



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



Form **990-PF**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 LPL FINANCIAL CHARITABLE FOUNDATION, INC		A Employer identification number 27-4171978
Number and street (or P O box number if mail is not delivered to street address) 75 STATE STREET, 24TH FLOOR	Room/suite	B Telephone number 704-733-3824
City or town, state, and ZIP code BOSTON, MA 02109		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 ☐
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) \$ 839,443. (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 ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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	675,250.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	804.	804.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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					
12 Total. Add lines 1 through 11	676,054.	804.			
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 2	2,452.	0.		0.
	b Accounting fees STMT 3	5,000.	0.		0.
	c Other professional fees STMT 4	7,505.	0.		0.
	17 Interest				
	18 Taxes STMT 5	595.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	109,818.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	125,370.	0.		0.
	25 Contributions, gifts, grants paid	414,935.			414,935.
26 Total expenses and disbursements. Add lines 24 and 25	540,305.	0.		414,935.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	135,749.				
b Net investment income (if negative, enter -0-)		804.			
c Adjusted net income (if negative, enter -0-)			N/A		

233501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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		703,694.	839,443.	839,443.
	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				
	c	Investments - corporate bonds				
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other				
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers)		703,694.	839,443.	839,443.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	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.	
Foundations that follow SFAS 117, check here	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒				
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		703,694.	839,443.	
	30	Total net assets or fund balances		703,694.	839,443.	
	31	Total liabilities and net assets/fund balances		703,694.	839,443.	

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	703,694.
2	Enter amount from Part I, line 27a	2	135,749.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	839,443.
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	839,443.

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 NONE				
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
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		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	1,352,421.	1,424,598.	.949335
2010	200,000.	2,093,134.	.095550
2009			
2008			
2007			

2 Total of line 1, column (d)	2	1.044885
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	.522443
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	565,249.
5 Multiply line 4 by line 3	5	295,310.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8.
7 Add lines 5 and 6	7	295,318.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	414,935.

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)		1	8.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	8.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	8.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
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		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		8.
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MA</u>		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► N/A	13	X	
14	The books are in care of ► JIM HOOKS, TREASURER Telephone no. ► 704-733-3824 Located at ► 4828 PARKWAY PLAZA BLVD., CHARLOTTE, NC ZIP+4 ► 28217			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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

Form 990-PF (2012)

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

If "Yes" to 6b, file Form 8870.

X

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.

(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 8		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

Form 990-PF (2012)

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	0.
b	Average of monthly cash balances	1b	573,857.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	573,857.
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	573,857.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,608.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	565,249.
6	Minimum investment return. Enter 5% of line 5	6	28,262.

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	28,262.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	28,254.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	28,254.
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	28,254.

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	414,935.
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	414,935.
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	8.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	414,927.

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				28,254.
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				
b From 2008				
c From 2009				
d From 2010	192,831.			
e From 2011	1,281,215.			
f Total of lines 3a through e	1,474,046.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 414,935.				
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				28,254.
e Remaining amount distributed out of corpus	386,681.			
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	1,860,727.			
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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,860,727.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	192,831.			
d Excess from 2011	1,281,215.			
e Excess from 2012	386,681.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CAL STATE U SAN MARCOS FOUNDATION 333 SOUTH TWIN OAKS VALLEY ROAD SAN MARCOS, CA 92078		OTHER PUBLIC CHARITY	SUPPORT SCHOLARSHIP PROGRAM	62,000.
JUNIOR ACHIEVEMENT OF CENTRAL CAROLINAS 201 S TRYON ST #100 CHARLOTTE, NC 28202		OTHER PUBLIC CHARITY	ANNUAL GRANT	34,000.
JUNIOR ACHIEVEMENT OF NORTHERN NEW ENGLAND 400 5TH AVENUE #300 JAMAICA PLAIN, MA 02130		OTHER PUBLIC CHARITY	ANNUAL GRANT	10,000.
JUNIOR ACHIEVEMENT OF SAN DIEGO AND IMPERIAL COUNTIES 4756 MISSION GORGE PLACE SAN DIEGO, CA 92120		OTHER PUBLIC CHARITY	ANNUAL GRANT	36,000.
OPERATION HOPE, INC 707 WILSHIRE BLVD. #3030 LOS ANGELES, CA 90017		OTHER PUBLIC CHARITY	SUPPORT ATLANTA HOPE CENTER	225,000.
Total	SEE CONTINUATION SHEET(S)			414,935.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	804.		
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		804.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	804.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

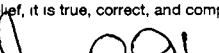
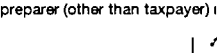
Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
------------------	--

		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.			

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No		
	 Signature of officer or trustee		12-18-2015 Date		TREASURER Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☒ if self-employed	PTIN
	ELIZABETH P. MURPHY				01/09/15		P00653168
	Firm's name ▶ DIXON HUGHES GOODMAN LLP					Firm's EIN ▶ 56-0747981	
	Firm's address ▶ 6525 MORRISON BLVD., STE 500 CHARLOTTE, NC 28211					Phone no. 704-367-7020	

Form **990-PF** (2012)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

LPL FINANCIAL CHARITABLE FOUNDATION, INC

Employer identification number

27-4171978

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

LPL FINANCIAL CHARITABLE FOUNDATION, INC**27-4171978****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LPL FINANCIAL LLC 75 STATE STREET, 24TH FLOOR BOSTON, MA 02109	\$ 675,250.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

27-4171978

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization

Employer identification number

LPL FINANCIAL CHARITABLE FOUNDATION, INC

27-4171978

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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
MATCHING GIFTS (SEE ATTACHED) 75 STATE STREET, 24TH FLOOR BOSTON, MA 02109		OTHER PUBLIC CHARITY	SEE ATTACHED STATEMENT	47,935.
Total from continuation sheets				47,935.

Part XV Supplementary Information (Continued)

Recipient Name and Address	If recipient is an individual, show and relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
24 Hours of Booty Inc, 500 E. Morehead St., Suite 218 , Charlotte, NC 28202		PC	Program/Operating Support	\$ 250.00
Acclaim Academy of Davidson, 750 Jetton Road , Davidson, NC 28036		PC	Program/Operating Support	\$ 500.00
Ada Jenkins Families and Careers Development Center Inc, P.O. Box 1842 , Davidson, NC 28036		PC	Program/Operating Support	\$ 500.00
American Cancer Society Inc, 1710 Webster St. , Oakland, CA 94612		PC	Program/Operating Support	\$ 125.00
American Cancer Society Inc, 250 Williams Street		PC	Program/Operating Support	\$ 50.00
American Cancer Society Inc, 250 Williams Street , Atlanta, GA 30303		PC	Program/Operating Support	\$ 150.00
American Cancer Society Relay for Life, 941 East 3300 South , Salt Lake City, UT 84106		PC	Program/Operating Support	\$ 100.00
American Diabetes Association, 1701 North Beauregard Street		PC	Program/Operating Support	\$ 130.00
American Diabetes Association, 1701 North Beauregard Street , Alexandria, VA 22311		PC	Program/Operating Support	\$ 430.00
American Heart Association Inc, 1710 Gilbreth Road , Burlingame, CA 94010		PC	Program/Operating Support	\$ 100.00
American Heart Association Inc, 7272 Greenville Avenue		PC	Program/Operating Support	\$ 100.00
American Heart Association Inc, 7272 Greenville Avenue , Dallas, TX 75231		PC	Program/Operating Support	\$ 50.00
American National Red Cross, 3950 Calle Fortunada , San Diego, CA 92121		PC	Program/Operating Support	\$ 50.00
American Youth Football Inc, 1537 Highfield Court , Charlotte, NC 28216		PC	Program/Operating Support	\$ 450.00
Amyotrophic Lateral Sclerosis Association, 4 North Blount Street 2nd Floor, Raleigh, NC 27601		PC	Program/Operating Support	\$ 500.00
Athletic Foundation of the University of North Carolina at Ch, 9201 University City Boulevard Reese 316, Charlotte, NC 28223		PC	Program/Operating Support	\$ 500.00
Autism Speaks Inc, 1060 State Road 2nd Floor, Princeton, NJ 8540		PC	Program/Operating Support	\$ 50.00
Baptist Missionary Association of America, P.O. Box 30910 , Little Rock, AR 72260		PC	Program/Operating Support	\$ 300.00
Bayview Baptist Church of San Diego, 6126 Benson Avenue , San Diego, CA 92114		PC	Program/Operating Support	\$ 500.00
Beards Because Incorporated, 1568 Cleveland Avenue , Charlotte, NC 28201		PC	Program/Operating Support	\$ 250.00
Best Buddies International Inc, P.O. Box 51597 , Boston, MA 2205		PC	Program/Operating Support	\$ 50.00
Big Brothers-Big Sisters Agency of Santa Cruz County Inc, 1500 41st Avenue Suite 250, Capitola, CA 95010		PC	Program/Operating Support	\$ 200.00
Brunswick Community College Foundation Inc, PO Box 30 , Supply, NC 28462		PC	Program/Operating Support	\$ 250.00
Canyon Crest Academy Foundation Inc, 3525 Del Mar Heights Road Suite 434, San Diego, CA 92130-2122		PC	Program/Operating Support	\$ 450.00
Catholic Business Association of Charles County Scholarship Foundation Inc, PO Box 1687 , La Plata, MD 20646		PC	Program/Operating Support	\$ 500.00
Challenged Athletes Inc, 9591 Waples Street , San Diego, CA 92121		PC	Program/Operating Support	\$ 100.00
Charlotte Christian School, 7301 Sardis Road , Charlotte, NC 28270		PC	Program/Operating Support	\$ 500.00

Part XV Supplementary Information (Continued)

Recipient Name and Address	If recipient is an individual, show and relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Charlotte Country Day School, 1440 Carmel Road , Charlotte, NC 28226		PC	Program/Operating Support	\$ 500.00
Childrens Hospital Corporation, 300 Longwood Avenue , Boston, MA 2115		PC	Program/Operating Support	\$ 500 00
Childrens Hospital of Illinois Foundation, 530 NE Glen Oak Ave , Peoria, IL 61637		PC	Program/Operating Support	\$ 500.00
Chinmaya Mission San Diego, 11715 Treadwell Drive , Poway, CA 92064		PC	Program/Operating Support	\$ 500.00
Clemson Iptay Club, PO Box 31 , Clemson, SC 29633-0031		PC	Program/Operating Support	\$ 640.00
Coalition To Unchain Dogs Inc, PO Box 3259		PC	Program/Operating Support	\$ 500.00
Coalition To Unchain Dogs Inc, PO Box 3259 , Durham, NC 27715		PC	Program/Operating Support	\$ 240 00
Community Housing Resource Center, P O Box 25206 , Charlotte, NC 28229-5206		PC	Program/Operating Support	\$ 1,450.00
Cornell University Foundation, 130 E. Seneca St Ste400 PO Box 2600, Ithaca, NY 14851		PC	Program/Operating Support	\$ 250.00
Council for Childrens Rights Inc, 601 E. 5th Street Suite 510, Charlotte, NC 28202		PC	Program/Operating Support	\$ 250.00
Cystic Fibrosis Foundation, 1775 Wehrle Drive		PC	Program/Operating Support	\$ 100.00
Cystic Fibrosis Foundation, 220 North Main Street Suite 104, Natick, MA 1760		PC	Program/Operating Support	\$ 75.00
Cystic Fibrosis Foundation, 4600 Park Road		PC	Program/Operating Support	\$ 200.00
Cystic Fibrosis Foundation, 4600 Park Road Suite 100, Charlotte, NC 28227		PC	Program/Operating Support	\$ 660.00
Del Mar Schools Education Foundation, 13030 Ashley Falls Drive , San Diego, CA 92130		PC	Program/Operating Support	\$ 1,000.00
Del Norte Highschool Music Boosters, 16601 Nighthawk Lane		PC	Program/Operating Support	\$ 500.00
Doctors Without Borders, 333 7th Ave Fl 2 , New York, NY 10001-5126		PC	Program/Operating Support	\$ 250.00
Donorschoose Org, 213 W 35th Street, 2nd Floor East 2nd Floor, New York, NY 10001		PC	Program/Operating Support	\$ 50.00
East County Soccer Alliance - San Diego United Futbol Club, 1093 East Main Street Pmb 202, El Cajon, CA 92021		PC	Program/Operating Support	\$ 400.00
Electronic Frontier Foundation Inc, 454 Shotwell Street , San Francisco, CA 94110		PC	Program/Operating Support	\$ 100.00
Farm Sanctuary Inc, P.O. Box 150 , Watkins Glen, NY 14891-0150		PC	Program/Operating Support	\$ 100.00
Foundation of the University of North Carolina at Charlotte Inc, 9201 University City Boulevard , Charlotte, NC 28223		PC	Program/Operating Support	\$ 250.00
Glenelg Country School Inc, 12793 Folly Quarter Rd , Ellicott City, MD 21042-1271		PC	Program/Operating Support	\$ 1,500.00
Great Oaks Academic Leadership Society, 32555 Deer Hollow Way , Temecula, CA 92592		PC	Program/Operating Support	\$ 125.00
Greater Boston Legal Services Inc, 197 Friend Street , Boston, MA 2114		PC	Program/Operating Support	\$ 350.00
Greenpeace Fund Inc, 702 H Street NW Suite 300, Washington, DC 20001		PC	Program/Operating Support	\$ 125 00
Havenhouse St Louis, 12685 Olive Blvd , Saint Louis, MO 63141		PC	Program/Operating Support	\$ 250.00
Heifer Project International, 1 World Ave , Little Rock, AR 72202-2863		PC	Program/Operating Support	\$ 120.00

Part XV Supplementary Information (Continued)

Recipient Name and Address	If recipient is an individual, show and relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
House of Mercy Inc, P. O. Box 808 701 Mercy Drive, Belmont, NC 28012		PC	Program/Operating Support	\$ 50.00
Humane Society of Charlotte Inc, 2700 Toomey Avenue , Charlotte, NC 28203		PC	Program/Operating Support	\$ 250.00
Humane Society of the Pikes Peak Region, 610 Abbot Ln , Colorado Spgs, CO 80905		PC	Program/Operating Support	\$ 250.00
Humanity First USA, 15000 Good Hope Rd , Silver Spring, MD 20905		PC	Program/Operating Support	\$ 200.00
International Bodhisattva Sangha, 12584 Sora Way		PC	Program/Operating Support	\$ 500.00
International Bodhisattva Sangha, 12584 Sora Way , San Diego, CA 92129		PC	Program/Operating Support	\$ 2,500.00
Junior Womans Club of Charlotte Foundation Inc, PO Box 471445 , Charlotte, NC 28247-1445		PC	Program/Operating Support	\$ 100 00
Juvenile Diabetes Research Foundation International, 205 Regency Executive Park Drive Suite 102, Charlotte, NC 28217		PC	Program/Operating Support	\$ 50.00
Kennett High School, 409 Eagles Way , North Conway, NH 3860		PC	Program/Operating Support	\$ 250.00
Kumeyaay Elementary School Foundation, 6475 Antigua Boulevard , San Diego, CA 92124		PC	Program/Operating Support	\$ 700.00
La Costa Heights Elementary, 3035 Levante Street		PC	Program/Operating Support	\$ 300.00
Labradors and Friends Dog Rescue Group Inc, 2307 Fenton Pkwy 107-160 , San Diego, CA 92108-4746		PC	Program/Operating Support	\$ 1,000 00
Lazarex Cancer Foundation, PO Box 741		PC	Program/Operating Support	\$ 350.00
Leukemia & Lymphoma Society Inc, 14 Commerce Drive Suite 301, Cranford, NJ 7016		PC	Program/Operating Support	\$ 300.00
Leukemia & Lymphoma Society Inc, 3877 N. 7th Street Suite 300, Phoenix, AZ 85014		PC	Program/Operating Support	\$ 50.00
Leukemia & Lymphoma Society Inc, 9150 Chesapeake Drive Suite 100, San Diego, CA 92123		PC	Program/Operating Support	\$ 1,650.00
Light for Life Foundation of Southern California Inc, 7700 El Camino Real Ste 207 , Carlsbad, CA 92009		PC	Program/Operating Support	\$ 115.00
LPL FINANCIAL CHARITABLE FOUNDATION INC, 4828 Parkway Plaza Att: Kathleen Zemaitis Charlotte, NC 28217		PC	Program/Operating Support	\$ 50.00
March of Dimes Foundation, 12660 Coit Road Suite #200, Dallas, TX 75251		PC	Program/Operating Support	\$ 400.00
Marist College, 3399 North Road , Poughkeepsie, NY 12601		PC	Program/Operating Support	\$ 100.00
Meals-on-Wheels Greater San Diego Inc, 2254 San Diego Avenue Suite 200, San Diego, CA 92110		PC	Program/Operating Support	\$ 100.00
Milton Academy, 170 Centre Street , Milton, MA 2186		PC	Program/Operating Support	\$ 300.00
Mission Bay Performance Paddlers-San Diego Canoe and Kayak Team, 4131 Raffee Drive , San Diego, CA 92117		PC	Program/Operating Support	\$ 500.00
Muscular Dystrophy Association, 3300 E Sunrise Dr , Tucson, AZ 85718-3208		PC	Program/Operating Support	\$ 100.00
National Lung Cancer Partnership, 1 Point Pl, Ste 200 , Madison, WI 53719		PC	Program/Operating Support	\$ 250.00
National Multiple Sclerosis Society, 2440 S. Sepulveda Blvd. Suite 115 , Los Angeles, CA 90064		PC	Program/Operating Support	\$ 165.00
National Multiple Sclerosis Society, 900 South Broadway Suite 250, Denver, CO 80209		PC	Program/Operating Support	\$ 1,000 00
National Multiple Sclerosis Society, 9801 Southern Pine Blvd Ste I , Charlotte, NC 28273-5500		PC	Program/Operating Support	\$ 50 00

Part XV Supplementary Information (Continued)

Recipient Name and Address	If recipient is an individual, show and relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
North City Presbyterian Church, 11717 Poway Rd. , Poway, CA 92064		PC	Program/Operating Support	\$ 500.00
Northwestern University - Cognitive Neurology Alzheimer's Disease Center (CNADC), 320 East Superior Street Searle 11 , Chicago, IL 60611		PC	Program/Operating Support	\$ 615.00
Ohio Special Olympics Inc, 8121 Deepwood Blvd. , Mentor, OH 44060-7703		PC	Program/Operating Support	\$ 500.00
Pan Massachusetts Challenge Trust, 77 4th Ave , Needham, MA 02494-2704		PC	Program/Operating Support	\$ 250.00
Pats Place Child Advocacy Center Inc, 901 East Boulevard , Charlotte, NC 28203		PC	Program/Operating Support	\$ 550.00
Pine Lake Preparatory, 1639 Mecklenburg Highway , Mooresville, NC 28115		PC	Program/Operating Support	\$ 300.00
Playhouse Square Foundation, 1501 Euclid Ave Ste 200 , Cleveland, OH 44115-2108		PC	Program/Operating Support	\$ 500.00
Presbyterian Church USA - Seigle Avenue Presbyterian Church (Seigle Avenue Teen Center), 600 Seigle Avenue Suite A, Charlotte, NC 28204		PC	Program/Operating Support	\$ 50.00
Promises2kids Foundation, 9440 Ruffin Ct, Suite 2 , San Diego, CA 92123-5300		PC	Program/Operating Support	\$ 50.00
PTA California Congress of Parents Teachers Students Inc - Hearst PTA, 6230 Del Cerro Boulevard , San Diego, CA 92120		PC	Program/Operating Support	\$ 250.00
Push America, PO Box 241368 , Charlotte, NC 28224-0526		PC	Program/Operating Support	\$ 175.00
Rain Inc, P.O. Box 37190 , Charlotte, NC 28237-7190		PC	Program/Operating Support	\$ 100.00
Reality Changers, 3910 University Avenue , San Diego, CA 92105		PC	Program/Operating Support	\$ 100.00
Rejoice Lutheran Church, 7855 Stow Road , Hudson, OH 44236		PC	Program/Operating Support	\$ 500.00
Roman Catholic Bishop of Fall River Catholic Education Center - Bishop Feehan High School, 70 Holcott Drive , Attleboro, MA 02703-1097		PC	Program/Operating Support	\$ 500.00
Sacred Heart Hospital Foundation Inc, 401 W Mohawk Dr , Tomahawk, WI 54487-2274		PC	Program/Operating Support	\$ 200.00
Samaritans Purse, PO Box 3000 , Boone, NC 28607		PC	Program/Operating Support	\$ 500.00
San Diego Humane Society SPCA, 2905 San Luis Rey Road , Oceanside, CA 92058		PC	Program/Operating Support	\$ 125.00
San Diego State University Foundation - KPBS, 5200 Campanile Drive , San Diego, CA 92182		PC	Program/Operating Support	\$ 634.00
San Francisco AIDS Foundation, 1035 Market Street Suite 400, San Francisco, CA 94103		PC	Program/Operating Support	\$ 500.00
Saving Horses Inc, 8840 Hunter Pass , Alpine, CA 91901		PC	Program/Operating Support	\$ 100.00
Scripps Research Institute, 10550 N Torrey Pines Rd , La Jolla, CA 92037		PC	Program/Operating Support	\$ 205.00
Second Harvest Food Bank of Metrolina Inc, 500-B Spratt Street , Charlotte, NC 28206		PC	Program/Operating Support	\$ 498.00
Sports Outreach Institute Inc, P.O. Box 11855 , Lynchburg, VA 24506-1855		PC	Program/Operating Support	\$ 250.00
St Baldricks Foundation Inc, 1333 South Mayflower Avenue, Suite 400 , Monrovia, CA 91016		PC	Program/Operating Support	\$ 100.00
St Jude Childrens Research Hospital Inc, 501 St. Jude Place Workplace Giving, Memphis, TN 38105		PC	Program/Operating Support	\$ 578.00
Steele Canyon High School, 12440 Campo Rd , Spring Valley, CA 91978		PC	Program/Operating Support	\$ 200.00

Part XV Supplementary Information (Continued)

Recipient Name and Address	If recipient is an individual, show and relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Susan G Komen Breast Cancer Foundation, 1309 North Flagler Drive		PC	Program/Operating Support	\$ 50.00
Susan G Komen Breast Cancer Foundation, 820 W. Jackson Blvd., Suite 800		PC	Program/Operating Support	\$ 500.00
Susan G Komen Breast Cancer Foundation, 820 W. Jackson Blvd., Suite 800, Chicago, IL 60607		PC	Program/Operating Support	\$ 660.00
The Boys and Girls Clubs of San Dieguito, 533 Lomas Santa Fe Drive, Solana Beach, CA 92075		PC	Program/Operating Support	\$ 318.00
The Elephant Sanctuary In Tennessee, P.O. Box 393, Hohenwald, TN 38462-0393		PC	Program/Operating Support	\$ 100.00
The Noah Project, 2914 Ruben Road, Monroe, NC 28112		PC	Program/Operating Support	\$ 500.00
Thursday Club Foundation, 1224 Santa Barbara Street, San Diego, CA 92107		PC	Program/Operating Support	\$ 500.00
Tijuana River Valley Animal Rescue, 415 Laurel St.		PC	Program/Operating Support	\$ 100.00
Tomahawk Community Foundation Inc, P.O. Box 402, Tomahawk, WI 54487		PC	Program/Operating Support	\$ 800.00
U.S. Fund For Unicef, 125 Maiden Lane, New York, NY 10038		PC	Program/Operating Support	\$ 50.00
United Services Organizations Inc, 2111 Wilson Blvd. Ste. 1200, Arlington, VA 22201		PC	Program/Operating Support	\$ 1,000.00
University of New England, 11 Hills Beach Rd		PC	Program/Operating Support	\$ 100.00
University of South Carolina Educational Foundation, 1600 Hampton Street Suite# 736N, Columbia, SC 29208-3400		PC	Program/Operating Support	\$ 500.00
University Radio Foundation Inc, 8801 Jm Keynes Dr 91, Charlotte, NC 28262-5474		PC	Program/Operating Support	\$ 587.00
Us Catholic Conference - Holy Family Parish, 7425 Southeast Cesar E. Chavez Boulevard, Portland, OR 97202		PC	Program/Operating Support	\$ 500.00
Us Catholic Conference - St. Therese of Carmel Church, 4355 Del Mar Trails Road, San Diego, CA 92130-3307		PC	Program/Operating Support	\$ 500.00
Valhalla Foundation, 5454 Ruffin Rd # 200, San Diego, CA 92123		PC	Program/Operating Support	\$ 100.00
Voices for Children, 2851 Meadow Lark Dr, San Diego, CA 92123-2709		PC	Program/Operating Support	\$ 75.00
Woodberry Forest School, 898 Woodberry Forest Rd., 10 Woo, Woodberry Forest, VA 22989		PC	Program/Operating Support	\$ 100.00
