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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 01-01-2012 , and ending 12-31-2012

Name of foundation
CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

A Employer identification number
56-6065286

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1525 W WT HARRIS BLVD D1114-044

B Telephone number (see instructions)
(336) 747-8202

City or town, state, and ZIP code
CHARLOTTE, NC 28288

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ 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 ☑ 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)* $ 2,746,522

J Accounting method ☐ 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 ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	79,544	78,743		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	12,930			
	b	Gross sales price for all assets on line 6a 367,619				
	7	Capital gain net income (from Part IV, line 2)		12,930		
	8	Net short-term capital gain			0	
	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	92,474	91,673		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	34,253	24,255		9,998
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	2,000	0	0	2,000
	c	Other professional fees (attach schedule)	635	635		0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	12,301	666		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	7,941			7,941
	24	**Total operating and administrative expenses.** Add lines 13 through 23	57,130	25,556	0	19,939
	25	Contributions, gifts, grants paid	111,000			111,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	168,130	25,556	0	130,939
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-75,656			
	b	**Net investment income** (if negative, enter -0-)		66,117		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing	4,474	1,694	1,694
2	Savings and temporary cash investments	59,030	47,842	47,842
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,396,160	1,481,950	1,769,006
c	Investments—corporate bonds (attach schedule)	1,029,393		
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		882,303	927,980
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)	2,489,057	2,413,789	2,746,522
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	2,489,057	2,413,789	
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 page 17 of the instructions)	2,489,057	2,413,789	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,489,057	2,413,789	

Assets (lines 1–16); Liabilities (lines 17–23); Net Assets or Fund Balances (lines 24–31)

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	2,489,057
2	Enter amount from Part I, line 27a	2	-75,656
3	Other increases not included in line 2 (itemize) ▶	3	3,130
4	Add lines 1, 2, and 3	4	2,416,531
5	Decreases not included in line 2 (itemize) ▶	5	2,742
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,413,789

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	12,930
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	126,640	2,692,260	0 047039
2010	117,932	2,580,694	0 045698
2009	139,498	2,397,351	0 058188
2008	149,166	2,810,301	0 053078
2007	151,155	3,218,248	0 046968

2	**Total** of line 1, column (d).	2	0 250971
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 050194
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,732,258
5	Multiply line 4 by line 3.	5	137,143
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	661
7	Add lines 5 and 6.	7	137,804
8	Enter qualifying distributions from Part XII, line 4.	8	130,939

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	1,322
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	1,322
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	1,322
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	6,284		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	6,284
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
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	4,962
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	1,324	**Refunded** ▶	11	3,638

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	Yes	
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶WELLS FARGO BANK NA Telephone no ▶(336) 747-8202

Located at ▶ONE WEST 4TH STREET WISTONSALEM NC ZIP+4 ▶27101

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 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

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 page 20 of the instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

			Yes	No
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		No
	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
	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
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,691,808
b	Average of monthly cash balances	1b	82,058
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,773,866
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	2,773,866
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,608
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,732,258
6	**Minimum investment return.** Enter 5% of line 5	6	136,613

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	136,613
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 1,322		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	1,322
3	Distributable amount before adjustments Subtract line 2c from line 1	3	135,291
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	135,291
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	135,291

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	130,939
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	130,939
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	130,939

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				135,291
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			124,634	
b Total for prior years 2010 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. 0				
b From 2008. 0				
c From 2009. 0				
d From 2010. 0				
e From 2011. 0				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 130,939				
a Applied to 2011, but not more than line 2a			124,634	
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.				6,305
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).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				128,986
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . . 0				
b Excess from 2009. . . . 0				
c Excess from 2010. . . . 0				
d Excess from 2011. . . . 0				
e Excess from 2012. . . . 0				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

Mary Louise McCombs
PO BOX 1113
MORGANTON,NC 28653
(828) 437-5872

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

LETTER FORM

c Any submission deadlines

NONE

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

SCHOLARSHIPS ARE LIMITED TO STUDENTS OF BURKE CO HIGH SCHOOL SCHOOL STANDARDS ARE AVAILABLE THROUGH GUIDANCE LETTER OTHER GRANT RECIPIENTS ARE SELECTED MAINLY FROM BUKRE COUNT, NC ORGS

