AMENDED

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 , 2012, and ending , 20

Name of foundation: TB AND RUTH STANLEY FAMILY FOUNDATION INC

A Employer identification number: 27-1437797

Number and street (or P.O box number if mail is not delivered to street address): 135 E MORSE BLVD — Room/suite:

B Telephone number (see instructions): (407)740-6262

City or town, state, and ZIP code: Winter Park FL 32789-7400

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,890,329

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), & (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE 1 Contributions, gifts, grants, etc , received (attach schedule)				
2 Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
3 Interest on savings and temp cash investments	32,600	32,600	32,600	
4 Dividends and interest from securities	62,811	62,811	62,811	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	65,768			
b Gross sales price for all assets on line 6a 492,072 #1				
7 Capital gain net income (from Part IV, line 2)		65,768		
8 Net short-term capital gain			0	
9 Income modifications			0	
10a Gross sales less rtns. & allowances 0				
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	161,179	161,179	95,411	
OPERATING & ADMINISTRATIVE EXPENSES 13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages	6,320	6,320		
15 Pension plans, employee benefits	750	750		
16a Legal fees (attach schedule) #2	224	224		
b Accounting fees (attach schedule) #3	1,000	1,000		
c Other professional fees (attach schedule) #4	8,434	8,434		
17 Interest				
18 Taxes (attach schedule) (see instructions) #5	2,466	2,466		
19 Depreciation (attach sch) and depletion				
20 Occupancy	5,154			5,154
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) #6	571	571		
24 **Total operating and administrative expenses.** Add lines 13 through 23	24,919	19,765	0	5,154
25 Contributions, gifts, grants paid	67,300			67,300
26 Total exp & disbursements Add lines 24 and 25	92,219	19,765	0	72,454
27 Subtract line 26 from line 12				
a **Excess of revenue over expenses and disbursements**	68,960			
b **Net investment income** (if neg , enter -0-)		141,414		
c **Adjusted net income** (if neg , enter -0-)			95,411	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1	Cash -- non-interest-bearing	130,461	115,340	115,340
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accts. ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments -- U S and state govt obligations (attach schedule)			
	b	Investments -- corporate stock (attach schedule) #7	497,224	714,152	885,957
	c	Investments -- corporate bonds (attach schedule) #8	506,563	287,467	300,838
	11	Investments -- land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments -- mortgage loans			
	13	Investments -- other (attach schedule) #9	484,229	573,478	588,194
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers -- see the instructions Also, see page 1, item I)	1,618,477	1,690,437	1,890,329
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable		3,000	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	3,000	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here** ▶ ☒ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	1,618,477	1,687,437	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ck. 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** (see instructions)	1,618,477	1,687,437	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,618,477	1,690,437	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year -- Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,618,477
2	Enter amount from Part I, line 27a	2	68,960
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,687,437
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	1,687,437

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See attachment #10			
b				
c				
d				
e				

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

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

	(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				

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	65,768
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	-2,711

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 beg in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011			
2010			
2009			
2008			
2007			

2	**Total** of line 1, column (d)	2	0.000000
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,799,576
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,414
7	Add lines 5 and 6	7	1,414
8	Enter qualifying distributions from Part XII, line 4	8	72,454

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 inst.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,414
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	1,414
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	1,414
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	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	36
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,450
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 the 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	N/A	
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 yr ? If "Yes," complete Part II, col (c), & Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
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		

Website address ▶ N/A

14 The books are in care of ▶ See attachment #11 Telephone no ▶

Located at ▶ ZIP+4 ▶

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 |

			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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 ▶ 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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b		X
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)

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? 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? N/A	7b		

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

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

(a) Name and address	(b) Title, and avg. hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp	(e) Expense account, other allowances
See attachment #12				

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 avg hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,705,929
b	Average of monthly cash balances	1b	121,052
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,826,981
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,826,981
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	27,405
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,799,576
6	**Minimum investment return.** Enter 5% of line 5	6	89,979

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	89,979
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,414		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,414
3	Distributable amount before adjustments Subtract line 2c from line 1			3	88,565
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	88,565
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	88,565

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	72,454
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	72,454
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	1,414
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	71,040

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				88,565
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				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 72,454				
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				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount -- see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount -- see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				88,565
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

b Check box to indicate whether the 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
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct exempt act.					
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 min 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 See attachment #13				
Total ▶ 3a				67,300
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Excl code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	32,600	
4 Dividends and interest from securities			14	62,811	
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			14	65,768	
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)		0		161,179	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 161,179

