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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**

OMB No 1545-0052

**2012**

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

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

Name of foundation <b>NCFI/BARNHARDT FOUNDATION</b>		<b>A</b> Employer identification number <b>56-6068247</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 34276</b>		<b>B</b> Telephone number (see the instructions) <b>(704) 376-0380</b>
City or town <b>CHARLOTTE</b>	State ZIP code <b>NC 28234-4276</b>	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return		<input type="checkbox"/> Amended return
<input type="checkbox"/> Final return		<input type="checkbox"/> Name change
<input type="checkbox"/> Address change		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) <b>\$ 6,227,963.</b>		
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
(Part I, column (d) must be on cash basis)		

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, etc. received (att sch)	51,904.			
	<b>2</b> Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	162,797.	162,797.		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10				
	<b>b</b> Gross sales price for all assets on line 6a				
	<b>7</b> Capital gain net income (from Part IV, line 2)		68,707.		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit/(loss) (att sch)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	214,701.	231,504.			
<b>ADMINISTRATIVE AND OPERATING EXPENSES</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach sch)				
	<b>c</b> Other prof fees (attach sch) <b>L-16c Stmt</b>	32,547.	32,547.		
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule)(see instrs) <b>FEDERAL TAXES</b>	3,237.			
	<b>19</b> Depreciation (attach sch) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)				
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	35,784.	32,547.		
<b>25</b> Contributions, gifts, grants paid	371,250.			371,250.	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	407,034.	32,547.		371,250.	
<b>27 Subtract line 26 from line 12:</b>					
<b>a Excess of revenue over expenses and disbursements</b>	-192,333.				
<b>b Net investment income</b> (if negative, enter -0-)		198,957.			
<b>c Adjusted net income</b> (if negative, enter -0-)					

BAA For Paperwork Reduction Act Notice, see instructions.

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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

End of year

		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>A S S E T S</b>	<b>1</b> Cash – non-interest-bearing			
	<b>2</b> Savings and temporary cash investments	121,958.	38,950.	38,950.
	<b>3</b> Accounts receivable			
	Less allowance for doubtful accounts			
	<b>4</b> Pledges receivable			
	Less allowance for doubtful accounts			
	<b>5</b> Grants receivable			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	<b>7</b> Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	<b>8</b> Inventories for sale or use			
	<b>9</b> Prepaid expenses and deferred charges			
	<b>10a</b> Investments – U S and state government obligations (attach schedule)			
	<b>b</b> Investments – corporate stock (attach schedule)	3,343,031.	3,608,090.	3,608,090.
	<b>c</b> Investments – corporate bonds (attach schedule)	2,582,711.	2,580,923.	2,580,923.
<b>L I A B I L I T I E S</b>	<b>11</b> Investments – land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	<b>12</b> Investments – mortgage loans			
	<b>13</b> Investments – other (attach schedule)			
	<b>14</b> Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	<b>15</b> Other assets (describe )			
	<b>16</b> <b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)	6,047,700.	6,227,963.	6,227,963.
	<b>17</b> Accounts payable and accrued expenses			
	<b>18</b> Grants payable			
<b>N E T A S S E T S</b>	<b>19</b> Deferred revenue			
	<b>20</b> Loans from officers, directors, trustees, & other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule)			
	<b>22</b> Other liabilities (describe )			
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22)			
<b>F U N D A S S E T B A L A N C E S</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted			
	<b>25</b> Temporarily restricted			
	<b>26</b> Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds	6,047,700.	6,227,963.	
	<b>28</b> Paid-in or capital surplus, or land, building, and equipment fund			
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b> <b>Total net assets or fund balances</b> (see instructions)	6,047,700.	6,227,963.	
	<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see instructions)	6,047,700.	6,227,963.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	6,047,700.
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	-192,333.
<b>3</b> Other increases not included in line 2 (itemize) <b>FMV ADJUSTMENT</b>	<b>3</b>	372,596.
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	6,227,963.
<b>5</b> Decreases not included in line 2 (itemize)	<b>5</b>	
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	<b>6</b>	6,227,963.

