Net investment income (if negative, enter -0-)		63,826		
	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			
	2	Savings and temporary cash investments	396,795	1,009,865	1,009,865
	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) ▶ 150,000 Less allowance for doubtful accounts ▶ _____	150,000	150,000	150,000
	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)	596,646	596,646	623,120
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	5,440,191	4,749,270	4,362,919
	13	Investments—other (attach schedule)	113,792	89,820	1
	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)	6,697,424	6,595,601	6,145,905

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 ▶ _____)	443,557	443,557	
	23	Total liabilities (add lines 17 through 22)	443,557	443,557	

Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	6,253,867	6,152,044	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,253,867	6,152,044	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,697,424	6,595,601	

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	6,253,867
2	Enter amount from Part I, line 27a	2	-101,823
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	6,152,044
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,152,044

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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	
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	185,672	5,387,902	0 034461
2010	105,271	388,597	0 270900
2009	102,741	577,972	0 177761
2008	212,781	621,254	0 342502
2007	205,790	395,441	0 520406
2	Total of line 1, column (d).		2 1 346030
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 269206
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 5,540,621
5	Multiply line 4 by line 3.		5 1,491,568
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 638
7	Add lines 5 and 6.		7 1,492,206
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions		8 165,649

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,277
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	1,277
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	1,277
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	27
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	1,304
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy 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) NC _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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 ▶CECIL S MIZELLE Telephone no ▶(252) 756-8888 Located at ▶1100 CONFERENCE DRIVE GREENVILLE NC ZIP +4 ▶27858			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		No
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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.		<input checked="" type="checkbox"/>		
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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
WALTER L WILLIAMS	PRESIDENT	0	0	0
207 CROWN POINT RD GREENVILLE, NC 27834	10 00			
MARIE S WILLIAMS	SECT/TREASUR	0	0	0
207 CROWN POINT RD GREENVILLE, NC 27834	2 00			
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
1EAST CAROLINA UNIVERSITY, GREENVILLE, NC - DISTRIBUTING CONTRIBUTIONS WERE MADE TO THE PRIMARY UNIVERSITY FOUNDATION AND SIX OTHER UNIVERSITY PROGRAMS - LIBRARY, SPORTS, MEDICAL FOUNDATION, MUSIC AND BUSINESS PROGRAMS THE UNIVERSITY IS A STATE SUPPORTED PUBLIC, COEDUCATIONAL INSTITUTION OF APPROXIMATELY 27,000 STUDENTS INCLUDING UNDER GRADUATE AND POST GRADUATE STUDENTS	77,600
2IMMANUEL BAPTIST CHURCH, GREENVILLE, NC - IMMANUEL BAPITIST IS A LOCAL BAPTIST CHURCH FUNDS WERE CONTRIBUTED FOR THE BENEFIT OF THE CHURCH PROGRAMS ALL MEMBERS OF THE CHURCH BODY BENEFITED FROM THE CONTRIBUTIONS	23,350
3BAPTIST CHILDRENS' HOME OF NC, THOMASVILLE, NC - THIS ORGANIZATION PROVIDES A HOME FOR CHILDREN FROM DYSFUNCTIONAL FAMILIES AND CHILDREN THAT HAVE BEEN THE OBJECT OF ABUSE, NEGLECT, AND/OR ABANDONMENT THE CHARITY HAS 23 FACILITIES IN 19 DIFFERENCE COMMUNITIES IN NORTH CAROLINA THE FUNDS WERE CONTRIBUTED FOR THE BENEFIT OF THE ORGANIZATION TO USE IN THEIR MISSION OF PROVIDING A HOME FOR CHILDREN	16,340
4VIDANT MEDICAL FOUNDATION, GREENVILLE, NC - FUNDS PROVIDED FOR THE FOUNDATION ARE USED IN SUPPORT OF THE MEDICAL PROGRAMS AT VIDANT MEDICAL CENTER VIDENT MEDICAL CENTER IS A NON-PROFIT HOSPITAL WHICH IS THE PRIMARY SOURCE OF MEDICAL CARE IN PITT COUNTY, NC AND THROUGH NORTHEASTERN NORTH CAROLINA THIS FOUNDATION PROVIDES FINANCIAL ASSISTANCE WITH THE ACQUISITION OF EQUIPMENT & CAPITAL AND ALOS PROVIDES PATIENT AND FAMILY SUPPORT	15,600