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | Date | VICE PRESIDENT Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Cynthia Hunter	7/8/13		P01450272
Firm's name ▶ CARLILE AND HUNTER LLC			Firm's EIN ▶ 20-1862699	
Firm's address ▶ 861 W MORSE BLVD SUITE 1			Phone no (407)-647-1722	

990 SCHEDULE OF GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY (Not Included In Part IV)

Attachment 1: page 1 - 990-PF Part I, Page 1, Line 6

Open to Public Inspection	For Calendar year 2012, or tax year period beginning	and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Name of Security or Description of Property	Acquisition Date	How Acquired	Date Sold
Other Noninventory Assets:			

To Whom Sold	Gross Sale Price	Basis	Sales Expense	Gain or (Loss)	Accumulated Depreciation
Totals:					

990 SCHEDULE OF LEGAL FEES

Attachment 2: page 1 - 990-PF Page 1, Part I, Line 16a

Open to Public Inspection | For calendar year 2012, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Legal Description	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
LEGAL FEES	224	224		
Total:	224	224		

990 SCHEDULE OF ACCOUNTING FEES

Attachment 3: page 1 - 990-PF Page 1, Part I, Line 16b

Open to Public Inspection	For calendar year 2012, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
ACCOUNTING FEES	1,000	1,000		
Total:	1,000	1,000		

990 SCHEDULE OF OTHER PROFESSIONAL FEES

Attachment 4: page 1 - 990-PF Page 1, Part I, Line 16c

Open to Public Inspection | For calendar year 2012, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
INVESTMENT EXPENSE	8,434	8,434		
Total:	8,434	8,434		

990 SCHEDULE OF TAXES PAID

Attachment 5: page 1 - 990- PF Page 1, Part I, Line 18

Open to Public Inspection	For calendar year 2012, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
PAYROLL TAXES	2,202	2,202		
FOREIGN TAX	264	264		
Total:	2,466	2,466		

990 OTHER EXPENSES SCHEDULE

Attachment 6: page 1 990-PF Page 1, Part I, Line 23

Open to Public Inspection	For calendar year 2012, or tax period beginning	, and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
INTEREST EXPENSE	510	510		
LICENSES	61	61		
Total:	571	571		

990 SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

Attachment 7: page 1 - 990-PF Page 2, Part II, Line 10b

Open to Public Inspection	For calendar year 2012, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
SCOTT & STRINGFELLOW			714,152	885,957
		Total:	714,152	885,957

990 SCHEDULE OF INVESTMENTS - CORPORATE BONDS

Attachment 8: page 1 - 990-PF Page 2, Part II, Line 10c

Open to Public Inspection	For calendar year 2012, or tax period beginning	, and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
SCOTT & STRINGFELLOW			287,467	300,838
		Total:	287,467	300,838

990 SCHEDULE OF INVESTMENTS - OTHERS

Attachment 9: page 1 - 990-PF Page 2, Part II, Line 13

Open to Public Inspection	For calendar year 2012, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description	Cost	FMV at Year End	Book Value	Fair Market Value
SCOTT & STRINGFELLOW			573,478	588,194
		Total:	573,478	588,194

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 10: page 1 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection | For calendar year 2012 or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

	(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)
1	EXC	P	09-24-2012	11-26-2012
2	EXC	P	09-25-2012	11-26-2012
3	NEWMKT	P	06-30-2011	04-16-2012
4	ABT	P	03-02-2004	06-08-2012
5	ABT	P	03-02-2004	07-09-2012
6	ADM	P	04-06-2010	05-01-2012
7	ADM	P	04-06-2010	05-10-2012
8	COP	P	05-06-2010	09-21-2012
9	DEO	P	06-23-2008	02-24-2012
10	DEO	P	06-23-2008	03-26-2012
11	DEO	P	06-23-2008	04-17-2012
12	DEO	P	06-23-2008	04-19-2012
13	DEO	P	06-24-2008	04-19-2012
14	DEO	P	06-24-2008	06-29-2012
15	DEO	P	09-28-2008	06-29-2012

	(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)
1	4,131		5,044	-913
2	6,006		7,320	-1,314
3	25,891		26,375	-484
4	2,461		1,623	838
5	1,960		1,217	743
6	2,464		2,129	335
7	2,383		2,016	367
8	16,952		12,651	4,301
9	4,262		3,278	984
10	3,431		2,549	882
11	1,596		1,165	431
12	909		656	253
13	606		439	167
14	3,512		2,487	1,025
15	4,958		3,371	1,587