**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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	570 AMERIPRISE FINANCIAL	P	12/18/09	03/01/12
b	260 AMGEN INC	P	12/18/09	07/23/12
c	425 AT&T	P	12/18/09	07/23/12
d	435 BEST BUY COMPANY	P	07/06/10	09/17/12
e	See Columns (a) thru (d)			

(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 31,980.		21,602.	10,378.
b 20,135.		14,499.	5,636.
c 14,993.		11,602.	3,391.
d 7,760.		14,426.	-6,666.
e See Columns (e) thru (h)		737,197.	55,968.

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			10,378.
b			5,636.
c			3,391.
d			-6,666.
e See Columns (i) thru (l)			55,968.

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>		2	68,707.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8         </div>		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 (column (b) divided by column (c))
2011	344,956.	6,211,216.	0.055538
2010	280,921.	5,761,539.	0.048758
2009	241,750.	5,194,327.	0.046541
2008	307,450.	5,894,083.	0.052162
2007	281,810.	6,775,798.	0.041591

2 Total of line 1, column (d)	2	0.244590
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	0.048918
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,201,324.
5 Multiply line 4 by line 3	5	303,356.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,990.
7 Add lines 5 and 6	7	305,346.
8 Enter qualifying distributions from Part XII, line 4	8	371,250.

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)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,990.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,990.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-		5	1,990.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	2,324.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	2,324.	
8 Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	334.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 334. Refunded	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file <b>Form 1120-POL</b> for this year?		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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) NC – North Carolina		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>BRAGG FINANCIAL ADVISORS, INC.</u> Telephone no <u>(704) 377-0261</u> Located at <u>1031 S. CALDWELL ST., STE. 200 CHARLOTTE NC</u> ZIP + 4 <u>28203</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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 <u></u>				

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

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5 a** 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)?

5 b

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)

**6 a** 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?

6 b

If 'Yes' to 6b, file Form 8870

X

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

7 b

**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RALPH FALERO 1100 HAWTHORNE AVENUE CHARLOTTE NC 28205	TRUSTEE 3.00	0.	0.	0.

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

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

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		
<b>Total</b> 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
<b>1</b> NONE	
	0.
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> NONE	
	0.
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	None

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	6,218,688.
b	Average of monthly cash balances	1 b	77,072.
c	Fair market value of all other assets (see instructions)	1 c	
d	<b>Total</b> (add lines 1a, b, and c)	1 d	6,295,760.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,295,760.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	94,436.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,201,324.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	310,066.

**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	310,066.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	1,990.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	1,990.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	308,076.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	308,076.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	308,076.

**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	1 a	371,250.
b	Program-related investments — total from Part IX-B	1 b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	371,250.
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	1,990.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	369,260.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				308,076.
<b>2</b> Undistributed income, if any, as of the end of 2012:				
<b>a</b> Enter amount for 2011 only			16,254.	
<b>b</b> Total for prior years 20 __, 20 __, 20 __				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007	0.			
<b>b</b> From 2008	0.			
<b>c</b> From 2009	0.			
<b>d</b> From 2010	0.			
<b>e</b> From 2011	0.			
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 $\blacktriangleright$ \$ 371,250.				
<b>a</b> Applied to 2011, but not more than line 2a			16,254.	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2012 distributable amount				308,076.
<b>e</b> Remaining amount distributed out of corpus	46,920.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	46,920.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions		0.		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	46,920.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	0.			
<b>b</b> Excess from 2009	0.			
<b>c</b> Excess from 2010	0.			
<b>d</b> Excess from 2011	0.			
<b>e</b> Excess from 2012	46,920.			