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 Additional Data Table				
Total . . . . ▶ **3a**				111,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	79,544	
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	12,930	
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). .				92,474	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 92,474

(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)

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)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-04-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

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

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
2817 ACCO BRANDS CORP		2011-02-22	2012-05-15
290 ACCO BRANDS CORP		2011-02-22	2012-09-14
5 ADT CORP/THE		2011-02-22	2012-10-10
47 AT&T INC		2011-05-05	2012-10-15
27 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009		2011-05-05	2012-07-25
23 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009		2011-05-05	2012-08-13
27 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009		2011-06-10	2012-10-15
505 AMERIPRISE FINANCIAL INC		2011-02-22	2012-01-17
48 CINCINNATI FINL CORP COM		2011-05-05	2012-02-03
46 CONSOLIDATED EDISON INC COM		2011-05-05	2012-01-05
1307 12 CREDIT SUISSE COMM RET ST-I #2156		2011-02-24	2012-03-16
42 DOMINION RES INC VA NEW COM		2011-05-05	2012-01-05
136 EXELON CORP COM		2012-08-13	2012-12-06
948 419 HUSSMAN STRATEGIC GROWTH FD		2011-02-24	2012-09-14
1267 963 HUSSMAN STRATEGIC GROWTH FD		2012-02-17	2012-09-14
19 KIMBERLY-CLARK CORP COM		2011-05-05	2012-07-25
24 KIMBERLY-CLARK CORP COM		2011-05-05	2012-08-13
6667 KRAFT FOODS GROUP INC		2010-10-28	2012-10-11
20 LILLY ELI & CO COM W/RTS EXP 7/28/2008		2012-02-03	2012-10-25
30 LILLY ELI & CO COM W/RTS EXP 7/28/2008		2011-05-19	2012-10-25
21 MCDONALDS CORP COM		2011-05-05	2012-01-05
10 PHILIP MORRIS INTERNATIONAL IN		2011-05-19	2012-04-11
40 PHILIP MORRIS INTERNATIONAL IN		2011-05-05	2012-07-25
33 PHILLIPS 66		2011-05-19	2012-05-03
5 PHILLIPS 66		2011-05-19	2012-05-22
145 PHILLIPS 66		2001-09-25	2012-09-14
350 T ROWE PRICE GRP INC COM		2011-04-08	2012-02-17
12 PROCTER & GAMBLE CO COM		2011-05-05	2012-04-11
197 368 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2011-02-24	2012-09-14
45 TELEFONICA S A SPONSORED ADR		2011-06-10	2012-05-18

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
164 TELEFONICA S A SPONSORED ADR		2011-05-11	2012-05-18
61 UNILEVER PLC SPONSORED ADR NEW		2011-05-06	2012-10-25
18315 018 VANGUARD TOTL BD MARKET IND SGN 1351		2009-08-06	2012-03-16
4 318 VANGUARD TOTL BD MARKET IND SGN 1351		2009-08-06	2012-09-14
30 VENTAS INC-COM		2012-04-11	2012-08-13
5706 PENTAIR, LTD		2011-02-22	2012-10-11
700 TE CONNECTIVITY LTD		2011-02-22	2012-10-01
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3		3	
2,056		2,854	-798
19		15	4
1,655		1,491	164
1,723		1,419	304
1,513		1,209	304
1,928		1,393	535
26,386		31,876	-5,490
1,596		1,483	113
2,731		2,418	313
11,097		12,300	-1,203
2,162		1,956	206
3,990		5,239	-1,249
10,214		11,400	-1,186
13,656		15,000	-1,344
1,583		1,270	313
1,982		1,605	377
30		22	8
1,013		790	223
1,519		1,151	368
2,079		1,646	433
874		691	183
3,487		2,750	737
1,030		1,095	-65
16		17	-1
6,916		1,796	5,120
21,759		23,750	-1,991
796		795	1
5,864		6,000	-136
562		1,059	-497