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) Gain Minus Col (k), But Not Less Than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col (i) Over Col. (j), if Any	
1				-913
2				-1,314
3				-484
4				838
5				743
6				335
7				367
8				4,301
9				984
10				882
11				431
12				253
13				167
14				1,025
15				1,587

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 10: page 2 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2012 or tax period beginning	, and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

	(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)
16	DEO	P	09-28-2008	07-02-2012
17	ITW	P	08-26-2010	09-21-2012
18	INTC	P	11-06-2008	03-14-2012
19	PM	P	10-23-2008	02-24-2012
20	PM	P	10-23-2008	02-28-2012
21	PM	P	10-23-2008	03-26-2012
22	PSO	P	10-02-2007	07-13-2012
23	PSO	P	10-02-2007	07-16-2012
24	PSO	P	10-02-2007	07-26-2012
25	PSO	P	10-02-2007	07-26-2012
26	PSO	P	10-04-2007	07-26-2012
27	PFE	P	10-24-2005	07-09-2012
28	PSX	P	05-06-2010	08-07-2012
29	PSX	P	05-06-2010	08-15-2012
30	RCI	P	01-10-2011	12-06-2012

	(e) Gross Sales Price	(f) Depreciation Allowed (or allowable)	(g) Cost or Other Basis Plus Expense of Sale	(h) Gain or (loss) (e) Plus (f) Minus (g)
16	3,323		2,247	1,076
17	13,356		9,018	4,338
18	1,805		913	892
19	5,792		2,875	2,917
20	3,343		1,643	1,700
21	3,511		1,643	1,868
22	2,374		1,834	540
23	1,879		1,452	427
24	1,012		764	248
25	101		76	25
26	1,174		887	287
27	903		840	63
28	3,617		2,261	1,356
29	2,385		1,499	886
30	2,940		2,245	695

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) Gain Minus Col (k), But Not Less Than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col (i) Over Col. (j), if Any	
16				1,076
17				4,338
18				892
19				2,917
20				1,700
21				1,868
22				540
23				427
24				248
25				25
26				287
27				63
28				1,356
29				886
30				695

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 10: page 3 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection | For calendar year 2012 or tax period beginning , and ending .

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

	(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)
31	RCI	P	01-10-2011	12-12-2012
32	RCI	P	01-10-2011	12-20-2012
33	TRV	P	07-25-2011	10-18-2012
34	TSM	P	06-08-2006	03-14-2012
35	TSM	P	06-08-2006	09-26-2012
36	TSM	P	01-04-2008	09-26-2012
37	TSM	P	02-25-2010	09-26-2012
38	TSM	P	02-25-2010	09-27-2012
39	TSM	P	05-14-2010	09-27-2012
40	TGT	P	02-11-2011	09-06-2012
41	TGT	P	02-11-2011	09-24-2012
42	TXN	P	01-15-2010	01-24-2012
43	TXN	P	01-21-2010	01-24-2012
44	TXN	P	01-21-2010	01-25-2012
45	WM	P	12-21-2007	07-30-2012

	(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)
31	1,596		1,209	387
32	2,514		1,900	614
33	2,222		1,699	523
34	3,117		1,825	1,292
35	73		42	31
36	4,322		2,577	1,745
37	2,781		1,792	989
38	7,639		4,807	2,832
39	4,822		3,084	1,738
40	3,029		2,556	473
41	1,302		1,088	214
42	3,598		2,680	918
43	2,257		1,668	589
44	10,016		7,395	2,621
45	2,236		2,155	81

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) Gain Minus Col (k), But Not Less Than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col (i) Over Col (j), if Any	
31				387
32				614
33				523
34				1,292
35				31
36				1,745
37				989
38				2,832
39				1,738
40				473
41				214
42				918
43				589
44				2,621
45				81

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 10: page 4 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2012 or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

	(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)
46	WM	P	12-21-2007	09-25-2012
47	WM	P	12-21-2007	09-27-2012
48	WM	P	12-21-2007	10-05-2012
49	WM	P	01-04-2008	10-05-2012
50	WM	P	01-04-2008	10-08-2012
51	NRP	P	10-08-2008	02-14-2012
52	NRP	P	10-08-2008	05-14-2012
53	NRP	P	10-08-2008	08-14-2012
54	NRP	P	10-08-2008	11-14-2012
55	MCGC	P	05-11-2011	09-11-2012
56	AES	P	04-15-2010	01-23-2012
57	8BALL	P	08-19-2010	03-09-2012
58	FCB	P	03-05-2003	07-31-2012
59	HC	P	01-05-2009	01-23-2012
60	MAINST	P	10-28-2009	05-02-2012

