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 , and ending

Name of foundation
CHRISTIAN EDUCATION CHARITABLE TRUST
C/O H. O. MACLELLAN, JR.

A Employer identification number
23-7412895

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
820 BROAD STREET, SUITE 300

B Telephone number
(423)755-1366

City or town, state, and ZIP code
CHATTANOOGA, TN 37402

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) ▶$ 21,327,727.

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).)

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,060.	8,060.		STATEMENT 2
	4 Dividends and interest from securities	702,730.	702,730.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	861,198.			STATEMENT 4
	b Gross sales price for all assets on line 6a 2,736,614.				
	7 Capital gain net income (from Part IV, line 2)		853,986.		
	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)				
	11 Other income	50,197.	3,297.		STATEMENT 5
	12 **Total.** Add lines 1 through 11	1,622,185.	1,568,073.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 6	35,522.	12,116.		23,406.
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 7	3,971.	12,628.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	78.	0.		78.
	22 Printing and publications				
	23 Other expenses STMT 8	551,251.	487,057.		50,308.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	590,822.	511,801.		73,792.
	25 Contributions, gifts, grants paid	1,046,650.			1,046,650.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,637,472.	511,801.		1,120,442.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-15,287.			
	b **Net investment income** (if negative, enter -0-)		1,056,272.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,864,905.	2,865,510.	2,865,510.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 10	1,253,135.	1,369,040.	1,697,643.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	17,153,410.	16,107,578.	15,538,060.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 12)	1,312,479.	1,226,514.	1,226,514.
	16 **Total assets** (to be completed by all filers)	21,583,929.	21,568,642.	21,327,727.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	21,583,929.	21,568,642.	
	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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	21,583,929.	21,568,642.	
	31 ***Total liabilities and net assets/fund balances***	21,583,929.	21,568,642.	

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	21,583,929.
2	Enter amount from Part I, line 27a	2	-15,287.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	21,568,642.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,568,642.

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	SEE ATTACHED STATEMENT			
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	2,729,402.		1,875,416.	853,986.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				853,986.

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	853,986.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,439,066.	22,037,251.	.065302
2010	1,444,742.	21,528,904.	.067107
2009	1,352,804.	20,662,839.	.065470
2008	746,510.	21,057,646.	.035451
2007	1,656,446.	22,903,383.	.072323

2 Total of line 1, column (d)	2	.305653
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	.061131
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	21,053,347.
5 Multiply line 4 by line 3	5	1,287,012.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,563.
7 Add lines 5 and 6	7	1,297,575.
8 Enter qualifying distributions from Part XII, line 4	8	1,120,442.

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 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	21,125.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	21,125.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	21,125.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	19,654.		
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	19,654.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	18.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,489.
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-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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN, CA			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HUGH O. MACLELLAN, JR. Telephone no. ▶ 423/755-8142

Located at ▶ 820 BROAD STREET, SUITE 300, CHATTANOOGA, TN ZIP+4 ▶ 37402

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
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		X
	See the 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 instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☒ Yes ☐ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? | 7b | | X

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

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

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

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	19,325,686.
b	Average of monthly cash balances	1b	2,048,270.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	21,373,956.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	21,373,956.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	320,609.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,053,347.
6	**Minimum investment return.** Enter 5% of line 5	6	1,052,667.

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	1,052,667.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 21,125.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b: 8,470.		
c	Add lines 2a and 2b	2c	29,595.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,023,072.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,023,072.
6	Deduction from distributable amount (see instructions)	6	0.
7	*Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1*	7	1,023,072.

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	1,120,442.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	1,120,442.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,120,442.

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				1,023,072.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ___, ___, ___		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 — 296,293.				
b From 2008				
c From 2009 — 405,902.				
d From 2010 — 389,285.				
e From 2011 — 370,527.				
f Total of lines 3a through e	1,462,007.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 1,120,442.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,023,072.
e Remaining amount distributed out of corpus	97,370.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,559,377.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	296,293.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,263,084.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009 — 405,902.				
c Excess from 2010 — 389,285.				
d Excess from 2011 — 370,527.				
e Excess from 2012 — 97,370.				

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

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a 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 foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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.