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,048		4,098	-2,050
2,256		1,992	264
200,000		186,996	13,004
48		44	4
1,908		1,658	250
25		19	6
23,783		25,389	-1,606
			3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-798
			4
			164
			304
			304
			535
			-5,490
			113
			313
			-1,203
			206
			-1,249
			-1,186
			-1,344
			313
			377
			8
			223
			368
			433
			183
			737
			-65
			-1
			5,120
			-1,991
			1
			-136
			-497

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-2,050
			264
			13,004
			4
			250
			6
			-1,606

Form 990PF Part VIII Line 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
WELLS FARGO BANK NA 1525 WEST WT HARRIS BLVD CHARLOTTE,NC 282885709	Trustee 40	32,340		
JAN N STEPHANIDES 1004 COLUMBINE ROAD ASHEVILLE,NC 28803	BOARD MEMBER 1	300		
RICHARD C AVERY 504 RIVERSIDE DRIVE MORGANTON,NC 28655	BOARD MEMBER 1	225		
JULIE M GARNER 6074 BRAIDWOOD BEND ACHWORTH,GA 30101	BOARD MEMBER 1	225		
TOM MCCOMBS 101 WOODBINE TERRACE MORGANTON,NC 28655	BOARD MEMBER 1	150		
MARY LOU HUDSPETH 8902 SAINT PIERRE LANE CHARLOTTE,NC 28277	BOARD MEMBER 1	300		
LOU N CROUCH 2200 SHARON LANE CHARLOTTE,NC 28211	ASSISTANT SECRETARY 1	300		
BARBARA NORVELL 229 RIVERSIDE DRIVE MORGANTON,NC 28655	CHAIRMAN 2	0		
JERRY NORVELL 229 RIVERSIDE DRIVE MORGANTON,NC 28655	CO-TRUSTEE 1	0		
MARY LOUISE C MCCOMBS 225 RIVERSIDE DRIVE MORGANTON,NC 28655	CO-TRUSTEE AND SECRETARY 2	0		
JAY T NORVELL III 299 N CHURCH ST UNIT 401 CHARLOTTE,NC 28202	BOARD MEMBER 1	188		
JAMES H MCCOMBS III 502 RIVERSIDE DRIVE MORGANTON,NC 28655	BOARD MEMBER 1	225		

Form 990PF Part XV Line 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*				
HARVARD UNIVERSITY 124 MOUNT AUBURN STREET BOSTON,MA 02210	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
HOUSE OF REFUGE MINISTRIES 107 NORMANDY DR MORGANTON,NC 286554125	NONE	PUBLIC CHARITY	GENERAL PURPOSE	11,000
UNC-ASHEVILLE ONE FINACIAL AID CPO 1330 ASHEVILLE,NC 28804	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,500
WESTERN CAROLINA UNIVERSITY 315 HF ROBINSON ADMINISTRATION CULLOWHEE,NC 28723	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000
WESTERN PIEDMONT COMMUNITY COLLEGE 1001 BURKEMONT AVENUE MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	12,500
UNC-GREENSBORO PO BOX 26170 GREENSBORO,NC 274026170	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000
BURKE ARTS COUNCIL INC 115 E MEETING STREET MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
CAMPBELL UNIVERSITY PO BOX 567 BUIES CREEK,NC 27506	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
DAVIDSON COLLEGE CAMPUS BOX 7145 DAVIDSON,NC 28035	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,500
BARIUM SPRINGS HOME FOR CHILDREN PO BOX 1 BARIUM SPRINGS,NC 280100001	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
SALEM ACADEMY AND COLLEGE PO BOX 10548 WINSTONSALEM,NC 27108	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
MONTREAT COLLEGE PO BOX 1267 MONTREAT,NC 28711	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,500
FIRST METHODIST CHURCH OF MORGANTON 200 N KING STREET MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
FIRST PRESBYTERIAN CHURCH OF MORGANTON 100 SILVER CREEK ROAD MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
BURKE COUNTY COUNCIL ON ALCHOLISM 203 WHITE STREET MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000