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

N/A

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

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

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

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

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

- c Any submission deadlines

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

**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
<b>a Paid during the year</b>				
PROVIDENCE MINISTRIES 711 S. HAMILTON ST DALTON GA 30720	NONE	PUBLIC CHARITY	GENERAL SUPPORT	300.
ARTS & SCIENCE COUNCIL 227 WEST TRADE STREET CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
GOODWILL INDUSTRIES 2122 FREEDOM DRIVE CHARLOTTE NC 28208	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
SURRY CENTRAL HIGH SCHOOL P.O. BOX 4 DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	800.
NAT. MULTIPLE SCLEROSIS SOCIETY 9801-1 SOUTHERN PINES BLVD. CHARLOTTE NC 28273	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
SALVATION ARMY-HICKORY 750 THIRD AVE PL, SE HICKORY NC 28602	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
JOHNSON C SMITH UNIVERSITY 100 BEATTIES FORD ROAD CHARLOTTE NC 28216	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
THE CROSSNORE SCHOOL P.O. BOX 249 CROSSNORE NC 28616	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
AMERICAN RED CROSS 2425 PARK ROAD CHARLOTTE NC 28203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
See Line 3a statement				348,900.
<b>Total</b>			<b>3 a</b>	<b>371,250.</b>
<b>b Approved for future payment</b>				
<b>Total</b>			<b>3 b</b>	





**Schedule B**  
**(Form 990, 990-EZ,**  
**or 990-PF)**

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

**2012**

**Name of the organization**

**NCFI/BARNHARDT FOUNDATION**

**Employer identification number**

**56-6068247**

**Organization type** (check one).

**Filers of:**

Form 990 or 990-EZ

**Section:**

☐ 501(c)( \_\_\_\_ ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules**

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ \_\_\_\_\_

**Caution:** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ,**

**Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization

Employer identification number

NCFI/BARNHARDT FOUNDATION

56-6068247

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BARNHARDT MANUFACTURING CO. 1100 HAWTHORNE LANE CHARLOTTE NC 28205	\$ 51,904.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

## Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
.50 BROWN FORMAN CLASS B	P	12/18/09	08/13/12
1090 CHESAPEAKE ENERGY	P	12/18/09	03/01/12
3060 DELL	P	12/18/09	09/17/12
200 FRONTIER COMMUNICATIONS	P	12/18/09	09/17/12
815 HEWLETT PACKARD	P	12/18/09	12/05/12
435 INGERSOLL RAND CO	P	12/18/09	11/13/12
485 ISHARES LEHMAN AGENCY	P	12/19/09	07/18/12
600 LEXMARK INTL.	P	04/04/11	09/17/12
815 NEWS CORP LTD.	P	12/18/09	11/13/12
580 PFIZER	P	12/18/09	11/13/12
15270.701 QUEENS ROAD SMALL VALUE	P	12/18/09	09/17/12
243.817 TR PRICE MID CAP GROWTH	P	12/18/09	11/13/12
785 VALERO ENERGY	P	12/18/09	03/01/12
156.169 VANGUARD EXPLORER	P	08/25/11	11/13/12
655 VANGUARD HEALTH ETF	P	12/18/09	11/13/12
240 VANGUARD INDLS	P	12/18/09	07/23/12
1853.568 VANGUARD SHORT-TERM	P	12/18/09	07/16/12
7798.165 VANGUARD SHORT TERM	P	12/18/09	12/05/12
1165 VANGUARD ST GOV'T. BOND	P	12/18/09	11/13/12
CAPITAL GAIN DISTRIBUTIONS	P	Various	12/31/12

## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

## Columns (e) thru (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)
31.		18.	13.
27,143.		28,436.	-1,293.
32,651.		41,871.	-9,220.
922.		1,793.	-871.
11,403.		41,924.	-30,521.
20,170.		15,560.	4,610.
55,224.		52,646.	2,578.
14,236.		21,687.	-7,451.
19,919.		10,899.	9,020.
14,033.		10,657.	3,376.
287,691.		253,042.	34,649.
14,000.		11,387.	2,613.
20,299.		13,231.	7,068.
11,991.		10,099.	1,892.
44,760.		36,093.	8,667.
15,604.		12,536.	3,068.
19,991.		19,723.	268.
84,991.		85,630.	-639.
71,019.		69,965.	1,054.
27,087.		0.	27,087.
Total		737,197.	55,968.

## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

**Columns (i) thru (l)**

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			13.
			-1,293.
			-9,220.
			-871.
			-30,521.
			4,610.
			2,578.
			-7,451.
			9,020.
			3,376.
			34,649.
			2,613.
			7,068.
			1,892.
			8,667.
			3,068.
			268.
			-639.
			1,054.
			27,087.
Total			55,968.

Form 990-PF, Page 11, Part XV, line 3a

**Line 3a statement**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a</b> Paid during the year CHARLOTTE RESCUE MISSION P.O. BOX 33000 CHARLOTTE NC 28233	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
RIGHT MOVES FOR YOUTH 2211 W. MOREHEAD STREET CHARLOTTE NC 28208	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 250.
YOUNG LIFE P.O. BOX 327 MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
N. MYRTLE BEACH RESCUE SQUAD P.O. BOX 555 N. MYRTLE BEACH SC 29597	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 250.

Form 990-PF, Page 11, Part XV, line 3a

Continued

**Line 3a statement**

Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
MOUNT AIRY MUSEUM OF REGIONAL HISTORY 301 NORTH MAIN STREET MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,500.
REEVES COMMUNITY CENTER P.O. BOX 70 MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,500.
SURRY COMMUNITY COLLEGE 630 S MAIN STREET DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 6,650.
SURRY COUNTY HEALTH FOUNDATION 118 HAMBY ROAD DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
SURRY COUNTY - EDF P.O. BOX 327 MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,000.
YOKEFELLOW MINISTRY 215 JONES SCHOOL ROAD MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,500.
MEDICAL FOUNDATION OF NC 880 MLK JR. BLVD. CHAPEL HILL NC 27514	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 175,000.
CATAWBA LANDS CONSERVANCY 105 W. MOREHEAD ST. CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,500.
UNITED WAY OF NORTHWEST GEORGIA P.O. BOX 566 DALTON GA 30722	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
UNITED WAY OF SALT LAKE 257 EAST 200 SOUTH, STE. 300 SALT LAKE CITY UT 84111	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,000.
UNITED WAY OF FRANKLIN COUNTY 51 DAVIS STREET, STE. 2 GREENFIELD MA 01301	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,000.
COLRAIN CENTRAL SCHOOL 22 JACKSONVILLE ROAD COLRAIN MA 01340	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
MOHAWK TRAIL HIGH SCHOOL 26 ASHFIELD ROAD SHELBURNE FALLS MA 01370	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
COLRAIN VOLUNTEER FIRE DEPT. 51 MAIN ROAD COLRAIN MA 01340	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
HABITAT FOR HUMANITY - MT. AIRY P.O. BOX 6449 MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.

Form 990-PF, Page 11, Part XV, line 3a

Continued

**Line 3a statement**

Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
HOSPICE OF SURRY & YADKIN COUNTY 401 TECHNOLOGY LANE, STE. 200 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,000.
NATIONAL FIRE SAFETY COUNCIL 1218 STATE STREET MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 100.
SALVATION ARMY OF MT AIRY 651 S MAIN STREET MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,500.
AMERICAN RED CROSS - SURRY COUNTY 844 WESTLAKE DRIVE MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
SURRY ARTS COUNCIL P.O. BOX 141 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 10,000.
CHARLOTTE FAMILY HOUSING 300 HAWTHORNE LANE CHARLOTTE NC 28204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
BOYS AND GIRLS HOMES OF NC P.O. BOX 127 LAKE WACCAMAW NC 28450	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,400.
CHILDRENS CENTER OF SURRY P.O. BOX 692 DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 800.
SURRY MEDICAL MINISTRIES CLINIC P.O. BOX 349 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,500.
GEORGIA SPECIAL OLYMPICS P.O. BOX 501177 ATLANTA GA 31150	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 200.
THE SALVATION ARMY 4335 STUART ANDREW BLVD CHARLOTTE NC 28127	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
INDEPENDENT COLLEGE FUND OF NC 630 N BLOUNT ST. RALEIGH NC 27604	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,200.
CRISIS ASSISTANCE MINISTRY 500-A SPRATT STREET CHARLOTTE NC 28206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,000.
FRIENDSHIP TRAYS 2401-A DISTRIBUTION STREET CHARLOTTE NC 28203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 4,000.
CYSTIC FIBROSIS 7506 E. INDEPENDENCE BLVD. CHARLOTTE NC 28227	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.