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
1N/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	578,320
b	Average of monthly cash balances.	1b	732,844
c	Fair market value of all other assets (see instructions).	1c	4,757,389
d	Total (add lines 1a, b, and c).	1d	6,068,553
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	443,557
3	Subtract line 2 from line 1d.	3	5,624,996
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	84,375
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,540,621
6	Minimum investment return. Enter 5% of line 5.	6	277,031

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	277,031
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,277
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,277
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	275,754
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	275,754
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	275,754

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	165,649
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	165,649
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	165,649
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			
2		Undistributed income, if any, as of the end of 2012			
a		Enter amount for 2011 only.			
b		Total for prior years 20__, 20__, 20__			
3		Excess distributions carryover, if any, to 2012			
a		From 2007. 133,899			
b		From 2008. 181,718			
c		From 2009. 73,842			
d		From 2010. 85,841			
e		From 2011.			
f		Total of lines 3a through e. 475,300			
4		Qualifying distributions for 2012 from Part XII, line 4 \$ 165,649			
a		Applied to 2011, but not more than line 2a			
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. 165,649			
e		Remaining amount distributed out of corpus			
5		Excess distributions carryover applied to 2012 110,105 110,105			
		(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 5 365,195			
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. 0			
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). 23,794			
9		Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. 341,401			
10		Analysis of line 9			
a		Excess from 2008. 181,718			
b		Excess from 2009. 73,842			
c		Excess from 2010. 85,841			
d		Excess from 2011.			
e		Excess from 2012.			

Part XIVPrivate 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)

☐ 4942(j)(3) ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1Information 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))

WALTER L WILLIAMS

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

2Information 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

WALTER MARIE WILLIAMS
207 CROWN POINT RD
GREENVILLE, NC 27858
(252) 752-4366

b

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

ORAL OR WRITTEN REQUESTS ARE ACCEPTABLE

c

Any submission deadlines

NO DEADLINES FOR SUBMISSION

d

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

NO RESTRICTIONS ON REQUESTS

Form 990-PF (2012)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	165,649
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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			14	87,038	
4 Dividends and interest from securities.			14	15,284	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					
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).				102,322	
13 Total. Add line 12, columns (b), (d), and (e).				102,322	102,322

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

**Paid
Preparer
Use Only**

Sign 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.

***** 2013-11-12 *****

Signature of officer or trustee Date Title

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

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	CECIL S MIZELLE	CECIL S MIZELLE	2013-11-12		
	Firm's name <input type="checkbox"/>	SULLIVAN SHEARIN & CO 1100 CONFERENCE DR GREENVILLE, NC 27858		Firm's EIN <input type="checkbox"/>	Phone no (252) 756-8888

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN CANCER SOCIETY 930 WELLNESS DRIVE GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	25
AMERICAN LEGION 403 ST ANDREWS DR GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	380
ANGELS AGENDA GREENVILLE GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	600
ARMY CADET ASSOCIATION GREENVILLE GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	250
AYDEN COLLARD FESTIVAL AYDEN AYDEN,NC 28513	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	200
AYDEN COMMUNITY FOUNDATION PO BOX 370 GRIFTON,NC 28530	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
AYDEN ROTARY CLUB AYDEN AYDEN,NC 28513	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
HISTORIC BATH FOUNDATION PO BOX 238 BATH,NC 27808	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	350
BAPTIST CHILDREN'S HOMES OF NC PO BOX 338 THOMASVILLE,NC 27361	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	16,340
BEAR GRASS CHARTER SCHOOL 6344 BEAR GRASS RD WILLIAMSTON,NC 27892	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
BEAR GRASS EDUCATION FOUDATION PO BOX 869 WILLIAMSTON,NC 27892	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	250
BEAUFORT COUNTY COMM OF 100 705 PAGE RD WASHINGTON,NC 27889	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
BEAUFORT COUNTY CONCERT ASSOCIATION PO BOX 1024 WASHINGTON,NC 27889	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	300
BLACK JACK FIRE DEPARTMENT BLACK JACK GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	28
BOY SCOUTS OF AMERICA PO BOX 1698 KINSTON,NC 27889	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	3,150

