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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

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 THE JJ QUINN FAMILY FOUNDATION		A Employer identification number 56-2089451	
Number and street (or P O box number if mail is not delivered to street address) 139 CANDLEWOOD DRIVE		B Telephone number (see instructions) (910) 285-8800	
City or town, state, and ZIP code WALLACE, NC 28466		C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 764,952	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	(a) Revenue and expenses per books	(b) Net investment income
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) (see instructions))		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue			
1 Contributions, gifts, grants, etc , received (attach schedule)			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments			
4 Dividends and interest from securities.	28,125	28,125	
5a Gross rents			
b Net rental income or (loss) _____			
6a Net gain or (loss) from sale of assets not on line 10	6,355		
b Gross sales price for all assets on line 6a 230,181			
7 Capital gain net income (from Part IV, line 2)		6,355	
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) (attach schedule)			
11 Other income (attach schedule)			
12 Total. Add lines 1 through 11	34,480	34,480	
Operating and Administrative Expenses			
13 Compensation of officers, directors, trustees, etc	0	0	0
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)	1,200	1,200	0
c Other professional fees (attach schedule)	3,476	3,476	0
17 Interest			
18 Taxes (attach schedule) (see instructions)	1,175	63	0
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)			
24 Total operating and administrative expenses.			
Add lines 13 through 23	5,851	4,739	0
25 Contributions, gifts, grants paid	21,433		21,433
26 Total expenses and disbursements. Add lines 24 and 25	27,284	4,739	21,433
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements	7,196		
b Net investment income (if negative, enter -0-)		29,741	
c Adjusted net income (if negative, enter -0-)			

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments		34,712	24,401	24,401	
	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)	363,811	368,628	405,649		
	c Investments—corporate bonds (attach schedule)	300,220	310,159	325,930		
	11 Investments—land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)	5,853	8,604	8,972			
14 Land, buildings, and equipment basis ►						
Less accumulated depreciation (attach schedule) ►						
15 Other assets (describe ►)						
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	704,596	711,792	764,952			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ►)					
	23 Total liabilities (add lines 17 through 22)	0	0			
	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	0	0			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0			
	29 Retained earnings, accumulated income, endowment, or other funds	704,596	711,792			
30 Total net assets or fund balances (see page 17 of the instructions)	704,596	711,792				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	704,596	711,792				

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	704,596
2	Enter amount from Part I, line 27a	2	7,196
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	711,792
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	711,792

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)
1 a	SEE SCHEDULE II PAGE 6	P		
b	SEE SCHEDULE II PAGE 8	P		
c	SEE SCHEDULE II PAGE 16	P		
d	CAPITAL GAINS DIVIDENDS	P		
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	62,923		60,585	2,338
b	14,036		13,236	800
c	150,885		150,005	880
d	2,337			2,337
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) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				2,338
b				800
c				880
d				2,337
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 6,355
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

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	46,930	692,729	0 067747
2010	36,232	691,478	0 052398
2009	261	64,991	0 004016
2008	500	8,971	0 055735
2007	500	9,309	0 053711
2			2 0 233607
3			3 0 046721
4			4 697,571
5			5 32,591
6			6 297
7			7 32,888
8			8 21,433

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	1	595		
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				
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	595		
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	595		
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	600		
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	600		
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5		
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/>	5	Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	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)?	1b	No
<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	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"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
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>	2	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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
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>	5	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?	6	No
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>	7	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>	8b	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>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► BLACK CHESTNUTT JOHNSON PA	Telephone no ► (910) 592-8036
	Located at ► 501 COLLEGE STREET CLINTON NC	ZIP +4 ► 28328

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

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 <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	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. ►		
1c	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?		No
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 <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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		No
4b			No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?		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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
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	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
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		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
I J QUINN JR 526 WORKS FARM ROAD WARSAW, NC 28398	PRESIDENT & TREASURER 0 00	0	0	0
KIMBERLY QUINN 526 WORKS FARM ROAD WARSAW, NC 28398	VICE PRESIDENT & SECRETARY 0 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.				0

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

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

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	678,638
b	Average of monthly cash balances.	1b	29,556
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	708,194
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	708,194
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	10,623
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	697,571
6	Minimum investment return. Enter 5% of line 5.	6	34,879

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	34,879
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	595
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	595
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	34,284
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	34,284
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	34,284

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	21,433
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	21,433
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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).	6	21,433
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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				34,284
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.	12			
e From 2011.	13,302			
f Total of lines 3a through e.	13,314			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 21,433			0	
a Applied to 2011, but not more than line 2a				
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.				21,433
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	12,851			12,851
6 Enter the net total of each column as indicated below:	463			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instructions			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) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	463			
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009.				
c Excess from 2010.				
d Excess from 2011.	463			
e Excess from 2012.				

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

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

2. 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 of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 SEE SCHEDULE III PAGE 3 139 CANDLEWOOD DRIVE WALLACE, NC 28466	UNRELATED	NON-PROFIT	PER ATTACHED	21,433
Total			► 3a	21,433
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.						
5 Net rental income or (loss) from real estate						
a Debt-financed property.				14	28,125	
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	6,355	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).			0		34,480	
13 Total. Add line 12, columns (b), (d), and (e).				13		34,480
(See worksheet in line 13 instructions to verify calculations.)						

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

TY 2012 Accounting Fees Schedule

Name: THE IJ QUINN FAMILY FOUNDATION

EIN: 56-2089451

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	1,200	1,200		0

TY 2012 Investments Corporate Bonds Schedule

Name: THE IJ QUINN FAMILY FOUNDATION

EIN: 56-2089451

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME FUNDS	310,159	325,930

TY 2012 Investments Corporate Stock Schedule

Name: THE IJ QUINN FAMILY FOUNDATION

EIN: 56-2089451

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK	180,171	220,240
EQUITY FUNDS	188,457	185,409

TY 2012 Investments - Other Schedule

Name: THE IJ QUINN FAMILY FOUNDATION**EIN:** 56-2089451

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SPDR TR UNIT SR 1	FMV	8,604	8,972

TY 2012 Other Professional Fees Schedule

Name: THE IJ QUINN FAMILY FOUNDATION

EIN: 56-2089451

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MONTHLY MAINTENANCE FEES	3,476	3,476		0

TY 2012 Taxes Schedule

Name: THE IJ QUINN FAMILY FOUNDATION**EIN:** 56-2089451

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN WITHHOLDING TAXES	63	63		0
SECTION 4940 TAX	1,112	0		0

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I J QUINN FAMILY FDN

Dividends and Interest Detail

Qualified Dividends

Qualified Domestic Dividends

Description	Amount of dividend
Reported on Form 1099-DIV	
ACE LIMITED	45.79
ACTIVISION BLIZZARD INC	18.90
AETNA, INC COM	37.12
AGILENT TECHNOLOGIES INC COM	3.90
AIRGAS INC COM	20.64
ALLSTATE CORP COM	53.02
AMEREN CORP COM	35.20
AMERISOURCEBERGEN CORP, COMMON	49.05
AMGEN INC COMMON	44.64
AQR DIVERSIFIED ARBITRAGE FUND -I	102.90
AQR DIVERSIFIED ARBITRAGE FUND -I	42.35
ASSURANT, INC.	38.07
BEST BUY INC COM	12.96
BOEING COMPANY COMMON	12.32
BUNGE LIMITED	6.50
CAMPBELL SOUP CO	25.52
CAPITAL ONE FINANCIAL CORP VA COMMON STOCK	4.50
CARDINAL HEALTH INC COM	38.40



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Qualified Domestic Dividends

Description	Amount of dividend
CATERPILLAR INC COMMON	41.76
CBS CORPORATION CL B	6.80
CENTERPOINT ENERGY INC.	14.18
CF INDUSTRIES HOLDINGS, INC.	25.60
CHEVRONTEXACO CORP COM	201.78
CINCINNATI FINL CORP COM	16.30
CINTAS CORP COM	21.12
CISCO SYSTEM INC COMMON	105.52
CLOROX COMPANY COMMON	13.44
COCA-COLA ENTERPRISES INC	33.92
COMCAST CORP NEW CL A	8.29
COMERICA INC COM	8.85
CONOCOPHILLIPS	188.76
DELL INC	17.04
DIAMOND OFFSHORE DRILLNG INC COM	62.13
DONNELLEY R R & SONS CO COMMON	23.66
DR PEPPER SNAPPLE GROUP INC	56.10
EASTMAN CHEMICAL CO COM	69.68
ELI LILLY & CO	114.17
EXXON MOBIL CORP COM	181.88



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Qualified Domestic Dividends

Description	Amount of dividend
FLUOR CORP NEW COM	19.13
FORD MTR CO DEL COM PAR \$0.01	19.40
GAP STORES COMMON	35.81
GENERAL ELEC CO	97.92
GEO A HORMEL & CO.	39.60
HELMERICH & PAYNE INC	4.48
HEWLETT PACKARD CO. COMMON	38.30
HOLLYFRONTIER CORPORATION	252.80
HUMANA INC COMMON	23.50
INTEL CORP COMMON	78.30
INTERNATIONAL BUSINESS MACHS	93.05
INTERNATIONAL PAPER CO COMMON	49.09
J P MORGAN CHASE & CO COM	106.45
JOHNSON & JOHNSON	143.88
KBR INC	2.25
KEYCORP OHIO COM NEW	58.68
KLA-TENCOR CORP COM	65.30
KROGER CO COM	71.39
LIMITED INC COM	228.75
LINCOLN NATL CORP COM	20.64



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Qualified Domestic Dividends

Description	Amount of dividend
LOCKHEED MARTIN CORP COMMON	139.40
LORILLARD INC	114.70
MARATHON PETROLEUM CORPORATION	44.70
MCKESSON HBOC INC COM	37.00
MERCK & CO INC NEW COM	68.88
MICROSOFT CORP COMMON	153.14
MORGAN STANLY DN WTTR DISCVR COM NEW	14.00
MOTOROLA SOLUTIONS, INC.	21.70
MURPHY OIL CORPORATION	75.94
NATIONAL-OILWELL INC COM	4.80
NORFOLK SOUTHN CORP COMMON	9.87
NRG ENERGY INC	18.36
OCCIDENTAL PETE CORP COM	93.08
OPPENHEIMER DEVELOPING MARKETS CL Y	164.04
ORACLE SYSTEMS COMMON	41.34
PARKER HANNIFIN CORP COM	6.63
PFIZER INC	79.42
PHILIP MORRIS INTERNATIONAL, INC.	145.36
PHILLIPS 66	27.45
PIMCO COMMODITY REAL RETURN STRATEGY INSTL FD#45	2.07



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Qualified Domestic Dividends

Description	Amount of dividend
PIMCO FDS PAC INVT MGMT SER TOT RET FD INST	13.35
PNC BANK CORPORATION	9.10
PPG INDUSTRIES INC COMMON	17.70
PROCTER & GAMBLE COMMON	77.17
PROLOGIS, INC.	3.19
PUBLIC SERVICE ENTERPRISE	76.68
REGIONS FINANCIAL CORP	5.52
REPUBLIC SVCS INC	12.22
SCRIPPS NETWORKS INTERACT CL A	6.24
SPDR TR UNIT SER 1	114.48
STAPLES INC	30.72
SUNTRUST BANKS	5.70
TARGET CORP COM	34.32
TE CONNECTIVITY LIMITED	40.56
THE HOME DEPOT INC	22.04
TIME WARNER CABLE	36.96
TORCHMARK CORP COM	14.40
TRAVELERS COMPANIES INC	36.80
UNITED TECHNOLOGIES CORP COM	50.00
UNITEDHEALTH GROUP INC COM	61.07

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Qualified Domestic Dividends

Description	Amount of dividend
US BANCORP DEL NEW COM NEW	98.95
VALERO ENERGY CORP	52.86
VERIZON COMMUNICATIONS COM	146.98
VIACOM INC. CL B	65.84
WALGREEN CO COMMON	61.02
WELLS FARGO & CO NEW COM	86.90
WESTERN UN CO COM	23.93
WYNDHAM WORLDWIDE CORP	6.44
XILINX INC COM	40.74
ZIMMER HLDGS INC COM	14.76
Total Reported on Form 1099-DIV	\$5,780.00
Total Qualified Domestic Dividends	\$5,780.00

Qualified Foreign Dividends

Description	Amount of dividend
Reported on Form 1099-DIV	
ACCENTURE PLC	22.28
AGRIUM INC	9.00
BT GROUP PLC ADR	65.30

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IJ QUINN FAMILY FDN

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Description	Amount of dividend
CANADIAN NATL RY CO COM	7.95
COVIDIEN PLC	23.18
ENERSIS S.A. -SPONS ADR	44.84
OPPENHEIMER DEVELOPING MARKETS CL Y	165.26
SEAGATE TECHNOLOGY	48.07
Total Reported on Form 1099-DIV	\$385.88
Total Qualified Foreign Dividends	\$385.88
 Total Qualified Dividends included on 1099-DIV box 1a and 1b	 \$6,166.00 

Non-Qualified Dividends**Non-Qualified Domestic Dividends**

Description	Amount of dividend
Reported on Form 1099-DIV	
AQR DIVERSIFIED ARBITRAGE FUND -I	325.64
AQR DIVERSIFIED ARBITRAGE FUND -I	134.02
MAINSTAY HIGH YIELD CORPORATE BD I FD#1562	4,288.32
PIMCO COMMODITY REAL RETURN STRATEGY INSTL FD#45	774.68

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Non-Qualified Domestic Dividends

Description	Amount of dividend
PIMCO COMMODITY REAL RETURN STRATEGY INSTL FD#45	527.17
PIMCO EMERGING LOCAL BOND FUND - IS FD#332	4,292.81
PIMCO FDS PAC INVT MGMT SER TOT RET FD INST	7,045.07
PIMCO FDS PAC INVT MGMT SER TOT RET FD INST	2,566.66
PROLOGIS, INC.	6.15
SIMON PPTY GROUP INC NEW COM	48.88
SPDR TR UNIT SER 1	15.09
SPDR TR UNIT SER 1	30.18
Total Reported on Form 1099-DIV	\$20,054.67
Total Non-Qualified Domestic Dividends	\$20,054.67

Non-Qualified U.S. Government Interest Reported as Dividends

Description	Amount of dividend
Reported on Form 1099-DIV	
AQR DIVERSIFIED ARBITRAGE FUND - I	0.03
GOLDMAN SACHS TR FIN SQ FEDERAL FUND	2.01
PIMCO COMMODITY REAL RETURN STRATEGY INSTL FD#45	1,104.92
PIMCO EMERGING LOCAL BOND FUND - IS FD#332	5.60
PIMCO FDS PAC INVT MGMT SER TOT RET FD INST	791.25
Total Reported on Form 1099-DIV	\$1,903.81

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I J QUINN FAMILY FDN

Non-Qualified U.S. Government Interest Reported as Dividends

Description	Amount of dividend
Total Non-Qualified U.S. Government Interest Reported as Dividends	\$1,903.81
Total Non-Qualified Dividends included in Form 1099-DIV box 1a	\$21,959.00 ①
Capital Gain Distributions (15%)	
Description	Amount of dividend
Reported on Form 1099-DIV	
GOLDMAN SACHS ABSOLUTE RETURN TRACKER CL I FD#3279	172.43
PIMCO COMMODITY REAL RETURN STRATEGY INSTL FD#45	214.00
PIMCO FDS PAC INV MGMT SER TOT RET FD INST	1,883.94
PROLOGIS, INC.	2.31
RAYONIER INC COM	57.12
SIMON PPTY GROUP INC NEW COM	0.08
Total Reported on Form 1099-DIV	\$2,329.88
Total capital gain distributions (15%)	\$2,329.88 ②

Σ① pg 7 6,146.00
 pg 9 21,959.00

 28,125.00

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I J QUINN FAMILY FDN

Unrecaptured Section 1250 Gain

Description	Amount of dividend
Reported on Form 1099-DIV	
PROLOGIS, INC	6.55
SIMON PPTY GROUP INC NEW COM	0.19
Total Reported on Form 1099-DIV	\$6.74
Total Unrecaptured Section 1250 Gain	\$6.74
	②
	pg 9 2329.88
	pg 10 6.74
	<u>2336.62</u>

Foreign Tax Withheld on Dividends and Interest

Description	Amount of tax
Canada	
AGRIUM INC	1.35
CANADIAN NATL RY CO COM	1.19
Total for Canada	\$2.54
Chile	
ENERSIS S.A. -SPONS ADR	14.05
Total for Chile	\$14.05
Other countries	
OPPENHEIMER DEVELOPING MARKETS CL Y	46.31
Total for Other countries	\$46.31
Total Foreign Tax Withheld on dividends and interest (1099-INT and 1099-Div box 6)	\$62.90

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Date	Description	Payments	Receipts
Cash Contributions			
04/12/2012	Cash Contributions DUPLIN FOUNDATION FOR YOUTH DONATION ON BEHALF OF THE IJ QUINN, SR. FAMILY FOUNDATION Paid to: I J QUINN FAMILY FDN I J QUINN JR, TRUSTEE 139 CANDLEWOOD DRIVE WALLACE, NC 28466	100.00	1213 Culbreth Dr, Suite 205 Wilmington, NC 28405
06/19/2012	Cash Contributions ROCK FISH MEADOWS Christian Camp GIFT ON BEHALF OF JAY QUINN CHECK NUMBER: 1064663	2,500.00	133 Meadow Lane Rose Hill, NC 28458
11/28/2012	Cash Contributions RONALD MCDONALD HOUSE OF DURHAM CONTRIBUTION ON BEHALF OF THE IJ QUINN FAMILY FOUNDATION	8,333.00	506 Alexander Drive Durham, NC 27705
11/28/2012	Cash Contributions HARGRAVE MILITARY ACADEMY CONTRIBUTION ON BEHALF OF THE IJ QUINN FAMILY FOUNDATION	5,000.00	200 Military Drive Chatham, VA 24531
11/28/2012	Cash Contributions DUKE CHILDRENS HOSPITAL CONTRIBUTION ON BEHALF OF THE IJ QUINN FAMILY FOUNDATION	1,000.00	2301 Erwin Road Durham, NC 27705
11/28/2012	Cash Contributions HARRELLS CHRISTIAN ACADEMY CONTRIBUTION ON BEHALF OF THE IJ QUINN FAMILY FOUNDATION	2,500.00	Po Box 88 Harrells, NC 28444
11/28/2012	Cash Contributions MEREDITH COLLEGE - CLASS OF 1987 CONTRIBUTION ON BEHALF OF THE IJ QUINN FAMILY FOUNDATION	1,000.00	3800 Hillsborough St. Raleigh, NC 27607



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Account Number:

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Date	Description	Payments	Receipts
11/28/2012	Cash Contributions MOUNT OLIVE COLLEGE - CLASS OF 1990 CONTRIBUTION ON BEHALF OF THE I J QUINN FAMILY FOUNDATION	545 Michael Martin Dr. Mt. Olive, NC 28365	1,000.00
	Total Cash Contributions		21,433.00
			0.00
	Tax Preparation Fees		
10/03/2012	Tax Preparation Fees TAX PREPARATION SERVICE BLACK, CHESTNUTT & JOHNSON, P.A. PAYMENT ON BEHALF OF THE I J QUINN Paid to: I J QUINN FAMILY FDN I J QUINN JR, TRUSTEE 139 CANDLEWOOD DRIVE WALLACE, NC 28466	1,200.00	
	Total Tax Preparation Fees		1,200.00
			0.00
	Total Miscellaneous		22,633.00