Form 990-PF, Page 11, Part XV, line 3a

Continued

**Line 3a statement**

Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
LOAVES AND FISHES P.O. BOX 11234 CHARLOTTE NC 28220	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
SECOND HARVEST FOOD BANK OF METROLINA 500-B SPRATT STREET CHARLOTTE NC 28206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
UNITED WAY OF CENTRAL CAROLINAS 301 S. BREVARD STREET CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 20,000.
GRACE MORAVIAN 1401 N MAIN STREET MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
NORTH CAROLINA SPECIAL OLYMPICS 2200 GATEWAY CENTRE BLVD. MORRISVILLE NC 27560	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
SURRY/STOKES FRIENDS OF YOUTH 1151 WEST LEBANON ST., STE. 200 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 300.
GREATER ENRICHMENT PROGRAM P.O. BOX 16188 CHARLOTTE NC 28297	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,500.
YMCA CAMP THUNDERBIRD 1 THUNDERBIRD LANE LAKE WYLIE SC 29710	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,500.
UNITED FAMILY SERVICES 301 E. FIFTH ST, STE. 400 CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 10,000.
COLRAIN PRE SCHOOL 22 JACKSONVILLE ROAD COLRAIN MA 01340	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
BOY SCOUTS OF AMERICA 6600 SILAS CREEK PARKWAY WINSTON-SALEM NC 27106	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 17,500.
GREATER MT AIRY MINISTRY OF HOSPITALITY P.O. BOX 1722 MT. AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,500.
THE LITERACY PROJECT 15 BANK ROW, STE. C GREENFIELD MA 01301	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
JOHNSTON YMCA 3025 NORTH DAVIDSON STREET CHARLOTTE NC 28205	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
UPTOWN SHELTER P.O. BOX 36471 CHARLOTTE NC 28236	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

**Line 3a statement**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a</b> <i>Paid during the year</i>				
CATAWBA COUNTY UNITED WAY P.O. BOX 2425 HICKORY NC 28603	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,500.
HABITAT FOR HUMANITY P.O. BOX 1088 DAVIDSON NC 28031	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 250.
DENTAL TRADE ALLIANCE FOUNDATION 4350 N FAIRFAX DRIVE, STE. 220 ARLINGTON VA 22203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
FREEDOM SCHOOL PARTNERS P.O. BOX 37363 CHARLOTTE NC 28237	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
FIRST PRESBYTERIAN CHURCH OF MT AIRY P.O. BOX 1286 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
GRANDFATHER HOME FOR CHILDREN P.O. BOX 98 BANNER ELK NC 28604	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
UNITED FUND OF SURRY P.O. BOX 409 MOUNT AIRY NC 27030	NONE	PUBLIC CHAIRTY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 22,000.
SURRY COUNTY AMERICAN RED CROSS 844 WESTLAKE DRIVE MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 6,000.

Total

348,900.

Form 990-PF, Page 1, Part I

**Line 16c - Other Professional Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BRAGG FINANCIAL ADV.	ADVISORY FEES	32,547.	32,547.		

Total

32,547. 32,547.

**Supporting Statement of:**

Form 990-PF, pl/Line 1(a)

Description	Amount
BARNHARDT MANUFACTURING CO.	51,904.
Total	51,904.

## Portfolio Summary

As of 12/31/2012

The NCFI Barnhardt Foundation    Acct #: 5QR007723  
 PO Box 34276  
 Charlotte, NC 28234-4276