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS AND GIRLS HOME PO BOX 127 LAKE WACCAMAW, NC 28450	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	200
BOYS & GIRLS CLUB OF PITT COUNTY 621 W FIRETOWER RD WINTERVILLE, NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	2,100
BUILDING HOPE COMMUNITY LIFE CENTER 309 W 8TH ST GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,300
CARSON MEMORIAL CHURCH GREENVILLE GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
CARMELA WARREN FUND GREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	100
CHARLIE BROWN EMERGENCY SERVICES 1817 W MAIN ST WILLIAMSTON, NC 27892	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	150
CHIARI FOUNDATION 2301 N LAKE DR MILWAUKEE, WI 53211	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	200
CHRISTOPHER CASH FOUNDATION 722 CEDAR POINT BLVD CEDAR POINT, NC 28584	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	250
CHURCH OF GOD OF PROPHECY PO BOX 2910 CLEVELAND, TN 37320	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
CIVITAN CLUB PO BOX 130744 BIRMINGHAM, AL 35213	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	151
COLLIDE MINISTRIES 2213 WOODRIDGE DR WINTERVILLE, NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
CORNERSTONE MISSIONARY BAPTIST 1095 ALLEN ROAD GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	600
CYPRESS GLEN BENEVOLENT FUND 100 HICKORY ST GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
DISABLED AMERICAN VETS 3338 FRONTGATE DR GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	73
EAST CAROLINA COSTAL CONSERVATION 4809 HARGROVE RD RALEIGH, NC 27616	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	485

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
EAST CAROLINA VILLAGE OF YESTERYEAR 4570 COUNTY HOME RD GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	350
EAST CAROLINA VOCATIONAL CENTER 901 STATON ROAD GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	500
EASTERN PINES FIRE DEPT 5453 EASTERN PINES RD GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	123
ECU LECLAIR BASEBALL SCHOLARSHIP EAST CAROLINA UNIVERSITY GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
ECU EDUC FOUNDATION EAST CAROLINA UNIVERSITY GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	67,095
ECU PIRATE CLUB EAST CAROLINA UNIVERSITY GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	355
ECU COLLEGE OF BUSINESS EAST CAROLINA UNIVERSITY GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
ECU FRIENDS OF LIBRARY EAST CAROLINA UNIVERSITY GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	6,000
ECU MEDICAL FOUNDATION EAST CAROLINA UNIVERSITY GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	2,050
ECU FRIENDS OF MUSIC EAST CAROLINA UNIVERSITY GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
EMERALD ISLE BAPTIST CHURCH 304 EMERALD PLANTATION EMERALD ISLE,NC 28594	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
FARMVILLE CHARITABLE ORGANIZATION PO BOX 863 FARMVILLE,NC 27828	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
FIRST CHRISTIAN CHURCH 2810 E 14TH ST GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
FRIENDS OF GILDA EASTERN NC INC 1406 HAMMERSMITH DR WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	2,000
GEORGE WHITFIELD CLINIC 216 HARDINGWOOD DR GOLDSBORO,NC 27534	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	120