	(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)
46	4,212		4,309	-97
47	2,377		2,453	-76
48	5,172		5,337	-165
49	450		439	11
50	2,924		2,855	69
51	52			52
52	52			52
53	52			52
54	52			52
55	25,507		28,401	-2,894
56	42,800		41,550	1,250
57	41,033		41,550	-517
58	25,605		24,563	1,042
59	26,825		13,750	13,075
60	25,668		25,250	418

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) Gain Minus Col (k), But Not Less Than -0-) **or** Losses (from col. (h))
	(i) F M V as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col (i) Over Col. (j), if Any	
46				-97
47				-76
48				-165
49				11
50				69
51				52
52				52
53				52
54				52
55				-2,894
56				1,250
57				-517
58				1,042
59				13,075
60				418

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 10: page 5 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection | For calendar year 2012 or tax period beginning , and ending .

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

	(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)
61	UTD	P	10-21-2008	01-23-2012
62	VULCAN	P	06-07-2011	10-19-2012

	(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)
61	26,380		20,885	5,495
62	82,350		75,968	6,382

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) Gain Minus Col (k), But Not Less Than -0-) **or** Losses (from col (h))
	(i) F M.V. as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col (i) Over Col (j), if Any	
61				5,495
62				6,382

990 BOOKS ARE IN CARE OF

Attachment 11 - 990-PF Page 5, Part VII-A, Line 14

Open to Public Inspection	For calendar year 2012, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Part VII-A - Line 14

Individual Name or Business Name: SUSAN TAYLOR

Street Address: 135 E MORSE BLVD

U S Address

Zip code 32789 City Winter Park State FL

or

Foreign Address

City

Province or State

Country

Postal code

Phone Number: (407)740-6262

Fax Number

990 CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

Attachment 12: page 1 - 990-PF Page 6, Part VIII

Open to Public Inspection	For calendar year 2012, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

(A) Name and Address	(B) Title and Average Hrs per Week	(C) Compensation (If not paid, enter 0)	(D) Cont to Employee Ben Plans & Def. Comp	(E) Expense Account & Other Allowances
THOMAS B STANLEY, III 1500 WEST WESLEY ROAD ATLANTA, GA 30327	PRESIDENT 2.00			
SUSAN STANLEY TAYLOR 135 E MORSE BLVD WINTER PARK, FL 32789	VP, SEC & TREAS 2.00			
ANDREW B STANLEY 135 E MORSE BLVD WINTER PARK, FL 32789	VICE PRESIDENT 2.00			

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 13: page 1 990-PF Page 11, Part XV Line 3a

Open to Public Inspection | For calendar year 2012, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

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
SUMC PO BOX 206 STANLEY TOWN, VA 21468			$5000 FOR PARK AND $11,000 FOR CHURCH	16,000
PHCC 645 PATRIOT AVE MARTINSVILLE, VA 24112			THREE SCHOLARSHIPS	3,000
NEW COLLEGE FOUNDATION 29 JONES STREET MARTINSVILLE, VA 24112			SCHOLARSHIP FOR GRADUATE PHCC	3,000
BASSETT RESCUE SQUAD PO BOX 510 BASSETT, VA 24055			GENERAL SUPPORT	1,000
PIEDMONT ARTS 215 STARLING AVENUE MARTINSVILLE, VA 24112			GENERAL SUPPORT	1,000
VMI FOUNDATION NEIKIRK HALL LEXINGTON, VA 24450			SCHOLARSHIP FOR MARTINSVILLE OR HENRY COUNTY	1,000
SPENCER PENN PO BOX 506 SPENCER, VA 24165			GENERAL SUPPORT	3,000
GRACE NETWORK PO BOX 3902 MARTINSVILLE, VA 24115			PROVIDE FINANCIAL HELP AND ESSENTIAL SERVICES	3,000
MHC COALITION FOR HEALTH 22 E CHURCH ST MARTINSVILLE, VA 24112			GENERAL SUPPORT	1,000
CITIZENS AGAINST FAMILY VIOLENCE PO DRAWER 352 MARTINSVILLE, VA 24114			5K RACE IN MARTINSVILLE, VA	300
ST MARY'S HOME FOR DISABLED CHILDREN 6171 KEMSVILLE CIRCLE NORFOLK, VA 23502			TRIBUTE GARDEN HONORING ANN GILL	500
ALL ABOUT DEV DISABILITIES			GENERAL SUPPORT	
			Total:	32,800

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 13: page 2 990-PF Page 11, Part XV Line 3a

Open to Pu Inspection For calendar year 2012, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