Description	Symbol	Quantity	Trade Date	Current Value	Cost Basis	Unrealized G/L	% G/L	Maturity Date
<b>US Large Cap</b>								
<b>TECHNOLOGY</b>								
Applied Materials	AMAT	2,380	07/23/2012	27,227.20	24,922	2,305	9%	
Cisco Systems Inc	CSCO	1,805	12/18/2009	35,467.17	42,116	(6,649)	-16%	
Corning Inc	GLW	2,070	07/23/2012	26,123.40	24,991	1,132	5%	
EMC Corp	EMC	2,070	12/18/2009	52,371.00	35,696	16,675	47%	
Google Inc Cl A	GOOG	40	09/17/2012	28,295.20	28,372	(77)	0%	
IBM	IBM	325	12/18/2009	62,253.75	41,457	20,797	50%	
Intel Corp	INTC	2,160	12/18/2009	44,539.20	42,195	2,344	6%	
Maxim Integrated	MXIM	1,000	09/17/2012	29,400.00	27,507	1,893	7%	
Microsoft Corp	MSFT	1,390	12/18/2009	37,126.48	41,762	(4,635)	-11%	
Oracle Corp	ORCL	1,395	12/18/2009	46,481.40	33,958	12,523	37%	
Qualcomm Inc	QCOM	170	12/05/2012	10,516.13	10,857	(341)	-3%	
Texas Instruments	TXN	1,640	12/18/2009	50,659.60	41,467	9,193	22%	
Vanguard Info Tech	VGT	530	12/18/2009	36,628.30	28,329	8,299	29%	
<b>FINANCIAL</b>								
American Express	AXP	725	12/18/2009	41,673.00	29,086	12,587	43%	
Ameriprise Financial	AMP	255	12/18/2009	15,970.65	9,664	6,307	65%	
Bank Of New York Co	BK	1,465	12/18/2009	37,650.50	39,199	(1,549)	-4%	
Chubb Corp	CB	550	12/18/2009	41,426.00	26,294	15,132	58%	
Price T Rowe Group Inc	TROW	745	12/18/2009	48,512.24	39,263	9,249	24%	
Progressive Corp Of	PGR	2,295	12/18/2009	48,424.50	39,091	9,334	24%	
US Bancorp Del	USB	1,190	12/18/2009	38,008.60	26,343	11,666	44%	
Wells Fargo & Co	WFC	1,460	12/18/2009	49,902.80	39,209	10,694	27%	
<b>HEALTH CARE</b>								
Abbott Laboratories	ABT	450	12/18/2009	29,475.00	23,972	5,503	23%	
Amgen Inc	AMGN	440	12/18/2009	37,928.00	24,536	13,392	55%	
Becton Dickinson &	BDX	525	12/18/2009	41,049.75	39,112	1,938	5%	
Bristol-Myers Squibb	BMJ	985	12/18/2009	32,101.15	25,231	6,870	27%	
C. R. Bard, Inc.	BCR	305	12/18/2009	29,810.70	23,812	5,999	25%	
Johnson & Johnson	JNJ	605	12/18/2009	42,410.50	38,814	3,596	9%	
Medtronic Inc	MDT	915	12/18/2009	37,533.30	39,372	(1,839)	-5%	
Merck & Co Inc	MRK	1,045	12/18/2009	42,782.30	39,457	3,325	8%	
Pfizer Inc	PFE	1,555	12/18/2009	38,998.31	28,573	10,425	36%	
<b>CONS STAPLES</b>								
Brown Forman Class B	BF B	757	12/18/2009	47,880.25	26,409	21,471	81%	
Colgate-Palmolive Co	CL	285	04/04/2011	29,793.90	22,998	6,796	30%	
Pepsico Inc	PEP	695	12/18/2009	47,558.85	40,987	6,572	16%	
Procter & Gamble Co	PG	675	12/18/2009	45,825.75	41,022	4,803	12%	
Safeway	SWY	1,300	12/18/2009	23,517.00	27,074	(3,557)	-13%	
Sysco Corp	SYT	1,515	12/18/2009	47,964.90	40,944	7,021	17%	
Wal Mart Stores Inc	WMT	610	12/18/2009	41,620.30	32,172	9,448	29%	
Walgreen Stores	WAG	745	12/18/2009	27,572.45	27,246	326	1%	
<b>CONS CYCLICALS</b>								
Lowes Cos Inc	LOW	1,700	12/18/2009	60,384.00	40,144	20,240	50%	



