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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation MICHAEL AND. LAURA BRADER-ARAJE FOUNDATION		A Employer identification number 56-2205579
Number and street (or P.O. box number if mail is not delivered to street address) 109 E. FRANKLIN STREET, SUITE 200	Room/suite	B Telephone number 919-433-3700
City or town, state, and ZIP code CHAPEL HILL, NC 27514		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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 type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,048,062.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <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		142,373.	142,373.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		60,461.			
b Gross sales price for all assets on line 6a		1,385,495.			
7 Capital gain net income (from Part IV, line 2)			60,461.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		14,043.	14,043.		STATEMENT 2
12 Total. Add lines 1 through 11		216,877.	216,877.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		4,332.	4,332.		0.
c Other professional fees STMT 4		21,012.	21,012.		0.
17 Interest					
18 Taxes STMT 5		15,843.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		743.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		41,930.	25,344.		0.
25 Contributions, gifts, grants paid		130,500.			130,500.
26 Total expenses and disbursements. Add lines 24 and 25		172,430.	25,344.		130,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		44,447.			
b Net investment income (if negative, enter -0-)			191,533.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	-31,254.	33,000.	33,000.
	2 Savings and temporary cash investments	117,723.	50,097.	50,097.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	2,850,156.	2,872,970.	2,939,960.
	c Investments - corporate bonds STMT 8	1,000,000.	1,000,000.	1,000,000.
11 Investments - land, buildings, and equipment, basis				
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment, basis				
Less: accumulated depreciation				
15 Other assets (describe PREPAID TAX)	0.	25,005.	25,005.	
16 Total assets (to be completed by all filers)	3,936,625.	3,981,072.	4,048,062.	
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			
22 Other liabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	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	3,936,625.	3,981,072.	
30 Total net assets or fund balances	3,936,625.	3,981,072.		
31 Total liabilities and net assets/fund balances	3,936,625.	3,981,072.		

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	3,936,625.
2 Enter amount from Part I, line 27a	2	44,447.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	3,981,072.
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	3,981,072.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,385,495.		1,325,034.	60,461.

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	
a			
b			
c			
d			
e			60,461.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	60,461.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	149,500.	2,996,096.	.049898
2010	171,616.	2,781,970.	.061689
2009	229,358.	2,656,976.	.086323
2008	488,949.	4,438,212.	.110168
2007	382,739.	5,379,991.	.071141

2 Total of line 1, column (d)	2	.379219
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	.075844
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,963,407.
5 Multiply line 4 by line 3	5	224,757.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,915.
7 Add lines 5 and 6	7	226,672.
8 Enter qualifying distributions from Part XII, line 4	8	130,500.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	3,831.
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	3,831.
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	3,831.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	6,160.	
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	22,676.	
7 Total credits and payments. Add lines 6a through 6d	7		28,836.
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	25,005.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 3,840. Refunded 21,165.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1b	X
c Did the foundation file Form 1120-POL for this year?	1c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.BRADER-ARAJE.ORG	13	X	
14 The books are in care of ► BRIAN PITTMAN Telephone no. ► 919-420-4710 Located at ► 109 E FRANKLIN STREET, SUITE 200, CHAPEL HILL, NC ZIP+4 ► 27514			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <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		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐

N/A

5b

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? ☐ Yes ☒ No

N/A

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL BRADER-ARAJE 109 E. FRANKLIN STREET, SUITE 200 CHAPEL HILL, NC 27514	PRESIDENT / SECRETARY 10.00	0.	0.	0.
LAURA BRADER-ARAJE 109 E. FRANKLIN STREET, SUITE 200 CHAPEL HILL, NC 27514	VICE PRESIDENT / TREASURER 2.00	0.	0.	0.

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

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

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

0

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

Total number of others receiving over \$50,000 for professional services	0
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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	2,988,977.
b	Average of monthly cash balances	1b	19,558.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,008,535.
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	3,008,535.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,128.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,963,407.
6	Minimum investment return. Enter 5% of line 5	6	148,170.

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	148,170.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,831.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,831.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	144,339.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	144,339.
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	144,339.

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	130,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	130,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	130,500.

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.

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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				144,339.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	120,361.			
b From 2008	269,440.			
c From 2009	96,833.			
d From 2010	38,009.			
e From 2011	5,854.			
f Total of lines 3a through e	530,497.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	130,500.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				130,500.
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).)	13,839.			13,839.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	516,658.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	106,522.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	410,136.			
10 Analysis of line 9:				
a Excess from 2008	269,440.			
b Excess from 2009	96,833.			
c Excess from 2010	38,009.			
d Excess from 2011	5,854.			
e Excess from 2012				

**MICHAEL AND LAURA BRADER-ARAJE
FOUNDATION**

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

MICHAEL AND LAURA BRADER-ARAJE

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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				
ACTION FOR CHILDREN 3109 POPLARWOOD CT #300 RALEIGH, NC 27604	NONE	NONE	SUPPORT THE ADVOCACY OF CHILDREN IN NORTH CAROLINA TO ENSURE HEALTH, SAFETY, AND EDUCATION	2,500.
BALD HEAD ISLAND CONSERVANCY 700 FEDERAL RD. BALD HEAD ISLAND, NC 28461	NONE	NONE	SUPPORT THE CONSERVATION, PRESERVATION, AND EDUCATION OF THE BARRIER ISLAND.	20,000.
CHAPEL HILL CARRBORO YMCA 980 MARTIN LUTHER KING JR. BLVD. CHAPEL HILL, NC 27514	NONE	NONE	SUPPORT YOUTH DEVELOPMENT, HEALTHY LIVING, AND SOCIAL RESPONSIBILITY.	10,000.
MUSEUM OF LIFE AND SCIENCE 433 W. MURRAY AVE. DURHAM, NC 27704	NONE	NONE	SUPPORT THE 84-ACRES INTERACTIVE SCIENCE PARK.	10,000.
NC MULTISPORT EXPO DUKE UNIVERSITY DURHAM, NC 27708	NONE	NONE		10,000.
Total	SEE CONTINUATION SHEET(S)			130,500.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	142,373.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	14,043.	
8 Gain or (loss) from sales of assets other than inventory			18	60,461.	
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.		216,877.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 216,877.	

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

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

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

NOT APPLICABLE

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date 12/1/2013

Trustee

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

DAVID L. HUNTOON

DAVID L. HUNTOON

11/05/13

P00078294

Firm's name ► **COLEMAN HUNTOON & BROWN PLLC**

Firm's EIN ► 56-1422914

Firm's address ► PO BOX 4320

CHAPEL HILL, NC 27515-4320

Phone no. 919-968-4911

Form 990-PF (2012)

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	2265.551 SHS - ABERDEEN EMERGING MARKETS FUND CLA	P	VARIOUS	10/31/12
b	2087.451 SHS - ARTIO US SMALL CAP CLASS A	P	VARIOUS	01/25/12
c	853.503 SHS - ARTISAN MID CAP VALUD FD INV	P	VARIOUS	10/31/12
d	177.532 SHS - CUSHING MLP PREMIER FUND CLASS A	P	VARIOUS	01/25/12
e	1465.033 SHS - CUSHING MLP PREMIER FUND CLASS A	P	VARIOUS	10/31/12
f	41.598 SHS - EAGLE MID CAP GROWTH FUND A	P	VARIOUS	01/25/12
g	541.482 SHS - EAGLE MID CAP GROWTH FUND A	P	VARIOUS	10/31/12
h	455.080 SHS - FEDERATED ULTRA SHORT BOND FUND CLA	P	VARIOUS	07/27/12
i	485.053 SHS - FRANKLIN TEMPLETON GLOVAL BOND FUND	P	VARIOUS	01/25/12
j	218.952 SHS - IVY ASSET STRATEGY FUND CLASS A	P	VARIOUS	07/27/12
k	235.037 SHS - JOHN HANCOCK STRATEGIC INCOME OPP C	P	VARIOUS	01/25/12
l	751.866 SHS - PIONEER MULTI ASSET ULTRASHORT INCO	P	VARIOUS	07/27/12
m	3346.743 SHS - SENTINEL SHORT MATURITY GOVT FUND	P	VARIOUS	04/18/12
n	113.804 SHS - TCW EMERGING MARKETS INCOME FUND CL	P	VARIOUS	04/18/12
o	456.188 SHS - TCW EMERGING MARKETS INCOME FUND C	P	VARIOUS	07/27/12

(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	33,983.		32,261.	1,722.
b	21,835.		22,767.	-932.
c	17,949.		17,929.	20.
d	3,652.		3,508.	144.
e	28,700.		28,949.	-249.
f	1,290.		1,421.	-131.
g	17,068.		17,488.	-420.
h	4,187.		4,187.	0.
i	6,296.		6,486.	-190.
j	5,229.		5,145.	84.
k	2,522.		2,644.	-122.
l	7,541.		7,534.	7.
m	30,757.		30,957.	-200.
n	1,279.		1,267.	12.
o	5,278.		5,077.	201.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,722.
b			-932.
c			20.
d			144.
e			-249.
f			-131.
g			-420.
h			0.
i			-190.
j			84.
k			-122.
l			7.
m			-200.
n			12.
o			201.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

Part 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	287.997 SHS - THORNBURG INTL VALUE FUND CLASS A	P	VARIOUS	10/31/12
b	716.982 SHS - WF/EVG EMERGING MKTS EQUITY FUND CL	P	VARIOUS	07/27/12
c	2086.983 SHS - ARTIO US SMALL CAP CLASS A	P	VARIOUS	01/25/12
d	2078.387 SHS - ARTISAN MID CAP VALUE FD INV	P	VARIOUS	10/31/12
e	4382.371 SHS - DELAWARE DIVERSIFIED INCOME FD CL	P	VARIOUS	07/27/12
f	280.128 SHS - DREYFUS INTL BOND FUND CL A	P	VARIOUS	07/27/12
g	69.983 SHS - DREYFUS INTL BOND FUND CL A	P	VARIOUS	10/31/12
h	1430.665 SHS - EAGLE MID CAP GROWTH FD CL A	P	VARIOUS	10/31/12
i	69.891 SHS - EATON VANCE GLOBAL MACRO ABSOLUTE RE	P	VARIOUS	01/25/12
j	2845.407 SHS - EATON VANCE GLOBAL MACRO ABSOLUTE	P	VARIOUS	10/31/12
k	70.111 SHS - FEDERATED ULTRA SHORT BOND FD CL A	P	VARIOUS	01/25/12
l	123.912 SHS - FIRST EAGLE OVERSEAS FD CL A	P	VARIOUS	10/31/12
m	475.359 SHS - FIRST EAGLE US VALUE FD CL A	P	VARIOUS	01/25/12
n	3421.667 SHS - FIRST EAGLE US VALUE FD CL A	P	VARIOUS	04/18/12
o	3573.856 SHS - FIRST EAGLE US VALUE FD CL A	P	VARIOUS	10/31/12

(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 7,577.		7,180.	397.
b 13,995.		15,020.	-1,025.
c 21,830.		18,491.	3,339.
d 43,708.		37,177.	6,531.
e 41,326.		42,721.	-1,395.
f 4,717.		4,434.	283.
g 1,223.		1,108.	115.
h 45,095.		48,603.	-3,508.
i 698.		723.	-25.
j 28,170.		29,488.	-1,318.
k 641.		645.	-4.
l 2,758.		2,238.	520.
m 8,252.		6,408.	1,844.
n 60,461.		46,124.	14,337.
o 65,294.		49,185.	16,109.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			397.
b			-1,025.
c			3,339.
d			6,531.
e			-1,395.
f			283.
g			115.
h			-3,508.
i			-25.
j			-1,318.
k			-4.
l			520.
m			1,844.
n			14,337.
o			16,109.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part 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	6176.461 SHS - FRANKLIN TEMPLETON GLOBAL FD CL A	P	VARIOUS	01/25/12
b	121.064 SHS - IVY ASSET STRATEGY FD CL A	P	VARIOUS	04/18/12
c	3326.940 SHS - IVY ASSET STRATEGY FD CL A	P	VARIOUS	07/27/12
d	467.970 SHS - JOHN HANCOCK STRATEGIC INC OPP CL A	P	VARIOUS	07/27/12
e	4039.497 SHS - JOHN HANCOCK STRATEGIC INC OPP CL	P	VARIOUS	12/14/12
f	220.204 SHS - NUVEEN REAL ESTATE SEC FD A	P	VARIOUS	01/25/12
g	106.787 SHS - NUVEEN REAL ESTATE SEC FD A	P	VARIOUS	04/18/12
h	40.058 SHS - PRUDENTIAL JENNISON NATURAL RESOURCE	P	VARIOUS	01/25/12
i	761.448 SHS - PRUDENTIAL JENNISON NATURAL RESOURC	P	VARIOUS	10/31/12
j	101.430 SHS - SENTINEL SHORT MATURITY GOVT FD CL	P	VARIOUS	01/25/12
k	34949.52 SHS - SENTINEL SHORT MATURITY GOVT D CL	P	VARIOUS	04/18/12
l	116.315 SHS - TCW EMERGING MKTS INC FD CL N	P	VARIOUS	10/31/12
m	35.825 SHS - THORNBURG INTL VALUE FD CL A	P	VARIOUS	04/18/12
n	2084.724 SHS - THORNBURG INTL VALUE FD CL A	P	VARIOUS	10/31/12
o	189.627 SHS - WELLS FARGO ADVANTAGE GROWTH FD CL	P	VARIOUS	01/25/12

(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	80,170.		76,329.	3,841.
b	3,091.		2,662.	429.
c	79,447.		73,374.	6,073.
d	5,101.		5,265.	-164.
e	45,000.		45,444.	-444.
f	4,373.		3,913.	460.
g	2,193.		1,898.	295.
h	2,029.		1,801.	228.
i	34,075.		34,914.	-839.
j	929.		936.	-7.
k	321,186.		324,345.	-3,159.
l	1,388.		1,295.	93.
m	948.		833.	115.
n	54,849.		50,013.	4,836.
o	6,984.		4,695.	2,289.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,841.
b			429.
c			6,073.
d			-164.
e			-444.
f			460.
g			295.
h			228.
i			-839.
j			-7.
k			-3,159.
l			93.
m			115.
n			4,836.
o			2,289.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

Part 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	1600.992 SHS - WELLS FARGO ADVANTAGE GROWTH FD CL	P	VARIOUS	10/31/12
b	6550.208 SHS - WF/EVG EMERGING MKTS EQUITY FD CL	P	VARIOUS	07/27/12
c	CAPITAL GAINS DIVIDENDS			
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 62,327.		46,220.	16,107.
b 127,860.		153,932.	-26,072.
c 20,234.			20,234.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			16,107.
b			-26,072.
c			20,234.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	60,461.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

MICHAEL AND LAURA BRADER-ARAJE
FOUNDATION

56-2205579

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE WALKING CLASSROOM 301 FAISON ROAD CHAPEL HILL, NC 27517	NONE	NONE	SUPPORT IMPROVING THE HEALTH AND EDUCATION OF ALL STUDENTS.	14,000.
EXTRAORDINARY VENTURES 200 S. ELLIOT ROAD CHAPEL HILL, NC 27514	NONE	NONE	SUPPORT PROGRAMS TO EMPLOY INDIVIDUALS WITH AUTISM AND OTHER DEVELOPMENTAL DISABILITIES	2,500.
MONTESSORI COMMUNITY SCHOOL 4512 POPE ROAD DURHAM, NC 27707	NONE	NONE	SUPPORT THE EDUCATION OF CHILDREN	13,500.
OLD BALDY FOUNDATION 100 LIGHTHOUSE WYND BALD HEAD ISLAND, NC 28461	NONE	NONE	SUPPORT THE MAINTENANCE AND PRESERVATION OF OLD BALDY LIGHTHOUSE	2,000.
THE EDUCATIONAL FOUNDATION 450 SKIPPER BOWLES DRIVE CHAPEL HILL, NC 27599	NONE	NONE	SUPPORT SCHOLARSHIPS AT THE UNIVERSITY OF NORTH CARO	21,000.
WUNC RADIO 120 FRIDAY CENTER DRIVE CHAPEL HILL, NC 27517	NONE	NONE	SUPPORT PUBLIC RADIO	25,000.
Total from continuation sheets				78,000.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS FINANCIAL SERVICES	3.	0.	3.
UBS FINANCIAL SERVICES	703.	0.	703.
UBS FINANCIAL SERVICES	69,547.	0.	69,547.
UBS FINANCIAL SERVICES	20,234.	20,234.	0.
UBS FINANCIAL SERVICES	-316.	0.	-316.
UBS FINANCIAL SERVICES	72,436.	0.	72,436.
TOTAL TO FM 990-PF, PART I, LN 4	162,607.	20,234.	142,373.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UBS FINANCIAL - 12B1 FEE REBATES	7,029.	7,029.	
UBS FINANCIAL - NON DIVIDEND DISTRIBUTIONS	7,014.	7,014.	
TOTAL TO FORM 990-PF, PART I, LINE 11	14,043.	14,043.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,332.	4,332.		0.
TO FORM 990-PF, PG 1, LN 16B	4,332.	4,332.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSET MANAGEMENT FEES	21,012.	21,012.		0.
TO FORM 990-PF, PG 1, LN 16C	21,012.	21,012.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	561.	0.		0.
SECTION 4940 2010 TAX	5,292.	0.		0.
SECTION 4940 2011 TAX	6,159.	0.		0.
SECTION 4940 2012 TAX	3,831.	0.		0.
TO FORM 990-PF, PG 1, LN 18	15,843.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PENALTIES AND INTEREST	544.	0.		0.
BANK FEES	199.	0.		0.
TO FORM 990-PF, PG 1, LN 23	743.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UBS FINANCIAL SERVICES	2,872,970.	2,939,960.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,872,970.	2,939,960.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UBS FINANCIAL SERVICES	1,000,000.	1,000,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,000,000.	1,000,000.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions MICHAEL AND LAURA BRADER-ARAJE FOUNDATION	Employer identification number (EIN) or 56-2205579
	Number, street, and room or suite no. If a P.O. box, see instructions. 109 E. FRANKLIN STREET, SUITE 200	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHAPEL HILL, NC 27514		

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

BRIAN PITTMAN

- The books are in the care of **109 E FRANKLIN STREET, SUITE 200 - CHAPEL HILL, NC 27514**
Telephone No. **919-420-4710** FAX No. _____

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

- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**
- 5 For calendar year **2012**, or other tax year beginning _____, and ending _____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO VERIFY INFORMATION FROM THIRD PARTY SOURCES. THIS INFORMATION IS NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	3,826.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	6,160.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **[Signature]** Title **CPA** Date **8/5/13**
Form 8868 (Rev. 1-2013)