NONE

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:

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

c Any submission deadlines:

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

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				
CHATTANOOGA CHRISTIAN SCHOOL 3354 CHARGER DR CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	EDUCATION - CAPITAL CAMPAIGN & TECHNOLOGY	500,000.
CHATTANOOGA CHRISTIAN SCHOOL 3354 CHARGER DR CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	EDUCATION - CHRISTIAN SCHOOL CONSULTING CENTER	95,000.
COVENANT COLLEGE, INC. 1049 SCENIC HWY LOOKOUT MOUNTAIN, GA 30750	NONE	PUBLIC CHARITY	EDUCATION - CAPITAL CAMPAIGN	200,000.
COVENANT COLLEGE, INC. 1049 SCENIC HWY LOOKOUT MOUNTAIN, GA 30750	NONE	PUBLIC CHARITY	EDUCATION - CURRICULUM PROJECT	26,650.
PRESBYTERIAN CHURCH IN AMERICA, A CORPORATION 1700 NORTH BROWN RD LAWRENCEVILLE, GA 30043	NONE	PUBLIC CHARITY	EDUCATION - THEOLOGICAL	100,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,046,650.
b Approved for future payment				
CHATTANOOGA CHRISTIAN SCHOOL 3354 CHARGER DR CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	EDUCATION - CAPITAL CAMPAIGN	200,000.
CHATTANOOGA CHRISTIAN SCHOOL 3354 CHARGER DR CHATTANOOGA, TN 37409	NONE	PUBLIC CHARITY	EDUCATION - CONSULTING CENTER	24,500.
COVENANT COLLEGE, INC. 1049 SCENIC HWY LOOKOUT MOUNTAIN, GA 30750	NONE	PUBLIC CHARITY	EDUCATION - CAPITAL CAMPAIGN	250,000.
Total SEE CONTINUATION SHEET(S)			▶ 3b	517,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	8,060.	
4 Dividends and interest from securities			14	702,730.	
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	525990	46,900.	14	3,297.	
8 Gain or (loss) from sales of assets other than inventory	525990	7,212.	18	853,986.	
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)		54,112.		1,568,073.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,622,185.

(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).

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12-05-12

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

X [signature] | 11-14-13 | PRESIDENT

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
AMY G. THOMAS	Amy G. Thomas	11/13/13		P01525903

Firm's name ▶ CHAMBLISS, BAHNER & STOPHEL, P.C. — Firm's EIN ▶ 62-1674553

Firm's address ▶ 605 CHESTNUT STREET, SUITE 1700 CHATTANOOGA, TN 37450-0019 — Phone no. (423)756-3000

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	PARTNERSHIPS SHORT-TERM GAINS - SCH ATTACHED	P		
b	PARTNERSHIPS LONG-TERM GAINS - SCH ATTACHED	P		
c	PARTNERSHIPS SECTION 1231 - SCH ATTACHED	P		
d	PARTNERSHIPS SECTION 1256 - SCH ATTACHED	P		
e	VAN ECK GLOB HARD ASSETS		12/21/11	12/19/12
f	VAN ECK GLOB HARD ASSETS		12/21/11	12/19/12
g	VAN ECK GLOB HARD ASSETS		08/10/09	12/19/12
h	VAN ECK GLOB HARD ASSETS		12/23/09	12/19/12
i	VAN ECK GLOB HARD ASSETS		04/05/10	12/19/12
j	VAN ECK GLOB HARD ASSETS		12/21/10	12/19/12
k	ARTORIOUS PARTNERS II, LP	P		
l	ASLAN CAPITAL OFFSHORE FD, LTD	P		
m	JHL CAPITAL	P		
n	LEE ENHANCED OFFSHORE FUND	P		
o	CAPITAL GAINS DIVIDENDS			

	(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	131,375.			131,375.
b	133,494.			133,494.
c	31,689.			31,689.
d	-5,952.			-5,952.
e	904.		880.	24.
f	175.		170.	5.
g	31,637.		25,000.	6,637.
h	107,664.		100,000.	7,664.
i	25,032.		25,000.	32.
j	688.		794.	-106.
k	1,011,543.		700,000.	311,543.
l	3,772.			3,772.
m	1,228,133.		1,000,000.	228,133.
n	21,150.		23,572.	-2,422.
o	8,098.			8,098.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				131,375.
b				133,494.
c				31,689.
d				-5,952.
e				24.
f				5.
g				6,637.
h				7,664.
i				32.
j				-106.
k				311,543.
l				3,772.
m				228,133.
n				-2,422.
o				8,098.