# Portfolio Summary

As of 12/31/2012

The NCFI Barnhardt Foundation Acct #: 5QR007723

Description	Symbol	Quantity	Trade Date	Current Value	Cost Basis	Unrealized G/L	% G/L	Maturity Date
<b>US Large Cap</b>								
<b>CONS CYCLICALS</b>								
McDonald's Corp	MCD	645	12/18/2009	56,895.45	40,102	16,793	42%	
News Corp Ltd Spons	NWSA	2,195	12/18/2009	55,994.45	29,350	26,645	91%	
Target Corp	TGT	845	12/18/2009	49,998.65	40,459	9,539	24%	
Tjx Companies Inc	TJX	1,090	12/18/2009	46,270.50	19,973	26,298	132%	
<b>CAPITAL GOODS</b>								
Danaher Corp	DHR	555	12/18/2009	31,024.50	20,801	10,224	49%	
General Electric Co	GE	2,610	12/18/2009	54,783.90	41,066	13,718	33%	
Honeywell Intl Inc	HON	805	12/18/2009	51,093.35	31,710	19,383	61%	
Ingersoll Rand Co	IR	710	12/18/2009	34,051.60	25,402	8,650	34%	
Minnesota Mining & United Technologies	MMM	390	08/23/2011	36,211.50	30,999	5,213	17%	
United Technologies	UTX	590	12/18/2009	48,385.90	41,014	7,372	18%	
<b>COMMUNICATIONS</b>								
AT&T Inc	T	490	12/18/2009	16,517.90	13,377	3,141	23%	
Centurytel Inc Com	CTL	425	12/18/2009	16,626.00	14,906	1,720	12%	
Verizon	VZ	835	12/18/2009	36,130.45	25,583	10,547	41%	
<b>ENERGY</b>								
Apache Corp	APA	400	12/18/2009	31,400.00	40,134	(8,734)	-22%	
Baker Hughes Inc	BHI	604	12/18/2009	24,672.01	28,265	(3,593)	-13%	
Chevrontexaco Corp	CVX	520	12/18/2009	56,232.80	40,050	16,183	40%	
Conocophillips	COP	530	12/18/2009	30,734.70	20,344	10,391	51%	
Exxon Mobil Corp	XOM	585	12/18/2009	50,631.75	39,731	10,901	27%	
Marathon Oil Corp	MRO	1,215	08/23/2011	37,251.90	31,233	6,019	19%	
Phillips 66 Com	PSX	265	12/18/2009	14,071.50	6,046	8,026	133%	
Valero Energy	VLO	930	12/18/2009	31,731.60	15,675	16,057	102%	
<b>UTILITIES</b>								
Dominion Res Inc Va	D	770	12/18/2009	39,886.00	30,078	9,808	33%	
Exelon Corp Com	EXC	785	12/18/2009	23,345.90	36,828	(13,482)	-37%	
Firstenergy Corp	FE	640	12/18/2009	26,726.40	29,833	(3,107)	-10%	
Southern Co	SO	905	12/18/2009	38,743.05	30,426	8,317	27%	
<b>BASIC MATERIALS</b>								
Air Products & Chems	APD	380	12/18/2009	31,927.60	30,915	1,012	3%	
Dow Chem Co	DOW	1,175	12/18/2009	37,987.05	30,993	6,994	23%	
Nucor Corp	NUE	715	12/18/2009	30,859.40	30,947	(88)	0%	
SPDR Gold Trust	GLD	275	12/18/2009	44,555.61	29,985	14,571	49%	
Vanguard Materials ETF	VAW	205	12/18/2009	17,263.05	13,716	3,547	26%	
<b>REIT</b>								
Vanguard REIT ETF	VNQ	620	12/18/2009	40,796.00	27,145	13,651	50%	
				① 2,655,664.00	2,140,738	514,926	24%	
<b>US Mid Cap</b>								
<b>GROWTH MUTUAL FUND</b>								
T R Price Mid Cap Growth	RPMGX	1,505.975	12/18/2009	85,042.41	70,329	14,713	21%	