Form 990PF Part XV Line 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*				
BURKE COUNTY UNITED WAY 301 EAST MEETING STREET MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
ENOLA GROUP PO BOX 250 MORGANTON,NC 28680	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
HILDEBRAN METHODIST CHURCH 110 S CENTER HILDEBRAN,NC 28637	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
NEW DIMENSION SCHOOL INC PO BOX 2248 MORGANTON,NC 28680	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
UNC CHAPEL HILL 104 AIRPORT DRIVE CHAPEL HILL,NC 27599	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
OPTIONS PO BOX 2512 MORGANTON,NC 28680	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
BURKE COUNTY LITERACY COUNCIL 300 NORTH GREEN STREET SUITE 204 MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
BLUE RIDGE HEALTHCARE FOUNDATION INC 2201 S STERLING STREET MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
MIMOSA CHRISTIAN COUNSELING CENTER INC 220 BUKEMONT AVE MORGANTON,NC 28655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000
Total . . . . ▶ **3a**				111,000

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491108000503

TY 2012 Accounting Fees Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	2,000			2,000

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491108000503

TY 2012 Investments Corporate Bonds Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Name of Bond	End of Year Book Value	End of Year Fair Market Value
693390841 PIMCO HIGH YIELD		
693390304 PIMCO LOW DURATION		
921937868 VANGUARD TOTAL BOND		
722005220 PIMCO FOREIGN BOND		
26203E851 DREYFUS/THE BOSTON		
464287648 ISHARES RUSSELL		
464287499 ISHARES TR RUSSELL		
411511306 HARBOR INTERN.		
922042858 VANGUARD EMERGING		
256210105 DODGE & COX INCOME F		
261980494 DREYFUS EMG MKT DEBT		
277911491 EATON VANCE FLOATING		
51855Q655 LAUDUS MONDRIAN INTL		
693390700 PIMCO TOTAL RET FD-I		
76628T645 RIDGEWORTH SEIX HY B		
77957P105 T ROWE PRICE SHORT T		

TY 2012 Investments Corporate Stock Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Name of Stock	End of Year Book Value	End of Year Fair Market Value
580135101 MCDONALDS CORP	26,115	29,727
654106103 NIKE INC CL B		
681919106 OMNICOM GROUP		
855030102 STAPLES INC		
254687106 WALT DISNEY CO		
194162103 COLGATE PALMOLIVE		
370334104 GENERAL MILLS INC		
50075N104 KRAFT FOODS INC		
713448108 PEPSICO INC	1,584	1,711
171798101 CIMAREX ENERGY CO		
20825C104 CONOCOPHILLIPS	12,277	23,370
25179M103 DEVON ENERGY CORP.		
30231G102 EXXON MOBIL CORPORAT	10,431	27,696
674599105 OCCIDENTAL PETE CORP	23,140	19,536
001055102 AFLAC INC	23,269	24,170
38141G104 GOLDMAN SACHS GROUP		
416515104 HARTFORD FINANCIAL		
46625H100 JPMORGAN CHASE & CO	17,127	21,545
93475105 PNC FINANCIAL SERV.		
857477103 STATE STREET CORP		
91529Y106 UNUM GROUP	18,649	17,801
110122108 BRISTOL MYERS SQUIBB	21,389	28,647
478160104 JOHNSON & JOHNSON	22,175	30,914
58405U102 MEDCO HEALTH SOL.		
790849103 ST JUDE MED INC		
91324P102 UNITEDHEALTH GROUP I	22,372	32,544
244199105 DEERE & CO		
369604103 GENERAL ELECTRIC CO	26,939	25,818
740189105 PRECISION CASTPARTS		
913017109 UNITED TECHNOLOGIES	9,969	26,653

