ENVELOPE POSTMARK DATE APR 18 2014

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation FURNITURE BRANDS INTERNATIONAL CHARITABLE TRU	A Employer identification number 56-6047870
Number and street (or P O box number if mail is not delivered to street address) Room/suite 1 WEST 4TH STREET D4000-041	B Telephone number (see instructions) 336- 747-8185
City or town, state, and ZIP code WINSTON SALEM, NC 27101	C If exemption application is pending, check here ▶ [ ]

G Check all that apply. [ ] Initial return [ ] Initial return of a former public charity
[ ] Final return [X] Amended return
[X] Address change [ ] Name change

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 8,716,600.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ______________________
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	206,993.	204,673.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	74,945.			
	b Gross sales price for all assets on line 6a 74,945.				
	7 Capital gain net income (from Part IV, line 2)		74,945.		
	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	281,938.	279,618.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	58,340.	43,755.		14,585.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 2	8,379.	2,816.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	66,719.	46,571.	NONE	14,585.
	25 Contributions, gifts, grants paid	248,157.			248,157.
	26 **Total expenses and disbursements** Add lines 24 and 25	314,876.	46,571.	NONE	262,742.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-32,938.			
	b **Net investment income** (if negative, enter -0-)		233,047.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	35,323.	5,280.	5,280.
	2 Savings and temporary cash investments	393,598.	401,540.	401,540.
	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 instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 3	7,345,844.	4,824,156.	5,486,836.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 4		2,516,194.	2,822,944.
	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)	7,774,765.	7,747,170.	8,716,600.
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)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	7,774,765.	7,747,170.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	7,774,765.	7,747,170.	
	31 Total liabilities and net assets/fund balances (see instructions)	7,774,765.	7,747,170.	

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	7,774,765.
2	Enter amount from Part I, line 27a	2	-32,938.
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	10,835.
4	Add lines 1, 2, and 3	4	7,752,662.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	5,492.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,747,170.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	74,945.			74,945.
b				
c				
d				
e				

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

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				74,945.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	74,945.
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 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	325,065.	8,059,469.	0.040333
2010	253,291.	7,378,327.	0.034329
2009	343,255.	6,392,378.	0.053698
2008	427,642.	7,580,126.	0.056416
2007	557,384.	9,374,130.	0.059460

2 **Total** of line 1, column (d)	2	0.244236
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048847
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	8,345,823.
5 Multiply line 4 by line 3	5	407,668.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,330.
7 Add lines 5 and 6	7	409,998.
8 Enter qualifying distributions from Part XII, line 4	8	262,742.

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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	4,661.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	4,661.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	4,661.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 4,992.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	4,992.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	331.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 331. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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			
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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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?	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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK NA Telephone no ▶ (336)747-8185

Located at ▶ 1 WEST 4TH STREET, WINSTON SALEM, NC ZIP+4 ▶ 27101 3818

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

			Yes	No
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		X
	See the 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 ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ 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)? **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? ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK NA 1525 W WT HARRIS BLVD D1114 044, CHARLOTTE, NC 28288	TRUSTEE 4	58,340.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,134,542.
b	Average of monthly cash balances	1b	338,375.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	8,472,917.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,472,917.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	127,094.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,345,823.
6	**Minimum investment return.** Enter 5% of line 5	6	417,291.

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	417,291.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,661.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,661.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	412,630.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	412,630.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	412,630.

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	262,742.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	262,742.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	262,742.

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				412,630.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 10 ,20 ___ ,20 ___		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007 ... NONE				
b From 2008 ... NONE				
c From 2009 ... 20,581.				
d From 2010 ... NONE				
e From 2011 ... NONE				
f Total of lines 3a through e	20,581.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 262,742.				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				262,742.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	20,581.			20,581.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				129,307.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008 ... NONE				
b Excess from 2009 ... NONE				
c Excess from 2010 ... NONE				
d Excess from 2011 ... NONE				
e Excess from 2012 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [X] 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:

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 19				248,157.
Total ▶ 3a				248,157.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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	206,993.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	74,945.	
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)				281,938.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 281,938.

(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). (See instructions.)
	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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ John N. Selentic | 03/27/2014 | ▶ Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		03/27/2014		P01251603

Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP | Firm's EIN ▶ 94-3080771

Firm's address ▶ 600 GRANT STREET FL 52
PITTSBURGH, PA 15219 | Phone no. 412-355-6000

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLIANZGI NFJ DIV VAL FD-INS #4657	23,231.	23,231.
AMER CENT SMALL CAP GRWTH INST #336	756.	756.
DELAWARE POOLED TR INTL EQUITY PORTFOLIO	12,819.	12,819.
DODGE & COX INT'L STOCK FD # 1048	9,673.	9,673.
DODGE & COX INCOME FD COM	29,149.	29,149.
DREYFUS/THE BOSTON CA S/C - I #6944	2,162.	2,162.
FID ADV EMER MKTS INC- CL I #607	13,309.	13,309.
FLEMING CAP MUTUAL FUND GROUP J P MORGAN	6,137.	6,137.
ING INTERNATIONAL REAL EST-I #2664	16,418.	16,418.
JPMORGAN HIGH YIELD FUND SS #3580	21,065.	21,065.
LAZARD EMERGING MKTS PTFL #638	8,468.	8,468.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	20,112.	20,112.
PIMCO FOREIGN BOND FUND-INST	11,197.	11,197.
PIMCO COMMODITY REAL RET STRAT-I#45	6,635.	6,635.
ROWE T PRICE BLUE CHIP GROWTH FD INC	3,272.	3,272.
ROWE T PRICE REAL ESTATE FD COM	13,975.	11,655.
VANGUARD INFLAT-PROT SECS-ADM #5119	8,580.	8,580.
FEDERATED TREAS OBL FD 68	35.	35.
TOTAL	206,993.	204,673.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	571.	
FEDERAL ESTIMATES - PRINCIPAL	4,992.	
FOREIGN TAXES ON QUALIFIED FOR	2,523.	2,523.
FOREIGN TAXES ON NONQUALIFIED	293.	293.
TOTALS	8,379.	2,816.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
256210105 DODGE AND COX INCOME		
4812C0803 JPMORGAN HIGH YIELD		
693390551 PIMCO TOTAL RETURN		
922031737 VANGUARD INFLATION		
315920702 FIDELITY ADVISORS		
693390882 PIMCO FOREIGN BOND		
018918227 ALLIANZ NFJ DIVIDEND	757,493.	761,595.
025083320 AMER CENT SMALL CAP	262,819.	293,567.
26203E851 DREYFUS/THE BOSTON C	260,135.	258,360.
339128100 JP MORGAN MID CAP VA	314,965.	423,544.
77954Q106 T ROWE PRICE BLUE CH	710,083.	1,105,935.
949915367 WELLS FARGO ADV ENTE	314,941.	440,368.
246248306 DELAWARE POOLED TR I	455,040.	295,576.
256206103 DODGE & COX INT'L ST	382,535.	409,509.
52106N889 LAZARD EMERGING MKTS	329,981.	389,428.
44980Q518 ING INTERNATIONAL RE	199,559.	220,220.
722005667 PIMCO COMMODITY REAL	344,997.	250,448.
779919109 T ROWE PRICE REAL ES	491,608.	638,286.
TOTALS	4,824,156.	5,486,836.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
256210105 DODGE & COX INCOME F	C	743,506.	834,732.
315920702 FID ADV EMER MKTS IN	C	225,000.	309,118.
4812C0803 JPMORGAN HIGH YIELD	C	290,006.	327,235.
693390551 PIMCO TOTAL RETN FD	C	756,976.	778,456.
693390882 PIMCO FOREIGN BD FD	C	223,364.	245,587.
922031737 VANGUARD INFLAT-PROT	C	277,342.	327,816.
TOTALS		2,516,194.	2,822,944.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PY RETURN OF CAPITAL ADJUSTMENT		3,670.
COST BASIS ADJUSTMENT		1,822.
	TOTAL	5,492.

RECIPIENT NAME:
JOSEPH BRANT MEMORIAL HOSPITAL
ADDRESS:
1230 NORTH SHORE BLVD
BURLINGTON, ONTARIO CANADA L7S 1W7
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
AMERICAN CANCER SOCIETY INC
ADDRESS:
250 WILLIAMS STREET
ATLANTA, GA 30303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
MARCH OF DIMES FOUNDATION
ADDRESS:
1275 MAMARONECK AVE
WHITE PLAINS, NY 10605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
LEUKEMIA & LYMPHOMA SOCIETY INC
ADDRESS:
1311 MAMARONECK AVE SUITE 310
WHITE PLAINS, NY 10605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
AUTISM SPEAKS
ADDRESS:
1121 OLIVIETTE EXECUTIVE SUITE 220
ST LOUIS, MO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
LIFT FOR LIFE GYM INC
ADDRESS:
1800 S BROADWAY
SAINT LOUIS, MO 63104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
THOMPSON FOUNDATION FOR AUTISM
ADDRESS:
2718 FORUM BLVD STE 3A
COLUMBIA, MO 65203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
APPALACHIAN STATE UNIVERSITY
ADDRESS:
287 RIVERS ST
BOONE, NC 28608
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
NATIONAL SOCIETY TO PREVENT
BLINDNESS
ADDRESS:
11618 BUSY ST
RICHMOND, VA 23236
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
FOUNDATION OF THE CALDWELL COMM.
COLLEGE AND TECHNICAL INST.
ADDRESS:
PO BOX 600
LENOIR, NC 28645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
SAFE CONNECTIONS
ADDRESS:
2165 HAMPTON AVE
ST LOUIS, MO 63139
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
NATIONAL MERIT SCHOLARSHIP CORP.
ADDRESS:
1560 SHERMAN AVE STE 200
EVANSTON, IL 60201-4897
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 4,220.

RECIPIENT NAME:
CENTER FOR HEARING & SPEECH
ADDRESS:
9835 MANCHESTER RD
ST LOUIS, MO 63119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
URBAN LEAGUE OF METROPOLITAN
ST LOUIS
ADDRESS:
PO BOX 23457
ST LOUIS, MO 63156
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
YMCA OF GREATER ST. LOUIS
ADDRESS:
1528 LOCUST ST
SAINT LOUIS, MO 63103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 14,995.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GIRL SCOUTS OF EASTERN MISSOURI INC
ADDRESS:
2300 BALL DR
ST LOUIS, MO 63146
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
OUR LITTLE HAVEN
ADDRESS:
PO BOX 23010
ST LOUIS, MO 63156-3010
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
THE SAINT LOUIS ZOO FOUNDATION
ADDRESS:
1 GOVERNMENT DRIVE
SAINT LOUIS, MO 63110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 2,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BOY SCOUTS OF AMERICA
ADDRESS:
4568 W PINE BLVD 312 ST
ST LOUIS, MO 63108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
LAWHON ELEMENTARY
ADDRESS:
140 LAKE ST
TUPELO, MS 38804
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... -1,000.

RECIPIENT NAME:
JUNIOR ACHEIVEMENT
ADDRESS:
17339 NORTH OUTER FORTY ROAD
CHESTERFIELD, MO 63005
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
RANDOLPH COMMUNITY COLLEGE
ADDRESS:
629 INDUSTRIAL PARK AVE
ASHEBORO, NC 27205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
BURKE COUNTY UNITED WAY
ADDRESS:
301 E MEETING ST
MORGANTON, NC 28655
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
CALDWELL COUNTY COMMUNITIES IN
SCHOOLS INC.
ADDRESS:
616 ASHE AVE. NW PO BOX 959
LENOIR, NC 28645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
FAIRGROVE FAMILY RESOURCE CENTER
ADDRESS:
159 MYRTLE DRIVE
THOMASVILLE, NC 27360
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
WITHIT INC
ADDRESS:
PO BOX 35362
GREENSBORO, NC 27425
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
ASHEVILLE BUNCOMBE YOUTH SOCCER
ASSOCIATION INC
ADDRESS:
PO BOX 895
ASHVILLE, NC 28802
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
DOAK FINCH FOUNDATION
ADDRESS:
PO BOX 40200 F19-100-10-19
JACKSONVILLE, FL 32203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
NC STATE UNIVERSITY
ADDRESS:
2211 HILLSBOROUGH ST
RALEIGH, NC 27607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 10,500.

RECIPIENT NAME:
PUBLIC EDUCATION FORUM OF
MISSISSIPPI INC
ADDRESS:
PO BOX 23276
JACKSON, MS 39225
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
RONALD MCDONALD HOUSE
CHARITIES
ADDRESS:
795 GATEWOOD ROAD NE
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
CALDWELL MEMORIAL HOSPITAL FDN INC
ADDRESS:
407 MULBERRY ST
LENOIR, NC 28645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
RAINBOW VILLAGE INC
ADDRESS:
3427 DULUTH HIGHWAY 120
DULUTH, GA 30096
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GIRL SCOUTS HEART OF THE SOUTH
ADDRESS:
PO BOX 24026
MEMPHIS, TN 38124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
TUPELO CHILDRENS MANSION MINISTRIES
ADDRESS:
PO BOX 167
TUPELO, MS 38802
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
REGIONAL REHABILITATION CENTER
ADDRESS:
615 PEGRAM DR
TUPELO, MS 38801
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 6,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SURVIVAL INC
ADDRESS:
PO BOX 171
SALTILLO, MS 38866
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
GOVERNORS MANSION FOUNDATION
INC
ADDRESS:
PO BOX 55888
JACKSON, MS 39296
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 53,942.

RECIPIENT NAME:
LITTLE SMILES INC
ADDRESS:
1325 N CONGRESS AVE STE 205
WEST PALM BEACH, FL 33401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
THOMASVILLE MEDICAL CENTER
FOUNDATION
ADDRESS:
207 OLD LEXINGTON ROAD
THOMASVILLE, NC 27360
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
HORSEPOWER THERAPEUTIC
ADDRESS:
PO BOX13368
OLYMPIA, WA 98508
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ST VINCENT DE PAUL SOCIETY
ADDRESS:
210 NORTH AVENUE 21
LOS ANGELES, CA 90031
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT GRANT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) PUB CHARITY
AMOUNT OF GRANT PAID .... 3,000.

TOTAL GRANTS PAID: 248,157.

Account Name: FURNITURE BRANDS INTERNATIONAL
CHARITABLE TRUST
EIN: 56-6047870
Tax Year: 12/31/2013

Reason for Amendment

On behalf of Wells Fargo Bank, N.A., the trustee, we are filing the above return to correctly report undistributed income from 2009 and to correctly report the trust name.