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	853,986.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PUBLIC SCHOOL BIBLE STUDY COMMITTEE PO BOX 4228 CHATTANOOGA, TN 37405	NONE	PUBLIC CHARITY	EDUCATION	55,000.
RICHMONT GRADUATE UNIVERSITY 1815 MCCALLIE AVE CHATTANOOGA, TN 37404	NONE	PUBLIC CHARITY	EDUCATION	70,000.
Total from continuation sheets				125,000.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
PUBLIC SCHOOL BIBLE STUDY COMMITTEE PO BOX 4228 CHATTANOOGA, TN 37405	NONE	PUBLIC CHARITY	EDUCATION - BIBLE HISTORY	30,000.
CHATTANOOGA CHRISTIAN COMMUNITY FOUNDATION (DBA THE GENEROSITY TRUST) 736 MARKET STREET, STE 1402 CHATTANOOGA, TN 37402	NONE	PUBLIC CHARITY	EDUCATION - VALUES PROJECT	12,500.
Total from continuation sheets				42,500.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
SUNTRUST BANK	8,052.
SUNTRUST BANK - MONEY MARKET	8.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,060.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PARTNERSHIPS INTEREST & DIVIDENDS	680,917.	0.	680,917.
SCHWAB	29,911.	8,098.	21,813.
TOTAL TO FM 990-PF, PART I, LN 4	710,828.	8,098.	702,730.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 4

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIPS SHORT-TERM GAINS - SCH ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
131,375.	0.	0.	0.	131,375.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIPS LONG-TERM GAINS - SCH ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
133,494.	0.	0.	0.	133,494.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIPS SECTION 1231 - SCH ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,689.	0.	0.	0.	31,689.

Christian Education Charitable Trust # 23-7412895
Capital Gains and Losses Reported By Partnerships on Schedules K-1
2012

Partnership	*Partnership's EIN*	*Net Short-term Capital Gain (Loss)*	*Net Long-term Capital Gain (Loss)*	*Net Section 1231 Gain (Loss)*	*Section 1256 Contracts & Straddles*	*Unrelated Business Income*
Aerial Biopharma, LLC	27-4435278	-	-	-	-	-
Arrowpoint Fundamental Opportunity Fund, L P.	26-4044051	(77 00)	(71 00)	-	-	93
Biotechnology Value Fund, L.P.	36-3924731	-	-	-	-	-
Bloom Tree Fund, LP	26-2222597	-	-	-	-	-
Brigade Distressed Value Fund LP	27-4128092	10,395.00	297.00	-	(6.00)	-
Concourse Capital Partners, L P.	26-3415613	402.00	-	(1.00)	182.00	-
Corsair Capital Partners, L.P.	13-3595249	46.00	3,963 00	-	-	-
Credit Suisse Maclellan Investment Fund LP	26-0458356	43.00	35,673.00	31.00	-	31
400 Capital Credit Opportunities Fund, LP	26-4091106	28,731.00	18,828.00	-	(5,025.00)	5,440
Kern Medical III, LLC	37-1601660	-	-	-	-	-
KW Discovery, LLC	61-1692541	-	-	(1 00)	-	-
Majesty II-QP, LP	38-3565016	43,671.00	68,352 00	92 00	(1,103.00)	1,648
Providence MBS Fund, LP	20-0617321	-	-	-	-	-
RD Legal Funding Partners, LP	20-8971819	-	-	-	-	-
Resource Land Fund II, LLC	37-1447054	-	(3.00)	31,568.00	-	-
Rinehart International Equity Fund, LP	26-0621660	(27,065.00)	(9,582.00)	-	-	-
RiverNorth Capital Partners, LP	20-8247249	16,051 00	7,232.00	-	-	-
Tenth Street Financial Opportunity Fund I, L.P.	27-0944041	66,390.00	8,805.00	-	-	-
Totals		***138,587***	***133,494***	***31,689***	***(5,952)***	***7,212***
Less Unrelated Business Income		7,212				
Net		***131,375***				

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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIPS SECTION 1256 - SCH ATTACHED	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-5,952.	0.	0.	0.	-5,952.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VAN ECK GLOB HARD ASSETS		12/21/11	12/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
904.	880.	0.	0.	24.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VAN ECK GLOB HARD ASSETS		12/21/11	12/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
175.	170.	0.	0.	5.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VAN ECK GLOB HARD ASSETS		08/10/09	12/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,637.	25,000.	0.	0.	6,637.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VAN ECK GLOB HARD ASSETS		12/23/09	12/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
107,664.	100,000.	0.	0.	7,664.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VAN ECK GLOB HARD ASSETS		04/05/10	12/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,032.	25,000.	0.	0.	32.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VAN ECK GLOB HARD ASSETS		12/21/10	12/19/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
688.	794.	0.	0.	-106.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARTORIOUS PARTNERS II, LP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,011,543.	700,000.	0.	0.	311,543.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ASLAN CAPITAL OFFSHORE FD, LTD	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,772.	0.	0.	0.	3,772.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JHL CAPITAL	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,228,133.	1,000,000.	0.	0.	228,133.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LEE ENHANCED OFFSHORE FUND	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,150.	23,572.	0.	0.	-2,422.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIP FLOWTHROUGH - UBI	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,212.	0.	0.	0.	7,212.