Name of Stock	End of Year Book Value	End of Year Fair Market Value
88579Y101 3M CO	19,641	22,748
055921100 BMC SOFTWARE INC		
17275R102 CISCO SYSTEMS INC	5,444	17,134
428236103 HEWLETT PACKARD CO		
458140100 INTEL CORP	16,006	18,826
459200101 INTERNATIONAL BUSINE	11,075	28,733
594918104 MICROSOFT CORP	11,384	20,299
882508104 TEXAS INSTRUMENTS IN	13,688	23,476
74005P104 PRAXAIR INC		
00206R102 AT & T INC	5,542	5,967
92343V104 VERIZON COMMUNICATIO	6,062	7,010
210371100 CONSTELLATION		
25746U109 DOMINION RES INC VA	1,630	1,813
H0023R105 ACE LIMITED	22,037	33,516
G6852T105 PARTNERRE LTD COM		
G24140108 COOPER INDUSTRIES		
G02602103 AMDOCS LIMITED COM		
025816109 AMERICAN EXPRESS CO	21,042	27,303
03076C106 AMERIPRISE FINL INC		
037833100 APPLE INC	27,102	42,574
04314H204 ARTISAN INTERNATIONA	16,800	18,864
14149Y108 CARDINAL HEALTH INC	23,655	23,679
156700106 CENTURYLINK, INC	31,086	30,201
166764100 CHEVRON CORP	28,593	30,820
17275R102 CISCO SYSTEMS INC		
191216100 COCA COLA CO	22,843	25,955
22544R305 CREDIT SUISSE COMM R		
25264S833 DIAMOND HILL LONG-SH	5,700	6,185
256206103 DODGE & COX INT'L ST	16,800	16,094
260543103 DOW CHEMICAL CO	23,109	20,044

Name of Stock	End of Year Book Value	End of Year Fair Market Value
26203E851 DREYFUS/THE BOSTON C	14,400	14,609
30231G102 EXXON MOBIL CORPORAT		
339128100 JP MORGAN MID CAP VA	6,000	6,966
411511306 HARBOR INTERNATION F	69,133	67,154
437076102 HOME DEPOT INC	23,637	38,656
438516106 HONEYWELL INTERNATIO	23,570	26,657
448108100 HUSSMAN STRATEGIC GR		
459200101 INTERNATIONAL BUSINE		
464287499 ISHARES TR RUSSELL M	106,930	112,195
464287648 ISHARES RUSSELL 2000	40,939	46,893
46625H365 JP MORGAN ALERIAN ML	56,014	55,767
487300808 KEELEY SMALL CAP VAL	6,000	6,677
50075N104 KRAFT FOODS INC		
58155Q103 MCKESSON CORP	24,307	30,058
583334107 MEADWESTVACO CORP	23,147	28,046
589509108 MERGER FD SH BEN INT	5,700	5,657
594918104 MICROSOFT CORP		
683974505 OPPENHEIMER DEVELOPI	6,600	6,888
74144T108 T ROWE PRICE GROUP I		
742718109 PROCTER & GAMBLE CO	21,012	26,341
778296103 ROSS STORES INC	22,264	34,077
78463X863 SPDR DJ WILSHIRE INT	7,526	8,063
87234N849 TCW SMALL CAP GROWTH		
87612E106 TARGET CORP	19,952	23,076
913017109 UNITED TECHNOLOGIES		
91529Y106 UNUM GROUP		
922042858 VANGUARD MSCI EMERGI	77,994	107,362
922908553 VANGUARD REIT VIPER	54,936	61,194
931142103 WAL MART STORES INC	19,998	25,586
H84989104 TE CONNECTIVITY LTD		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
H89128104 TYCO INTERNATIONAL L	11,797	15,064
002009S103 ALTRIA GROUP INC		
423074103 HEINZ H J CO	6,123	6,864
494368103 KIMBERLY CLARK CORP	3,076	3,884
544147101 LORILLARD INC	1,709	1,867
718172109 PHILIP MORRIS INTERN	2,200	2,676
761713106 REYNOLDS AMERICAN IN	5,582	6,090
172062101 CINCINNATI FINANCIAL		
002824100 ABBOTT LABS		
532457108 ELI LILLY & CO COM	4,026	5,179
00206R102 AT&T INC		
92343V104 VERIZON		
97381W104 WINDSTREAM CORP	1,690	1,093
209115104 CONSOLIDATED EDISON		
25746U109 DOMINION RES INC VA		
26441C105 DUKE ENERGY HOLDING		
69351T106 PPL CORPORATION	3,510	3,607
842587107 SOUTHERN CO	5,928	6,464
046353108 ASTRAZENECA PLC ADR	7,618	7,327
05534B760 BCE INC	5,871	6,613
37733W105 GLAXOSMITHKLINE PLC	6,861	6,912
636274300 NATIONAL GRID PLC AD	6,691	7,697
780259107 ROYAL DUTCH SHELL PL	7,772	7,443
879382208 TELFONICA SA		
89151E109 TOTAL S.A. - ADR	7,844	7,437
904767704 UNILEVER PLC - ADR	1,535	1,820
92857W209 VODAFONE GROUP PLC N	7,275	6,549
40414L109 HCP INC	1,987	2,393
44217K106 JEA;TJ CARE REIT INC		
00101J106 ADT CORP/THE	7,700	11,948