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIDEONS INTERNATIONAL PO BOX 140800 NASHVILLE,TN 37214	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	25
GO MIX CHRISTIAN RADIO PO BOX 1895 GOLDSBORO,NC 27533	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	150
GREATER GREENVILLE COMM FOUNDATION 625 LYNNDAL COURT GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
GREENVILLEPITT CHAMBER OF COMMERCE 302 S GREENE ST GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
GRIFTON LIONS CLUB CHURCH ST GRIFTON,NC 28530	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	300
GRIFTON FIRE DEPT 6881 S HIGHLAND AVE GRIFTON,NC 28530	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	150
HABITAT FOR HUMANITY 210 E 14TH ST D GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
HILLSDALE COLLEGE 33 EAST COLLEGE ST HILLSDALE,MI 49242	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
HISTORY CHANNEL GREENVILLE GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	28
HUNTERS HELPING KIDS 2429 MT WILLEN RD HAW RIVER,NC 27258	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
IMMANUEL BAPTIST CHURCH 1101 S ELM ST GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	23,350
IGNITE CHURCH PO BOX 3247 GREENVILLE,NC 27836	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,350
JH ROSE HIGH SCHOOL 600 W ARLINGTON BLVD GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
JACKIE ROBINSON BASEBALL LEAGUE PO BOX 132 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
JAMES STYRON PARMECY FUND GREENVILLE GREENVILLE,NC 27858	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	200

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIWANIS CLUB 3010 S EVANS ST GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	200
KIWANIS CLUB 4144 WEST AVE AYDEN,NC 28513	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	125
KIWANIS CLUB 188 FORLINES RD WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	105
KNIGHTS OF COLUMBUS 1125 PINE TREE DR NEW BERN,NC 28562	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	500
KRISTII OVERTON JOHNSON MINISTRIES PO BOX 968 KEYSTONE HEIGHTS,FL 32656	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	250
KURT MILLER FUND RAISER GREENVILLE GREENVILLE,NC 27858	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	200
MARTIN COMMUNITY PLAYERS 1151 KEITH ST WILLIAMSTON,NC 27892	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
MEMORIAL SLOAN KETTERING CANCER CEN 1275 YORK AVE NEW YORK,NY 10065	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	15
MILITARY TRIBUTE GREENVILLE GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	152
MURFREESBORO ROTARY CLUB PO BOX 3 MURFREESBORO,NC 27855	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	30
MUSCULAR DYSTROPHY ASSOC 3300 E SUNRISE DR TUCSON,AZ 85718	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	72
NATIONAL FOOTBALL FOUNDATION 835 S LUMINA AVE WRIGHTSVILLE BEACH,NC 28480	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
NC SHERIFF ASSOCIATION 323 WEST JONES ST RALEIGH,NC 27619	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	25
PAMLICO CO HISTORICAL ASSOC PO BOX 33 GRANTSBORO,NC 28529	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
PATHWAY OF LIFE 1202 E FIRETOWER RD GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	150