NET GAIN OR LOSS FROM SALE OF ASSETS	853,100.
CAPITAL GAINS DIVIDENDS FROM PART IV	8,098.
TOTAL TO FORM 990-PF, PART I, LINE 6A	861,198.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIPS ORDINARY INCOME--SCH ATTACHED	-41,465.	-88,365.	
PARTNERSHIPS ROYALTIES--SCH ATTACHED	46.	46.	
PARTNERSHIPS OTHER PORTFOLIO INC--SCH ATTACHED	38,705.	38,705.	
PARTNERSHIPS OTHER INCOME--SCH ATTACHED	19,301.	19,301.	
SCHWAB FEE SHARING	32,600.	32,600.	
TAX EXEMPT INCOME	1,010.	1,010.	
TOTAL TO FORM 990-PF, PART I, LINE 11	50,197.	3,297.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHAMBLISS, BAHNER & STOPHEL, P.C.	11,473.	0.		11,473.
MILLER & MARTIN PLLC	24,049.	12,116.		11,933.
TO FM 990-PF, PG 1, LN 16A	35,522.	12,116.		23,406.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD FROM DIVIDENDS	932.	932.		0.
FOREIGN TAXES WITHHELD FROM PARTNERSHIP INCOME	6,943.	6,943.		0.
EXCISE TAX WITHHOLDING	16,316.	0.		0.
PY EXCISE TAX REFUND	-25,203.	0.		0.
TN F&E TAX	230.	0.		0.
STATE TAX - PARTNERSHIP WITHHOLDING	4,753.	4,753.		0.
TO FORM 990-PF, PG 1, LN 18	3,971.	12,628.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES AND WIRE TRANSFER FEES	1,234.	1,234.		0.
OTHER DEDUCTIONS THROUGH PARTNERSHIPS	62,427.	62,427.		0.
INVESTMENT AND MANAGEMENT FEES	34,318.	34,318.		0.
PARTNERSHIPS PORTFOLIO DEDUCTIONS	257,610.	257,610.		0.
OFFICE EXPENSE	46,391.	0.		44,288.
NON DEDUCTIBLE EXPENSES	11,783.	0.		0.
INVESTMENT INTEREST EXPENSE	130,950.	130,950.		0.
GLOBAL CHRISTIAN EDUCATION PROJECT	5,450.	0.		5,450.
GENERAL GRANT EXPENSE	570.	0.		570.
OTHER MISC. DEDUCTIONS	518.	518.		0.
TO FORM 990-PF, PG 1, LN 23	551,251.	487,057.		50,308.

FOOTNOTES | STATEMENT 9

TAXPAYER IS INVESTED IN CERTAIN PARTNERSHIPS THAT REQUIRE THE TAXPAYER TO FILE FORM 8886-T ON A PROTECTIVE BASIS. TAXPAYER DOES NOT BELIEVE THAT ANY TAXES ARE DUE FOR THE PARTNERSHIPS' ACTIVITY IN THESE TRANSACTIONS.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ILIANT CORPORATION 1,068 SHS. SERIES A PFD	2,136.	0.
APHERESIS TECHNOLOGIES 74 SHS.	6.	0.
SCHWAB - SEE ATTACHED SCHEDULE	1,366,898.	1,697,643.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,369,040.	1,697,643.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BIOTECHNOLOGY VALUE FUND, LP	COST	13,269.	704.
MAJESTY II (QP), LP	COST	816,739.	894,338.
RESOURCE LAND FUND II, LP	COST	210,288.	210,525.
RINEHART INT'L EQUITY FUND, LP	COST	2,856,668.	2,626,213.
LEE ENHANCED	COST	643,126.	46,664.
PROVIDENCE MBS FUND, LP	COST	999,835.	1,000,590.
RD LEGAL FUNDING PARTNERS, LP	COST	367,765.	533,006.
JHL CAPITAL	COST	0.	0.
ARTORIUS PARTNERS II, LP	COST	0.	0.
CREDIT SUISSE MACLELLAN INV. FUND, L.P.	COST	672,126.	736,970.
TENTH STREET FINANCIAL OPPORTUNITY FUND, L.P.	COST	1,310,285.	1,310,285.
CONCOURSE CAPITAL PARTNERS, L.P.	COST	0.	0.
WOLF CREEK	COST	500,000.	633,387.
AERIAL BIOPHARMA LLC	COST	123,478.	24,434.
ARROW POINT FUNDAMENTAL OPPORTUNITY FUND, L.P.	COST	0.	0.
ATLANTA CATHETER THERAPIES INC.	COST	50,000.	50,000.
CORSAIR CAPITAL PARTNERS L.P.	COST	497,857.	497,575.
ELLINGTON CREDIT OPPORTUNITIES FUND, LTD	COST	1,000,000.	1,220,698.
KERN MEDICAL III	COST	150,650.	156,650.
MAK CAPITAL INTERNATIONAL LTD	COST	500,000.	464,040.
VERAN MEDICAL TECHNOLOGIES	COST	87,500.	87,500.
CONATUS CAPITAL PARTNERS	COST	500,000.	528,270.
OVERLAND RELATIVE VALUE FUND, LTD	COST	750,000.	810,750.
ALTUM CREDIT FUND, LTD	COST	500,000.	577,459.
400 CAPITAL CREDIT OPPORTUNITIES FUND, LP	COST	1,058,365.	1,187,674.
BLOOM TREE FUND, LP	COST	496,926.	481,911.
BRIGADE DISTRESSED VALUE FUND	COST	519,789.	532,198.
KW DISCOVERY, LLC	COST	467,202.	394,722.

