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Form 990-PF

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

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

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

Name of foundation: JOSEPH M WRIGHT CHAR FOUND INC. A Employer identification number: 56-1872992. B Telephone number: (704) 487-8888. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 1,841,531. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26). Summary rows 27-29 show Excess of revenue over expenses and disbursements (-7,070), Net investment income (75,563), and Adjusted net income (71,228).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	216,979	140,572	140,572			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)						
	b Investments—corporate stock (attach schedule)	1,534,225	1,600,099	1,696,008			
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)						
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
15 Other assets (describe ▶ _____)	2,451	4,951	4,951				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,753,655	1,745,622	1,841,531				
Liabilities	17 Accounts payable and accrued expenses	963					
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe ▶ _____)						
23 Total liabilities (add lines 17 through 22)	963	0					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds						
	28 Paid-in or capital surplus, or land, bldg, and equipment fund						
29 Retained earnings, accumulated income, endowment, or other funds	1,752,692	1,745,622					
30 Total net assets or fund balances (see page 17 of the instructions)	1,752,692	1,745,622					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,753,655	1,745,622					

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,752,692
2	Enter amount from Part I, line 27a	2	-7,070
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,745,622
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,745,622

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
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	39,023
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	12,624

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	96,195	1,959,488	0.049092
2010	83,661	1,855,476	0.045089
2009	105,748	1,685,654	0.062734
2008	119,067	2,149,659	0.055389
2007	113,795	2,500,641	0.045506
2	Total of line 1, column (d).		2 0.257810
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.051562
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 1,830,336
5	Multiply line 4 by line 3.		5 94,376
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 756
7	Add lines 5 and 6.		7 95,132
8	Enter qualifying distributions from Part XII, line 4.		8 79,962

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,511
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	1,511
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,511
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,000
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	4,000
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,488
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 2,488 Refunded <input type="checkbox"/>	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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NC _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14 The books are in care of ▶HOYT Q BAILEY Telephone no ▶(704) 487-8888 Located at ▶600 POLKVILLE ROAD SHELBY NC ZIP+4 ▶28150			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HOYT Q BAILEY PO BOX 208 SHELBY, NC 28151	CEO 4 00	0	0	0
HOYT G TESSENER 2105 PRESCOTT PLACE RALEIGH, NC 27615	PRESIDENT 3 00	0	0	0
MELANIE KNIGHT 4017 LAKE POINT CIRCLE RALEIGH, NC 27606	VP 1 00	0	0	0
CYNTHIA BUCKINGHAM 7540 DRAYTON COURT RALEIGH, NC 27615	VP 1 00	0	0	0

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	

Total. Add lines 1 through 3. **▶**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,662,301
b	Average of monthly cash balances.	1b	193,457
c	Fair market value of all other assets (see instructions).	1c	2,451
d	Total (add lines 1a, b, and c).	1d	1,858,209
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,858,209
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	27,873
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,830,336
6	Minimum investment return. Enter 5% of line 5.	6	91,517

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	91,517
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,511
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,511
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	90,006
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	90,006
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	90,006

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	79,962
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	79,962
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	79,962

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				90,006
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			88,675	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>79,962</u>				
a Applied to 2011, but not more than line 2a			79,962	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			8,713	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				90,006
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009.				
c Excess from 2010.				
d Excess from 2011.				
e Excess from 2012.				

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

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

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support).

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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
HOYT Q BAILEY
600 POLKVILLE ROAD
SHELBY, NC 28150
(704) 487-8888

b The form in which applications should be submitted and information and materials they should include
APPLICATIONS MUST BE WRITTEN, MUST INCLUDE EVIDENCE THAT RECIPIENT IS AN EXEMPT CHARITABLE ORGANIZATION, AND MUST INCLUDE FACTS TO SUPPORT NEED

c Any submission deadlines
N/A

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 79,962
b <i>Approved for future payment</i>				
Total				3b

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

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... 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

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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 Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Paid Preparer Use Only Print/Type preparer's name Preparer's Signature Date Check if self-employed PTIN Firm's name Firm's address Firm's EIN Phone no

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AMERICAN INTL GROUP INC	P	2012-09-10	2012-09-25
COMCAST CORP	P	2011-09-16	2012-10-02
DODGE & COX INCOME FD	P	2011-09-15	2012-07-30
KIMBALL INTL INC	P	2011-09-16	2012-09-10
SPECTRA ENERGY	P	2011-09-16	2012-04-18
AMERICAN INTL GROUP INC	P	2012-08-08	2012-09-25
MONDELEZ INTL INC	P	2011-09-16	2012-10-09
EUROPACIFIC GROWTH FD CL F-2	P	2011-09-15	2012-07-30
KOHL'S CORP	P	2011-09-16	2012-05-02
STARBUCKS CORP	P	2011-09-16	2012-07-27
CENTURYTEL INC	P	2012-05-11	2012-11-30
YUMI BRANDS INC	P	2011-09-16	2012-11-30
FEDEX CORPORATION	P	2011-09-16	2012-04-04
LORD ABBETT BOND DEBENTURE	P	2011-09-15	2012-07-30
TELECOM CORP NEW ZEALAND LTD	P	2011-09-16	2012-06-29
ISHARES TRUST-S&P 400 MIDCAP	P	2012-07-30	2012-10-12
ABBOTT LABS	P	2011-09-16	2012-08-08
FEDEX CORPORATION	P	2011-09-16	2012-06-13
MARVELL TECHNOLOGY GROUP, LTD	P	2011-09-16	2012-08-20
TELEFONICA BRASIL SA	P	2011-09-16	2012-02-07
JP MORGAN CHASE & CO ALERIAN MLP IND	P	2012-06-28	2012-10-09
AMERIPRISE FINANCIAL, INC	P	2011-09-16	2012-05-11
JP MORGAN CHASE & CO	P	2011-10-27	2012-05-11
MDU RES GROUP INC	P	2011-09-16	2012-02-01
TEMPLETON INCOME TR TEMPLETON INTL	P	2011-09-20	2012-07-30
MCDONALDS CORP	P	2012-09-05	2012-10-19
ANHEUSER BUSCH INBEV SA/NV	P	2011-09-16	2012-09-05
JP MORGAN CHASE & CO	P	2011-10-27	2012-05-11
MDU RES GROUP INC	P	2011-09-16	2012-02-02
WALTER INDS INC	P	2011-09-16	2012-07-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PIMCO TOTAL RETURN FUND	P	2012-07-30	2012-10-12
ASG MANAGED FUTURES STRAG FD	P	2011-09-20	2012-07-11
JP MORGAN CHASE & CO	P	2011-09-16	2012-05-11
MEDCO HEALTH SOLUTIONS INC	P	2011-09-16	2012-03-09
WELLPOINT INC	P	2011-09-16	2012-08-08
SLM CORP	P	2011-11-21	2012-11-19
BARD CR INC	P	2011-09-16	2012-07-26
JOY GLOBAL INC	P	2011-10-27	2012-08-24
MOODYS CORP	P	2011-10-27	2012-07-26
DODGE & COX INCOME FUND	P	2011-09-15	2012-10-12
WELLS FARGO COMPANY	P	2012-05-11	2012-10-17
BLACKROCK INFL PROT BD	P	2011-09-15	2012-07-30
JOY GLOBAL INC	P	2011-09-16	2012-08-24
NATIONAL OILWELL INC	P	2011-09-16	2012-07-26
EXXON MOBIL CORP	P	2011-02-04	2012-04-04
YUMI BRANDS INC	P	2012-10-19	2012-11-30
CHIMERA INVT CORP	P	2011-09-16	2012-09-07
JP MORGAN CHASE & CO ALERIAN MLP IN	P	2011-09-16	2012-02-07
NAVISTAR INTL CORP NEW	P	2012-04-04	2012-07-06
ISHARES TRUST-S&P 400 MIDCAP	P	2011-09-15	2012-10-12
APACHE CORP COM	P	2011-10-27	2012-11-02
CHORUS LTD	P	2011-09-16	2012-02-08
KELLOGG CO	P	2011-09-16	2012-04-26
PHILIP MORRIS INTL INC	P	2011-09-16	2012-02-08
JP MORGAN CHASE & CO ALERIAN MLP	P	2011-09-16	2012-10-09
APACHE CORP COM	P	2011-09-16	2012-11-02
COMCAST	P	2011-09-16	2012-08-15
KELLOGG CO	P	2011-09-16	2012-04-26
PIMCO LOW DURATION FUND	P	2011-09-15	2012-07-30
JP MORGAN CHASE & CO ALERIAN MLP	P	2011-09-16	2012-10-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CNO FINL GROUP INC	P	2011-10-27	2012-11-08
DEERE & CO	P	2011-12-06	2012-08-15
KIMBALL INTL INC	P	2011-09-16	2012-09-07
PLUM CREEK TIMBER CO INC	P	2011-09-16	2012-09-07
LORD ABBOTT BOND DEBENTURE FUND	P	2011-09-15	2012-10-12
CNO FINL GROUP INC	P	2011-10-27	2012-11-08
DEERE & CO	P	2011-12-06	2012-08-15
KIMBALL INTL INC	P	2011-09-16	2012-09-10
PLUM CREEK TIMBER CO INC	P	2011-09-16	2012-09-10
PNC BANK CORP	P	2010-04-12	2012-08-08
CNO FINL GROUP INC	P	2011-09-16	2012-11-08
DIGITAL RLTY TR INC	P	2011-10-19	2012-02-07
KIMBALL INTL INC	P	2011-09-16	2012-09-10
ROGERS COMMUNICATIONS INC	P	2011-09-16	2012-04-25
UNILEVER N V NEW YORK SHS	P	2008-03-20	2012-07-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,790		1,784	6
7,089		4,524	2,565
69,423		67,663	1,760
166		68	98
3,247		2,812	435
1,554		1,481	73
4,751		3,960	791
47,087		45,851	1,236
3,727		3,562	165
6,547		5,482	1,065
4,794		4,933	-139
7,550		6,050	1,500
1,717		1,460	257
48,536		46,450	2,086
3,738		3,276	462
17,968		17,290	678
7,526		5,885	1,641
4,227		3,765	462
3,394		5,001	-1,607
388		417	-29
1,112		1,014	98
3,954		3,539	415
962		950	12
3,301		3,243	58
30,219		29,753	466
6,655		6,695	-40
1,723		1,042	681
407		398	9
2,259		2,232	27
2,186		4,371	-2,185

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,602		25,293	309
34,570		39,708	-5,138
6,438		5,953	485
3,709		2,696	1,013
2,813		3,373	-560
3,951		2,936	1,015
3,334		3,113	221
1,390		2,313	-923
1,927		1,737	190
44,740		43,355	1,385
6,861		6,600	261
83,847		79,807	4,040
2,336		3,455	-1,119
2,290		2,122	168
3,218		3,338	-120
2,292		2,386	-94
2,683		3,137	-454
482		423	59
2,272		3,493	-1,221
55,869		49,292	6,577
1,959		2,416	-457
1,098		1,008	90
3,425		3,664	-239
6,948		6,201	747
3,295		2,823	472
1,796		2,158	-362
1,430		960	470
2,012		2,155	-143
48,717		47,934	783
26,039		22,515	3,524

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,163		879	284
2,409		2,518	-109
1,755		727	1,028
3,420		3,079	341
35,722		33,467	2,255
507		371	136
602		626	-24
2,715		1,122	1,593
2,424		2,189	235
6,562		7,620	-1,058
4,773		3,352	1,421
424		353	71
2,543		1,049	1,494
3,120		3,275	-155
1,743		1,674	69

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6
			2,565
			1,760
			98
			435
			73
			791
			1,236
			165
			1,065
			-139
			1,500
			257
			2,086
			462
			678
			1,641
			462
			-1,607
			-29
			98
			415
			12
			58
			466
			-40
			681
			9
			27
			-2,185

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			309
			-5,138
			485
			1,013
			-560
			1,015
			221
			-923
			190
			1,385
			261
			4,040
			-1,119
			168
			-120
			-94
			-454
			59
			-1,221
			6,577
			-457
			90
			-239
			747
			472
			-362
			470
			-143
			783
			3,524

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			284
			-109
			1,028
			341
			2,255
			136
			-24
			1,593
			235
			-1,058
			1,421
			71
			1,494
			-155
			69

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN CANCER SOCIETY 1320 SPAKE CIRCLE SHELBY, NC 28150	N/A	501(C)3	RELAY FOR LIFE	100
WORLD WAR II VETERANS PO BOX 96543 WASHINGTON, DC 20090	N/A	501(C)3	TO HONOR OUR SERVICE MEN	400
LAW ENFORCEMENT LEGAL DEFENSE FUND PO BOX 16129 WASHINGTON, DC 20077	N/A	501(C)3	POLICE OFFICERS	100
UNITED STATES JUSTICE FOUNDATION PO BOX 131637 HOUSTON, TX 77219	N/A	501(C)3	TO SAVE THE CONSTITUTION	300
CAMPUS CRUSADE FOR CHRIST 1501 GRADUATE LANE RALEIGH, NC 27606	N/A	501(C)3	MISSION WORK	200
SULPHUR SPRINGS UNITED METHODIST CH SULPHUR SPRINGS ROAD SHELBY, NC 28152	N/A	501(C)3	NEW FURNACE	500
WOUNDED WARRIOR PROJECT PO BOX 758516 TOPEKA, KS 66675	N/A	501(C)3	VETERANS	200
MORNING STAR BAPTIST CHURCH 832 S POST ROAD SHELBY, NC 28152	N/A	501(C)3	MEMORIALS	100
VALLEY CONNECTION YMCA 2254 HWY 70SE HICKORY, NC 28602	N/A	501(C)3	ONGOING OPERATIONS	500
MEDIA RESEARCH CENTER PO BOX 97040 WASHINGTON, DC 20090	N/A	501(C)3	RESEARCH ON MEDIA	400
BROTHERS IN CHRIST 414 MILLSAP RD SHELBY, NC 28150	N/A	501(C)3	WAYWARD YOUTH PROGRAM	5,000
BOYS & GIRLS CLUB OF CLEVELAND COUN PO BOX 2001 SHELBY, NC 28151	N/A	501(C)3	ONGOING OPERATIONS	500
SHELBY HIGH SCHOOL 130 E DIXON BLVD SHELBY, NC 28152	N/A	501(C)3	STUDENT ACTIVITIES FUND	1,950
AMERICAN HEART ASSOCIATION 222 S CHURCH STREET SUI CHARLOTTE, NC 28202	N/A	501(C)3	RESEARCH ON MEDIA	1,175
SHELBY ROTARY FOUNDATION PO BOX 2861 SHELBY, NC 28151	N/A	501(C)3	VARIOUS CHARITIES	2,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
APPALACHIAN STATE UNIVERSITY PO BOX 32021 BOONE, NC 28608	N/A	501(C)3	SCHOLARSHIP	1,132
SPECIAL OLYMPICS PO BOX 27720 RALEIGH, NC 27611	N/A	501(C)3	HANDICAPPED	150
BENT CREEK BAPTIST CHURCH 10 ARROWOOD TRAIL CHANDLER, NC 28715	N/A	501(C)3	MISSION WORK	100
UNC TV PO BOX 6000067 RALEIGH, NC 27675	N/A	501(C)3	PUBLIC TV	100
THE MASTERS HOUSE 727 POLKVILLE ROAD SHELBY, NC 28150	N/A	501(C)3	DURG ASSISTANCE PATIENTS	1,000
CLEVELAND COUNTY EDUCATION FOUNDATI 105 RIDGE STREET KINGS MOUNTAIN, NC 28086	N/A	501(C)3	SCHOLARSHIP	1,000
THE ENCOURAGING WORD PO BOX 2110 SPARTANBURG, SC 29304	N/A	501(C)3	JESUS CHRIST	1,000
BOSTON COLLEGE PO BOX 5000 WILSON, NC 27893	N/A	501(C)3	STUDENT AID	200
CLEVELAND COUNTY SCHOOL FOUNDATION 130 S POST ROAD SHELBY, NC 28152	N/A	501(C)3	SCHOLARSHIP	1,000
MORNINGSIDE BAPTIST CHURCH 897 S PINE STREET SPARTANBURG, SC 29702	N/A	501(C)3	ONGOING OPERATIONS	500
US DEPUTY SHERRIFFS ASSOCIATION PO BOX 957 WILTON, NH 03086	N/A	501(C)3	PROGRAM	50
BROOKSVILLE ELEMENTARY 885 N BROAD STREET BROOKSVILLE, FL 34601	N/A	501(C)3	SPECIAL CHILDREN	1,000
CHRISTIAN APPALACHIAN PROJECT PO BOX 55911 LEXINGTON, KY 40555	N/A	501(C)3	POOR	200
EKRIDGE GROVE BAPTIST CHURCH WASHBURN SCOTCH ROAD SHELBY, NC 28150	N/A	501(C)3	ONGOING OPERATIONS	2,000
FIRST BAPTIST CHURCH 120 N LAFAYETTE STREET SHELBY, NC 28150	N/A	501(C)3	ONGOING OPERATIONS	26,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CROSSROADS RESCUE MISSION PO BOX 2090 SHELBY, NC 28151	N/A	501(C)3	TO FEED THE NEEDY	205
HOSPITALIZED VETERANS PO BOX 98088 WASHINGTON, DC 20090	N/A	501(C)3	VETERANS	100
GWU SCHOOL OF DIVINITY PO BOX 997 BOILING SPRINGS, NC 28017	N/A	501(C)3	SCHOLARSHIP	11,500
GWU GIRLS ATHLETIC PROGRAM PO BOX 997 BOILING SPRINGS, NC 28017	N/A	501(C)3	SUPPLIES	2,500
CLEVELAND COUNTY HUMANE SOCIETY 1609 E MARION STREET SHELBY, NC 28150	N/A	501(C)3	ANIMAL CARE	3,000
GREATER CLEVELAND COUNTY BAPTIST AS 1175 WYHE ROAD SHELBY, NC 28150	N/A	501(C)3	THE POOR	10,000
JR CHANTY LEAGUE PO BOX 261 SHELBY, NC 28150	N/A	501(C)3	THE NEEDY	1,000
THE HERITAGE FOUNDATION PO BOX 97057 WASHINGTON, DC 20077	N/A	501(C)3	RESEARCH	100
AMERICAN STUDIES CENTER PO BOX 96844 WASHINGTON, DC 20090	N/A	501(C)3	RADIO AMERICA	100
UNICEF PO BOX 27780 NEWARK, NJ 07101	N/A	501(C)3	FOOD FOR TROOPS	100
CLEVELAND COUNTY HEARTS & HOOVES 1205 NORTHSIDE DRIVE SHELBY, NC 28150	N/A	501(C)3	NEEDY CHILDREN	500
NEWSPAPERS IN EDUCATION PO BOX 48 SHELBY, NC 28151	N/A	501(C)3	STUDENTS	1,000
Total				79,962

TY 2012 Accounting Fees Schedule

Name: JOSEPH M WRIGHT CHAR FOUND INC

EIN: 56-1872992

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,975			
ACCOUNTING FEES - FIFTH THIRD	175	175		

TY 2012 Compensation Explanation

Name: JOSEPH M WRIGHT CHAR FOUND INC

EIN: 56-1872992

Person Name	Explanation
HOYT Q BAILEY	
HOYT G TESSENER	
MELANIE KNIGHT	
CYNTHIA BUCKINGHAM	

TY 2012 Investments Corporate Stock Schedule

Name: JOSEPH M WRIGHT CHAR FOUND INC

EIN: 56-1872992

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DODGE & COX INCOME FUND	128,247	132,058
GLOBAL FDS GLB	3,386	3,326
LORD ABBETT BD DEB FUND		
MFS GOVT MKTS INCOME TR	3,980	3,966
PIMCO TOTAL RETURN FUND	123,259	120,999
PIMCO LOW DURATION FUND		
OPPENHEIMER INTL BD FD	35,824	35,933
TCW FDS	35,853	35,891
HOTCHKIS & WILEY FUNDS	68,962	71,458
BLACKROCK INFL PROT BD		
TEMPLETON INCOME TR		
ISHARES S&P PFD STK INDX FD	51,889	52,457
MARVELL TECHNOLOGY GROUP		
NOBLE CORP	3,093	2,925
AFLAC, INC.	3,337	3,453
AT&T INC	5,877	6,877
ABBOTT LABS		
AGILENT TECHNOLOGIES, INC.	3,365	3,398
AMERICAN INTL GROUP, INC.	10,251	10,908
AMERIPRISE FINANCIAL INC		
APACHE CORP		
APPLE INC	9,562	12,772
BARD C R INC		
BOEING, CO	5,104	5,351
BRISTOL MYERS SQUIBB CO	8,373	8,441
CAPITAL ONE FINL CORP	4,464	5,793
CENTURYLINK INC.	5,835	6,807
CENTURYTEL INC		
CHEVRON CORP	6,978	7,570
COACH INC	6,810	5,107

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA COLA CO	6,429	6,525
COMCAST CORP		
DEERE & CO		
DONAHER CORP	6,914	6,988
DU PONT E I DE NEMOURS & CO	8,373	7,961
EATON VANCE TAX MAN GLBL BR	5,180	5,121
EXXON MOBIL CORP		
FEDEX CORP		
GENERAL ELECTRIC CO	3,323	3,379
GENUINE PARTS CO	7,960	9,283
GILEAD SCIENCES INC	5,907	10,724
GOOGLE INC	7,649	9,903
HONEYWELL INTL INC	16,141	18,406
IBM	8,454	9,194
IBM BASIS CORRECTION		
JP MORGAN CHASE & CO	6,857	7,211
KELLOGG CO		
KIMBERLY CLARK CORP	10,286	12,496
KOHLS CORP		
KRAFT FOODS INC	2,141	2,637
LOCKHEED MARTIN CORP	6,195	7,568
LORILLARD INC.	9,368	9,450
MASTERCARD INC	8,386	11,791
MCKESSON CORP	3,817	4,848
MEDCO HEALTH SOLUTIONS INC		
MEDTRONIC INC	7,079	6,563
MERCK & CO INC	6,462	7,983
MICROSOFT CORP	3,977	3,472
MONDELEZ INTL INC.	3,329	3,283
MOODYS CORP	4,135	6,290

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MYLAN INC	5,755	7,631
NATIONAL OILWELL INC	4,642	4,785
NORFOLK SOUTHERN CORP	6,618	5,813
NORTHEAST UTILS	3,241	3,595
OCCIDENTAL PETE CORP	10,134	8,887
ORACLE CORP	4,428	5,065
PNC FINANCIAL SERVICES GROUP		
PFIZER INC	8,268	11,010
PHILIP MORRIS INTL INC		
RAYTHEON CO	6,152	8,404
SBA COMMUNICATIONS CORP	3,450	3,549
SLM CORP		
SPDR S&P 500 ETF TRUST	24,929	24,779
SANDISK CORP	5,246	5,307
SCHLUMBERGER LTD	7,659	7,138
SPECTRA ENERGY CORP		
STARBUCKS CORP		
TJX COS INC	3,341	3,226
TORTOISE ENERGY INFRASTRUCTURE CORP	24,874	25,734
UNITEDHEALTH GROUP INC.	5,026	5,207
VERIZON COMMUNICATIONS	4,849	5,365
WALGREEN CO	6,726	7,142
WELLPOINT INC		
WINDSTREAM CORP	6,594	4,206
YUM BRANDS INC		
ALLIANT CORP	8,106	8,870
AMERICAN CAP LTD	6,661	6,840
ATMEL CORP	5,609	3,563
CNO FINANCIAL GROUP INC		
EAST WEST BANCORP INC	5,609	7,049

Name of Stock	End of Year Book Value	End of Year Fair Market Value
F5 NETWORKS INC	4,606	4,955
GATX CORP	6,906	8,314
HERCULES TECHNOLOGY GROWTH	5,318	6,210
ISHARES S&P MIDCAP 400	31,533	37,019
JOY GLOBAL INC		
KIMBALL INTL INC		
MDU RES GROUP INC		
MICROCHIP TECHNOLOGY INC	10,114	9,549
OLIN CORP	10,579	11,572
PACKAGING CORP AMER	8,387	12,003
PULTE GROUP, INC	4,357	4,249
ROCKWOOD HOLDINGS INC	5,852	5,737
T ROWE PRICE SMALL CAP STOCK FUND 6	68,661	70,748
TUPPERWARE BRANDS CORP	7,529	7,756
WALTER ENERGY INC		
WINDSTREAM CORP		
ALLIED WORLD ASSURANCE ADR	8,525	8,510
ANHEUSSER BUSCH INBEV	4,065	6,818
CHORUS LTD		
EUROPACIFIC GROWTH FD	51,578	57,816
ROGERS COMMUNICATIONS INC		
TELCOM CORP		
UNILEVER	4,758	5,554
BANCO LATINOAMERICAN DE COMMERIO EX	7,006	8,710
OPPENHEIMER DEVELOPING MARKETS	64,676	71,434
TELEFONICA BRASIL	8,520	6,881
JPMORGAN CHASE & CO ALERIAN MLP INDE		
POWERSHARES EXCHANGE-TRADED FD	8,804	8,818
ABSOLUTE STRATEGIES	68,972	67,810
ALERIAN MLP ETF	30,050	28,551

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ASG MANAGED FUTURES STRAG FUND		
MAINSTAY FDS TR	45,046	45,477
PIMCO ALL ASSET ALL AUTH FUND	78,991	82,565
AQR FDS RISK PARITY FD	68,394	68,676
AMERICAN CAMPUS COMMUNITIES INC	7,588	8,857
AMERICAN CAP AGY CORP	4,427	4,277
ANNALY CAPITAL MANAGEMENT INC	5,172	4,044
CHIMERA INVT CORP		
DIGITAL RLTY TR INC	7,528	8,690
HOSPITALITY PPTYS TR	7,620	7,869
LTC PPTYS INC	5,725	7,249
NATIONAL HALTH INVS INC	7,764	9,384
OMEGA HEALTHCARE INVS INC	7,539	10,828
PLUM CREEK TIMBER CO INC		
RAYONIER INC	7,710	10,055
REALTY INCOME CORP	4,367	5,066
VANGUARD REIT ETF	80,704	94,226

TY 2012 Other Assets Schedule

Name: JOSEPH M WRIGHT CHAR FOUND INC

EIN: 56-1872992

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSIT ON LAND	2,451	2,451	2,451
ESTIMATED TAXES		2,500	2,500

TY 2012 Other Expenses Schedule

Name: JOSEPH M WRIGHT CHAR FOUND INC

EIN: 56-1872992

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MANAGEMENT FEES	19,453	19,453		
MISCELLANEOUS	20	20		
POSTAGE	245	245		

TY 2012 Other Income Schedule

Name: JOSEPH M WRIGHT CHAR FOUND INC

EIN: 56-1872992

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
USDA	439		439
OTHER INCOME	219		219

TY 2012 Taxes Schedule

Name: JOSEPH M WRIGHT CHAR FOUND INC

EIN: 56-1872992

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID ON INVESTMENT	354			
EXCISE TAX	1,500		1,500	