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
125 CLAIREMONT AVENUE DECATUR, GA 30030				2,500
KAMP KUDZU 5885 GLENRIDGE DRIVE ATLANTA, GA 30328			IN THE NAME OF PHILLIP MODESITT	1,000
METRO ATLANTA ARTS FUND 50 HURT PLAZA SE ATLANTA, GA 30303			GENERAL SUPPORT	2,500
UVA DARDEN SCHOOL FOUNDATION 100 DARDEN ROAD CHARLOTTESVILLE, VA 22903			SCHOLARSHIP	2,500
UNIVERSITY WEST GEORGIA FOUNDATION 1601 MAPLE STREET CARROLLTON, GA 30118			ATHLETIC DEPARTMENT	1,000
UVA JEFFERSON SCHOLARS BOX 400891 CHARLOTTESVILLE, VA 22904			SCHOLARSHIP	1,000
EAST LAKE FOUNDATION 2606 ALSTON DRIVE ATLANTA, GA 30317			GENERAL SUPPORT	1,000
ATLANTA BOTANICAL GARDENS 1345 PIEDMONT AVENUE SE ATLANTA, GA 30309			ORCHID HOUSE	1,000
DAN RIVER BASIN PO BOX 7 COLLINSVILLE, VA 24078			TROUT IN THE CLASSROOM PROGRAM	1,000
JUPITER ISLAND CLUB PO BOX 1410 HOBE SOUND, FL 33475			SCHOLARSHIP	1,000
BASSETT RESCUE SQUAD PO BOX 510 BASSETT, VA 24055			GENERAL SUPPORT	1,500
HELPING HANDS OF FRANKLIN COUNTY 200 DENT ST			EMERGENCY ASSISTANCE	
			Total:	16,000

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 13: page 3 990-PF Page 11, Part XV Line 3a

Open to Public Inspection | For calendar year 2012, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

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
ROCKY MOUNT, VA 24151				1,000
SAFETY ROPE PO BOX 1439 STUART, VA 24171			EMERGENCY ASSISTANCE TO PATRICK COUNTY RESIDENTS	1,000
TRUST FOR PUBLIC LAND 600 W PEACHTREE ATLANTA, GA 30308			HELP FUND LAND PURCHASES IN GA	1,000
UGA FOUNDATION FRANKLIN COLLEGE ATHENS, GA 30602			GENERAL SUPPORT	2,000
ATLANTA CELEBRATES PHOTOGRAPHY 1135 SHERIDIAN ROAD ATLANTA, GA 30324			GENERAL SUPPORT	1,000
MUSEUM OF CONTEMPORY ART OF GA 75 BENNET ST ATLANTA, GA 30309			GENERAL SUPPORT	1,000
ARTISAN CAFE 614 E MAIN ST MARTINSVILLE, VA 24112			GENERAL SUPPORT	1,500
FRIENDS OF BLUE RIDGE LIBRARY PO BOX 3967 MARTINSVILLE, VA 24115			CHILDRENS PROGRAM	2,000
COMMUNITY STOREHOUSE PO BOX 3015 MARTINSVILLE, VA 24115			FOOD FOR KIDS, PACKBACK PROGRAM	1,000
MAIN FARM LAND TRUST 97 MAIN STREET BELFAST, ME 04915			GENERAL SUPPORT	2,500
MARINE ENVIRONMENTAL RESEARCH PO BOX 1652 BLUE HILL, ME 04915			GENERAL SUPPORT	1,000
MHC COALITION FOR HEALTH 22 E CHURCH STREET			GENERAL SUPPORT	
			Total:	15,000

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 13: page 4 990-PF Page 11, Part XV Line 3a

Open to Pu
Inspection For calendar year 2012, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

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
MARTINSVILLE, VA 24112				500
PENOBSCOT EAST RESOURCE CENTER PO BOX 27 STONINGTON, ME 04681			GENERAL SUPPORT	1,000
TREE OF LIFE PO BOX 1329 BLUE HILL, ME 04614			GENERAL SUPPORT	2,000
			Total:	3,500

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit www irs gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension -- check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions TB AND RUTH STANLEY FAMILY FOUNDATION INC	Employer identification number (EIN) or ☒ 27-1437797
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O. box, see instructions 135 E MORSE BLVD	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions. Winter Park FL 32789-7400	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 of Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ See attachment #11

Telephone No. ▶ ______ FAX No ▶ ______

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15 , 20 13 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ ☒ calendar year 20 12 or
▶ ☐ tax year beginning ______ , 20 __ , and ending ______ , 20 __ .

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 1,450
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 0
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 1,450

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.