CHRISTIAN EDUCATION CHARITABLE TRUST
I.D. NO. 23-7412895
CHATTANOOGA, TENNESSEE
SCHEDULE OF SECURITIES
2012

	Shares	Fair Market Value	Adjusted Basis	Unrealized Gain or (Loss)
SECURITIES AT CHARLES SCHWAB INSTITUTIONAL				
FPA Crescent Fund Institutional	4,100.6	120,106	101,923	18,183
Ivy Science & Technology Fund Cl I	3,964.7	149,944	120,638	29,305
Market Vectors ETF Trust Agribusiness	400.0	21,104	20,439	665
Matthews Asian Growth & Income Inv.	13,703.5	254,886	182,805	72,080
Matthews Pacific Tiger Fund	5,210.6	127,192	105,308	21,883
Oppenheimer Developing Market Y	8,269.0	288,423	187,255	101,168
Spdr Gold Trust Gold Shares	385.0	62,378	35,684	26,694
Vanguard Div Appreciation	3,921.0	233,574	202,667	30,907
Virtus Emrg Mkts Oppty Fd Cl	9,772.7	100,757	100,000	757
Yacktman Fund	14,634.5	339,280	310,178	29,102
Totals		$ 1,697,643	$ 1,366,898	$ 330,746

	Shares	Fair Market Value	Adjusted Basis	Unrealized Gain or (Loss)
SECURITIES DISTRIBUTED FROM PARTNERSHIP				
Apheresis Technologies	74	$ -0-	$ 6	$ (6)
Iliant Corporation Series A Pfd	1,068	-0-	2,136	(2,136)
Totals		$ -0-	$ 2,142	$ (2,142)

RIVERNORTH CAPITAL PARTNERS, LP	COST	515,710.	531,497.
COHERA MEDICAL	COST	500,000.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		16,107,578.	15,538,060.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RECEIVABLES ON SALE OF PARTNERSHIP INTERESTS	1,312,479.	1,221,757.	1,221,757.
OTHER RECEIVABLE	0.	4,757.	4,757.
TO FORM 990-PF, PART II, LINE 15	1,312,479.	1,226,514.	1,226,514.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HUGH O. MACLELLAN, JR. 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	PRESIDENT & TRUSTEE 1.00	0.	0.	0.
ROBERT H. MACLELLAN 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	V.P. & TRUSTEE 1.00	0.	0.	0.
RALPH S. PADEN 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	SECRETARY/TREAS. & TRUSTEE 0.25	0.	0.	0.
LAWRENCE B. AUSTIN III 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	TRUSTEE 0.25	0.	0.	0.
HUGH D. HUFFAKER, JR. 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	TRUSTEE 0.25	0.	0.	0.
ELIZABETH LINDQUIST 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	TRUSTEE 0.25	0.	0.	0.

RODGER PIERSANT 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	TRUSTEE 0.25	0.	0.	0.
JOHN ZEISER 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	TRUSTEE 0.25	0.	0.	0.
CHARLES W. PHILIPS 820 BROAD STREET, SUITE 300 CHATTANOOGA, TN 37402	EXECUTIVE DIRECTOR 10.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Christian Education Charitable Trust # 23-7412895
Part VIII, Line 1
Information about Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors
December 31, 2012

Additional infomormation regarding Compensation of Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors:

Christian Education Trust has no employees but contracts with Maclellan Foundation, Inc. for management services, which services were generally provided by Charles W. Phillips, Jan Purdy, and Thomas H. McCallie III for varying percentages of time