Name of Stock	End of Year Book Value	End of Year Fair Market Value
00203H859 AQR MANAGED FUTURES	45,000	46,036
02209S103 ALTRIA GROUP INC	5,524	6,414
025537101 AMERICAN ELECTRIC PO	1,585	1,793
26441C204 DUKE ENERGY HOLDING	5,701	6,316
367829884 GATEWAY FUND - Y #19	25,000	24,521
42217K106 HEALTH CARE REIT INC	2,482	2,942
50076Q106 KRAFT FOODS GROUP IN	12,296	14,550
58933Y105 MERCK & CO INC NEW	5,556	5,854
609207105 MONDELEZ INTERNATION	12,897	15,781
73935S105 POWERSHARES DB COMMO	60,180	56,532
H6169Q108 PENTAIR, LTD.	4,200	6,045

TY 2012 Investments - Other Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F	AT COST	20,600	21,403
261980494 DREYFUS EMG MKT DEBT	AT COST	46,300	49,324
277911491 EATON VANCE FLOATING	AT COST	55,751	55,924
51855Q655 LAUDUS MONDRIAN INTL	AT COST	20,000	19,511
693390304 PIMCO LOW DURATION F	AT COST	56,608	56,716
693390700 PIMCO TOTAL RET FD-I	AT COST	20,600	21,360
693390841 PIMCO HIGH YIELD FD-	AT COST	110,929	107,534
722005220 PIMCO FOREIGN BOND (	AT COST	87,097	94,471
76628T645 RIDGEWORTH SEIX HY B	AT COST	14,300	14,428
77957P105 T ROWE PRICE SHORT T	AT COST	18,300	18,338
921937835 VANGUARD TOTAL BOND	AT COST	431,818	468,971

TY 2012 Other Decreases Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	2,098
ROC BASIS ADJUSTMENT	637
ROUNDING	7

TY 2012 Other Expenses Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECF CONFERENCE EXPENSES	5,421	0		5,421
TRAVEL/MILEAGE FOR FOUNDATION	1,654	0		1,654
SECF MEMBERSHIP DUES	500	0		500
PRINTING/COPIES/LETTERHEAD/OFF	26	0		26
BOARD LUNCHEONS/DINNERS	265	0		265
PO BOX AND POSTAGE	75	0		75

TY 2012 Other Increases Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	3,130

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TY 2012 Other Professional Fees Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES-SUBJECT T	635	635		

TY 2012 Taxes Schedule

Name: CO TA HUFFMAN-CORNWELL FOUNDATION (MLH)

EIN: 56-6065286

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	180	180		0
FEDERAL TAX PAYMENT - PRIOR YE	5,351	0		0
FEDERAL ESTIMATES - PRINCIPAL	6,284	0		0
FOREIGN TAXES ON QUALIFIED FOR	235	235		0
FOREIGN TAXES ON NONQUALIFIED	251	251		0