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PAUL'S FUNERAL HOME 900 JOHN SMALL AVE WASHINGTON,NC 27889	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	100
PITT COUNTY COMMITTEE OF 100 PO BOX 1714 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	250
PITT COMMUNITY COLLEGE PO DRAWER 7007 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
PITT COUNTY ARTS COUNCIL 404 S EVANS ST GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	150
PITT COUNTY FFA 2293 SIS MILLS RD GRIMESLAND,NC 27837	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	125
PITT COUNTY HISTORICAL SOCIETY PO BOX 1554 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	110
PITT COUNTY EDUCATION FOUNDATION 1717 W FIFTH ST GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	500
PITT COUNTY PIRATE CLUB WINTERVILLE WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	90
PITT COUNTY SHRINERS 569 IRISH LN WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
PITT COUNTY NAACP PO BOX 8626 GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	25
PITT COUNTY SOFTBALL 4801 REEDY BRANCH RD WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
VIDANT MEDICAL FOUNDATION 2100 STANTONSBURG RD GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	15,600
PITT GREENVILLE CRIME STOPPERS PO BOX 528 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
PLYMOUTH BOYS BASEBALLGIRLS SOFTBA 1494 US HWY 64 W PLYMOUTH,NC 27962	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	150
RALEIGH CHAMBER OF COMMERCE 800 S SALISBURY ST RALEIGH,NC 27615	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ROANOKE CHOWAN PORK FEST PO BOX 3 MURFREESBORO,NC 27855	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
ROSE HILL CHURCH 6236 COUNTY HOME RD WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	600
ROTARY CLUB OF GREENVILLE 809 JOHNSTON ST GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	845
ROTARY CLUB OF BATAVIA NY PO BOX 347 BATAVIA,NY 14021	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
SALVATION ARMY 2337 DICKINSON AVE GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	450
SAVE OUR CHILDREN IN TIME PO BOX 20603 GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
SO 20 COMMUNCATIONS GREENVILLE GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
SOUTHERN PITT BASEBALL GREENVILLE GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	150
SPECIAL OLYMPICS PO BOX 7207 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	150
SPORTSWORKS MINISTRY PO BOX 8031 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	850
TIM THOMPSON FUNERAL GREENVILLE GREENVILLE,NC 27858	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	67
UNC TV 10 TWALEXANDER DR RESEARCH TRIANGLE PARK,NC 27709	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	250
USO PO BOX 96322 WASHINGTON,DC 20090	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	15
US OLYMPICS PO BOX 7207 GREENVILLE,NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
VANCEBORO ROTARY CLUB HWY 43 VANCEBORO,NC 28586	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WASHINGTON BEAUFORT CHAMBER OF COMM 102 STEWART PKWY WASHINGTON,NC 27889	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	40
WASHINGTON HARBOR DISTRICT 102 E 2ND ST WASHINGTON,NC 27889	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
WINSTON SALEM CHRISTIAN HIGH SCHOOL 4940 GOSPEL LIGHT CH WINSTON SALEM,NC 27101	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
WINTERVILLE HISTORICAL SOCIETY PO BOX 1815 WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	145
W H ROBINSON SCHOOL 2439 RAILROAD ST WINTERVILLE,NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	30
WORLD WAR II VETERANS GREENVILLE GREENVILLE,NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
YWAM 418 E FRANKLIN ST MONROE,NC 28112	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
YOUNG LIFE 609 COUNTRY CLUB DR GREENVILLE,NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	800
Total ▶ 3a				165,649

TY 2012 Compensation Explanation**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392

Person Name	Explanation
WALTER L WILLIAMS	
MARIE S WILLIAMS	

TY 2012 Investments Corporate Stock Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BB&T	558,665	582,200
BANK OF AMERICA	20,393	23,220
KODIAK OIL & GAS	17,588	17,700

TY 2012 Investments - Other Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALBEMARLE PLANTATION HOLDINGS II LLC	AT COST	89,820	1

TY 2012 Legal Fees Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	125	125		

TY 2012 Other Expenses Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ALBEMARLE PLANTATION HOLDINGS	8,989	8,989		
ALBEMARLE PLANTATION HOLDINGS	1,283	1,283		
MISCELLANEOUS	63	63		
ALBEMARLE PLANTATION HOLD II-	279	279		
ALBEMARLE PLANTATION HOLD II-	22,171	22,171		

TY 2012 Other Liabilities Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Description	Beginning of Year - Book Value	End of Year - Book Value
INVESTMENT LOAN	443,557	443,557

TY 2012 Other Notes/Loans Receivable Short Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Name of 501(c)(3) Organization	Balance Due
NORTH CAMPUS CROSSING LLC	150,000

TY 2012 Substantial Contributors Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Name	Address
WALTER L MARIE S WILLIAMS	207 CROWN POINT ROAD GREENVILLE, NC 27858

TY 2012 Taxes Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2011 IRS TAX	1,242	1,242		

TY 2012 IRS Payment**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392**Routing Transit Number:** 053112563**Bank Account Number:** 350001194**Type of Account:** Checking**Payment Amount in Dollars and** 1,362**Cents:****Requested Payment Date:** 2013-11-13**Taxpayer's Daytime Phone** (252) 752-4366
Number: