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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation KAJIMA FOUNDATION, INC.		A Employer identification number 52-1675796
Number and street (or P O box number if mail is not delivered to street address) 3475 PIEDMONT ROAD, STE 1600		B Telephone number (404) 564-3900
City or town, state, and ZIP code ATLANTA, GA 30305		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 575,844. (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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		970.	970.		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		970.	970.		
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		720.	0.		720.
b Accounting fees STMT 3		5,500.	2,750.		2,750.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		143.	143.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		6,363.	2,893.		3,470.
25 Contributions, gifts, grants paid		35,240.			35,240.
26 Total expenses and disbursements. Add lines 24 and 25		41,603.	2,893.		38,710.
27 Subtract line 26 from line 12		-40,633.			
a Excess of revenue over expenses and disbursements			0.		
b Net investment income (if negative, enter -0-)			0.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	6,477.	15,030.	15,030.
	2 Savings and temporary cash investments	610,000.	560,814.	560,814.
	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)	616,477.	575,844.	575,844.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,000,000.	1,000,000.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-383,523.	-424,156.	
	30 Total net assets or fund balances	616,477.	575,844.	
	31 Total liabilities and net assets/fund balances	616,477.	575,844.	

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	616,477.
2 Enter amount from Part I, line 27a	2	-40,633.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	575,844.
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	575,844.

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			

(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	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	46,516.	619,127.	.075132
2010	34,709.	678,371.	.051165
2009	37,018.	712,331.	.051967
2008	41,781.	742,759.	.056251
2007	30,600.	758,618.	.040337

2 Total of line 1, column (d)	2	.274852
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	.054970
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	573,141.
5 Multiply line 4 by line 3	5	31,506.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	31,506.
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	38,710.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	0.
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	0.
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	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		0.
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) ☐ GA, NJ		
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

N/A

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 ↳ MITSUYOSHI TAMURA Telephone no. ↳ 404-564-3900 Located at ↳ 3475 PIEDMONT ROAD, STE 1600, ATLANTA, GA ZIP+4 ↳ 30305			
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

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

6b

X

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

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

7b

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

N/A

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
NORIAKI OHASHI 3475 PIEDMONT ROAD, STE 1600 ATLANTA, GA 30305	PRESIDENT 1.00	0.	0.	0.
MARVIN J. SUOMI 3475 PIEDMONT ROAD, STE 1600 ATLANTA, GA 30305	SECRETARY 1.00	0.	0.	0.
mitsuyoshi TAMURA 3475 PIEDMONT ROAD, STE 1600 ATLANTA, GA 30305	TREASURER 2.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A**Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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	581,869.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	581,869.
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	581,869.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,728.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	573,141.
6	Minimum investment return. Enter 5% of line 5	6	28,657.

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	28,657.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	28,657.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	28,657.
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	28,657.

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	38,710.
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	38,710.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	38,710.

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				28,657.
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	4,981.			
c From 2009	1,401.			
d From 2010	790.			
e From 2011	15,560.			
f Total of lines 3a through e	22,732.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	38,710.			
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				28,657.
e Remaining amount distributed out of corpus	10,053.			
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	32,785.			
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	32,785.			
10 Analysis of line 9:				
a Excess from 2008	4,981.			
b Excess from 2009	1,401.			
c Excess from 2010	790.			
d Excess from 2011	15,560.			
e Excess from 2012	10,053.			

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(i)(3) or 4942(i)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:
(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

LEIA J. WOLFE, 404-564-3900

3475 PIEDMONT ROAD, STE 1600, ATLANTA, GA 30305

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

GRANT REQUEST FORM WITH APPLICABLE SUPPORTING MATERIALS

c Any submission deadlines:

BI-MONTHLY BASIS

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

PROVIDES FUNDING FOR CHARITABLE ORGANIZATIONS IN THE COMMUNITIES AND THE STATES IN WHICH KAJIMA USA AND ITS SUBSIDIARIES DO BUSINESS.

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				
AMERICAN CANCER SOCIETY C/O BATSON-COOK'S CLAYS FOR A CAUSE 300 GALLERIA PARKWAY, SUITE 1600 ATLANTA, GA 30339		NONPROFIT	TO SUPPORT BATSON-COOK'S CLAYS FOR A CAUSE AND THEIR BENEFICIARY, ACS AND THEIR VOYAGE TO STOP	2,000.
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, STE 150 LONG BEACH, CA 90802		NONPROFIT	TO SUPPORT THE PACIFIC VISIONS EXPANSION PROJECT CURRENTLY UNDERWAY.	1,500.
AHIMSA HOUSE P.O.BOX 8181 ATLANTA, GA 31106		NONPROFIT	TO SUPPORT THE AHIMSA HOUSE EMERGENCY ANIMAL SAFE HOUSE PROGRAM WHICH PROVIDES CONFIDENTIAL TEMPORARY	300.
B.R.A.I.N. (BRAIN REHABILITATION AND INJURY NETWORK) 5267 WARNER AVENUE, SUITE 306 HUNTINGTON BEACH, CA 92649		NONPROFIT	INJURED INDIVIDUALS AND THEIR FAMILIES. B.R.I.A.N.'S MISSION IS TO ADVANCE RESEARCH, RECOVERY AND	2,000.
CHILDREN'S VILLAGE AT CHRISTIAN CITY C/O BATSON-COOK'S CLAYS FOR A CAUSE 300 GALLERIA PARKWAY, SUITE 1600 ATLANTA, GA 30339		NONPROFIT	TO SUPPORT BATSON-COOK'S CLAYS FOR A CAUSE AND THEIR BENEFICIARY, THE CHILDREN'S VILLAGE AT	1,500.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			35,240.
b Approved for future payment				
NONE				
Total	▶ 3b			0.

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
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- | | | | |
|---|--------------|------------|-----------|
| 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
(2) Other assets

b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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. | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[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.





Signature of officer or trustee Date 08/14/2013 Title TREASURER

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	PATRICK F O'MEALLY	<i>Patrick O'Meally</i>	5-9-13		P01257293
	Firm's name ▶ DELOITTE TAX LLP				Firm's EIN ▶ 86-1065772
	Firm's address ▶ 191 PEACHTREE ST., NE SUITE 2000 ATLANTA, GA 30303-1924			Phone no. 404-220-1500	

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHRIST CUPBOARD - CELEBRATION LUTHERAN CHURCH 810 ROBERTS ROAD JACKSONVILLE, FL 32259		NONPROFIT	TO PURCHASE MATERIALS FOR HANDLING AND STORAGE EQUIPMENT TO ASSIST IN THE EXPANDING FOOD BANK	440.
DIOCESAN CATHOLIC CHILDREN'S HOME 75 ORPHANAGE ROAD FORT MITCHELL, KY 41017		NONPROFIT	RESIDENTIAL TREATMENT PROGRAM FOR CHILDREN SEPARATED FROM THEIR FAMILIES FOR VARIOUS REASONS. SITE CARE	1,000.
EMPIRE STATE RELIEF FUND 140 EAST 45TH STREET, 22ND FLOOR NEW YORK, NY 10017		NONPROFIT	SUPOORT FOR HURRICANE SANDY VICTIMS IN NY	5,000.
GEORGIA ASSOCIATION FOR PRADER-WILL SYNDROME 562 LAKE LAND PLAZA, #327 CUMMING, GA 30040		NONPROFIT	TO HELP IMPROVE THE QUALITY OF LIFE OF INDIVIDUALS WITH PRADER-WILLI SYNDROME AND TO PROVIDE SUPPORT	2,000.
HARMONY HOUSE P.O. BOX 2925 LAGRANGE, GA 30241		NONPROFIT	GENERAL OPERATIONS BUDGET	1,000.
INRETURN 6043 INTERSTATE CIRCLE CINCINNATI, OH 45242		NONPROFIT	PROCURE EQUIPMENT AND EXPAND FACILITIES IN ORDER TO PROVIDE ADDITIONAL EMPLOYMENT OPPORTUNITIES FOR	2,000.
KATE'S CLUB 1330 WEST PEACHTREE STREET, SUITE 250 ATLANTA, GA 30309		NONPROFIT	GRANT WOULD HELP COVER THE ANNUAL COST INCURRED TO ENGAGE LICENSED PROFESSIONALS TO TEACH THE CHILDREN	1,000.
KIDS2LEADERS, INC. 4385 LOWER ROSWELL ROAD MARIETTA, GA 30068		NONPROFIT	FUNDS WOULD SUPPORT CAMP HOPE, A SIX-DAY OVERNIGHT CAMP THAT GIVES PRISONER'S CHILDREN WHO LIVE IN	1,000.
LA'S BEST OFFICE OF THE MAYOR, 200 NORTH SPRING STREET, SUITE M-120 LOS ANGELES, CA 90012		NONPROFIT	SUSTAINING PROGRAMS IN SUPPORT OF AFTER-SCHOOL ACTIVITIES FOR ELEMENTARY SCHOOL	1,000.
LOVING ARMS CANCER OUTREACH 50 PLAZA WAY, SUITE C MARIETTA, GA 30060		NONPROFIT	TO PROVIDE NECESSITIES FOR CANCER PATIENTS IN NEED OF CARE, SUCH AS FOOD OR MEDICATION.	1,000.
Total from continuation sheets				27,940.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LUKE'S BIG HEART 2339 GORDON ROAD MORELAND, GA 30259		NONPROFIT	TO PROVIDE FINANCIAL SUPPORT TO TRANSPLANT PATIENTS, BY DONATING MONEY TO HOSPITALS AND RESEARCH.	2,000.
THE LEUKEMIA & LYMPHOMA SOCIETY OF AMERICA 3715 NORTHSIDE PARKWAY, BLDG. 400, SUITE 300 ATLANTA, GA 30327		NONPROFIT	TO SPONSOR EMPLOYEE'S PARTICIPATION IN AN ENDURANCE EVENT TO RAISE FUNDS FOR CANCER RESEARCH AND PATIENT	2,000.
MAKE-A-WISH FOUNDATION OF SOUTH FLORIDA 4491 SOUTH STATE ROAD 7, SUITE 201 FORT LAUDERDALE, FL 33314		NONPROFIT	TO SPONSOR A CHILD FOR MAKE-A-WISH MONTH WHICH IS MAY 2012	2,000.
NATIONAL MPS SOCIETY, INC. C/O DONATIONS, POST OFFICE BOX 14686 DURHAM, NC 27709		NONPROFIT	TO RESEARCH A CURE FOR THIS DEADLY GENETIC DISEASE.	2,000.
NATIONAL MUSCULAR DYSTROPHY ASSOCIATION C/O BETA CLUB, 1550 OWENS STORE ROAD CANTON, GA 30115		NONPROFIT	FUND RAISING BENEFIT. RONALD'S DAUGHTER BEATRICE STARTED THE 1ST ANNUAL WALK IN 20122 FOR MDA DUBBED	2,000.
THE JAPANESE AMERICAN ASSOCIATION OF NY 15 WEST 44TH STREET, 11TH FLOOR NEW YORK, NY 10036		NONPROFIT	TO CONTINUE AND EXPAND ACTIVITIES AND SERVICES FOR THE JAPANESE AND JAPANESE AMERICAN COMMUNITY IN	500.
THE STUDY HALL 1010 CREW STREET ATLANTA, GA 30315		NONPROFIT	TO FUND THE GENERAL OPERATIONS FUND FOR THE STUDY HALL, WHICH IS \$600,000+/YEAR.	1,000.
TEACH FOR AMERICA 10 PEACHTREE PLACE, 7TH FLOOR ATLANTA, GA 30309		NONPROFIT	GENERAL OPERATING FUND - ALL LEVELS	500.
VISION ATLANTA/CAMP GRACE 2559 WALKERS CHAPELS ROAD ROBERTS, GA 31078		NONPROFIT	TO AID IN SPONSORING YOUTH FROM AT-RISK COMMUNITIES TO A WEEK LONG SUMMER CAMP AT CAMP GRACE.	500.
Total from continuation sheets				

(Part XV) Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - AMERICAN CANCER SOCIETY C/O BATSON-COOK'S CLAYS FOR A CAUSE

TO SUPPORT BATSON-COOK'S CLAYS FOR A CAUSE AND THEIR BENEFICIARY, ACS AND THEIR VOYAGE TO STOP CANCER BY SPONSORING THE COBB COUNTY RELAY FOR LIFE.

NAME OF RECIPIENT - AHIMSA HOUSE

TO SUPPORT THE AHIMSA HOUSE EMERGENCY ANIMAL SAFE HOUSE PROGRAM WHICH PROVIDES CONFIDENTIAL TEMPORARY SHELTER FOR PETS FROM HOMES OF DOMESTIC VIOLENCE

NAME OF RECIPIENT - B.R.A.I.N. (BRAIN REHABILITATION AND INJURY NETWORK) INJURED INDIVIDUALS AND THEIR FAMILIES. B.R.I.A.N.'S MISSION IS TO ADVANCE RESEARCH, RECOVERY AND RESIDENTIAL CARE FOR BRAIN INJURED ADULTS 18 YEARS AND OLDER.

NAME OF RECIPIENT - CHILDREN'S VILLAGE AT CHRISTIAN CITY C/O BATSON-COOK'S CLAYS FOR A CAUSE

TO SUPPORT BATSON-COOK'S CLAYS FOR A CAUSE AND THEIR BENEFICIARY, THE CHILDREN'S VILLAGE AT CHRISTIAN CITY WHO OFFERS LIFE SERVICES AND A SAFE HAVEN FOR CHILDREN AGES 5-17 WHO ARE ABUSED, NEGLECTED AND ABANDONED

NAME OF RECIPIENT - CHRIST CUPBOARD - CELEBRATION LUTHERAN CHURCH

TO PURCHASE MATERIALS FOR HANDLING AND STORAGE EQUIPMENT TO ASSIST IN THE EXPANDING FOOD BANK SERVICE NEEDS.

NAME OF RECIPIENT - DIOCESAN CATHOLIC CHILDREN'S HOME

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

RESIDENTIAL TREATMENT PROGRAM FOR CHILDREN SEPARATED FROM THEIR
FAMILIES FOR VARIOUS REASONS. SITE CARE FOR 34 BOYS AND GIRLS.

NAME OF RECIPIENT - GEORGIA ASSOCIATION FOR PRADER-WILLI SYNDROME
TO HELP IMPROVE THE QUALITY OF LIFE OF INDIVIDUALS WITH PRADER-WILLI
SYNDROME AND TO PROVIDE SUPPORT TO FAMILIES AND CAREGIVERS.

NAME OF RECIPIENT - INRETURN
PROCURE EQUIPMENT AND EXPAND FACILITIES IN ORDER TO PROVIDE ADDITIONAL
EMPLOYMENT OPPORTUNITIES FOR PERSONS WHO HAVE SUFFERED NEUROLOGICAL
INJURY, DISEASE OR DISORDER.

NAME OF RECIPIENT - KATE'S CLUB
GRANT WOULD HELP COVER THE ANNUAL COST INCURRED TO ENGAGE LICENSED
PROFESSIONALS TO TEACH THE CHILDREN VARIOUS MODES OF COMMUNICATION
AFTER THE DEATH OF A PARENT OR SIBLING.

NAME OF RECIPIENT - KIDSZ2LEADERS, INC.
FUNDS WOULD SUPPORT CAMP HOPE, A SIX-DAY OVERNIGHT CAMP THAT GIVES
PRISONER'S CHILDREN WHO LIVE IN THE METRO ATLANTA AREA A WEEK FILLED
WITH LOVE, ACTIVITIES AND FELLOWSHIP.

NAME OF RECIPIENT - LA'S BEST
SUSTAINING PROGRAMS IN SUPPORT OF AFTER-SCHOOL ACTIVITIES FOR
ELEMENTARY SCHOOL CHILDREN AGES 5 - 12 AND TO PROVIDE THE OPPORTUNITY
TO ADD NEW AND INNOVATIVE ACTIVITIES TO ENGAGE AND CHALLENGE THOSE
CHILDREN.

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - THE LEUKEMIA & LYMPHOMA SOCIETY OF AMERICA
TO SPONSOR EMPLOYEE'S PARTICIPATION IN AN ENDURANCE EVENT TO RAISE
FUNDS FOR CANCER RESEARCH AND PATIENT WELFARE.

NAME OF RECIPIENT - NATIONAL MUSCULAR DYSTROPHY ASSOCIATION
FUND RAISING BENEFIT. RONALD'S DAUGHTER BEATRICE STARTED THE 1ST
ANNUAL WALK IN 2012 FOR MDA DUBBED AS "YOU BETA WALK FOR JERRY'S KIDS"
BEATRICE IS THE PRESIDENT OF THE NATIONAL BETA CLUB-CREEKVIEW HIGH
SCHOOL.

NAME OF RECIPIENT - THE JAPANESE AMERICAN ASSOCIATION OF NY
TO CONTINUE AND EXPAND ACTIVITIES AND SERVICES FOR THE JAPANESE AND
JAPANESE AMERICAN COMMUNITY IN NY AREA.

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

SOURCE	AMOUNT
INTEREST RECEIVED	970.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	970.

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 FEES	720.	0.		720.
TO FM 990-PF, PG 1, LN 16A	720.	0.		720.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP	5,500.	2,750.		2,750.
TO FORM 990-PF, PG 1, LN 16B	5,500.	2,750.		2,750.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	63.	63.		0.
MISC. EXPENSES	80.	80.		0.
TO FORM 990-PF, PG 1, LN 23	143.	143.		0.