World Vision, 34834 Weyerhaeuser Way S PO Box 9716, Federal Way, WA 98063-9716		PC	Program/Operating Support	\$ 990.00
Xaverian Brothers High School, 800 Clapboardtree St		PC	Program/Operating Support	\$ 375.00
York County Adult Day Care Services Inc, 359 Park Ave, Rock Hill, SC 29730		PC	Program/Operating Support	\$ 250.00
Zoological Society of San Diego, P.O. Box 120551, San Diego, CA 92112-0551		PC	Program/Operating Support	\$ 50.00
Zumix Inc, 260 Sumner Street, Boston, MA 2128		PC	Program/Operating Support	\$ 150.00
Grand Total		PC	Program/Operating Support	\$ 47,935.00

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
LPL MONEY MARKET ACCOUNT	804.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	804.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL SERVICES	2,452.	0.		0.
TO FM 990-PF, PG 1, LN 16A	2,452.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	5,000.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STRATEGIC PLANNING	7,505.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	7,505.	0.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	595.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	595.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SUBCONTRACTED ADMINISTRATIVE SERVICES	108,290.	0.		0.	
ADMINISTRATIVE EXPENSES	978.	0.		0.	
OTHER EXPENSES	550.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	109,818.	0.		0.	

FOOTNOTES				STATEMENT	7
-----------	--	--	--	-----------	---

THIS RETURN IS BEING AMENDED TO CORRECTLY CLASSIFY THE FOUNDATION AS A PRIVATE NON-OPERATING FOUNDATION. THE ORIGINALLY FILED RETURN WAS PREPARED BASED ON AN OPERATING FOUNDATION STATUS. SEVERAL QUESTIONS HAVE BEEN CHANGED TO REFLECT THIS CLASSIFICATION, INCLUDING PART I, II, V, VII-A, X, XI, XII, XIII, XV, XVI-A & XVI-B.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	8
-------------	---	-----------	---

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HEATHER RANDOLPH CARTER	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
JOY GOBLE	TREASURER & DIRECTOR 1.00	0.	0.	0.
PEGGY HO	CLERK & DIRECTOR 1.00	0.	0.	0.
KANDIS BATES	DIRECTOR 1.00	0.	0.	0.
SALLIE LARSEN	DIRECTOR 1.00	0.	0.	0.
ROBERT MOORE	DIRECTOR 1.00	0.	0.	0.
LPL FINANCIAL LLC	SOLE MEMBER 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.