## Portfolio Summary

As of 12/31/2012

The NCFI Barnhardt Foundation Acct #: 5QR007723

Description	Symbol	Quantity	Trade Date	Current Value	Cost Basis	Unrealized G/L	% G/L	Maturity Date
<b>US Mid Cap</b>								
<b>VALUE MUTUAL FUND</b>								
Perkins Mid Cap Value I	JMVAX	482.16	08/25/2011	10,289.29	10,009	280	3%	
T R Price Mid Cap Value	TRMCX	5,666.993	12/18/2009	136,234.51	116,230	20,004	17%	
				① 231,566.21	196,568	34,998	18%	
<b>US Small Cap</b>								
<b>GROWTH MUTUAL FUND</b>								
Vang SC Gr Index Admiral	VSGAX	3,160.703	09/17/2012	98,930.00	100,709	(1,779)	-2%	
Vanguard Explorer	VEXPX	45.007	08/25/2011	3,576.71	2,910	666	23%	
Vanguard Explorer Admiral	VEXRX	2,442.21	09/17/2012	180,503.74	187,009	(6,505)	-3%	
Vanguard Small Cap Growth	VBK	1,515	12/18/2009	134,880.45	88,375	46,506	53%	
<b>VALUE MUTUAL FUND</b>								
Queens Road Small Val	QRSVX	7,650.555	12/18/2009	141,382.26	131,855	9,527	7%	
				① 559,273.16	510,858	48,415	9%	
<b>Foreign Equities</b>								
<b>GROWTH MUTUAL FUND</b>								
Europacific Growth F-2	AEPFX	1,599.045	12/19/2012	65,800.70	67,009	(1,208)	-2%	
<b>VALUE MUTUAL FUND</b>								
Harbor Intl	HAINX	1,541.957	12/05/2012	95,786.37	95,009	777	1%	
				① 161,587.07	162,018	(431)	0%	
<b>Taxable Fixed Incm</b>								
<b>AGENCY</b>								
Vanguard GNMA	VFIIX	6,142.51	03/16/2010	67,014.78	67,018	(3)	0%	
<b>Inflation Protected Secutities</b>								
TIPS Ishare	TIP	2,250	12/18/2009	273,172.50	236,913	36,260	15%	
Vanguard Inflation Protected	VIPSX	5,935.754	03/07/2012	86,246.51	85,009	1,238	1%	
<b>US TREASURY/AGENCY</b>								
Ishares Barclays 3-7 Yr Trea	IEI	508	12/18/2009	62,595.76	56,880	5,716	10%	
Ishares Lehman Agency Bd	AGZ	755	12/18/2009	85,537.73	81,954	3,584	4%	
Vanguard GNMA Fund	VFIJX	17,873.101	12/08/2011	194,995.53	200,009	(5,013)	-3%	
Vanguard Int-Term Treasury	VFIUX	595.745	12/19/2012	6,970.22	7,009	(39)	-1%	
Vanguard Interm Gov't Bond	VGIT	2,250	12/18/2009	147,170.25	134,808	12,362	9%	
Vanguard Short-Term	VSGDX	21,289.723	12/18/2009	229,929.01	231,906	(1,977)	-1%	
Vanguard ST Gov't Bond	VGSH	560	12/18/2009	34,098.40	33,631	467	1%	
<b>HIGH GRADE CORPORATE BOND</b>								
Ishares Barclays Intermed Cr	CIU	1,175	12/18/2009	130,765.75	122,099	8,666	7%	
Ishares Tr Lehman 1-3 Yr Cr	CSJ	985	12/18/2009	103,897.80	103,059	838	1%	
Vanguard Inter Corp Admr	VFIDX	33,836.128	12/22/2009	349,188.84	335,018	14,171	4%	
Vanguard Interm Corp	VCIT	1,795	12/18/2009	157,349.70	138,195	19,155	14%	
Vanguard Short-Term	VFSUX	38,090.041	12/18/2009	412,515.14	405,295	7,221	2%	
Vanguard ST Corp Bond	VCSH	1,066	12/18/2009	85,621.12	81,501	4,120	5%	

Σ ① = \$3,608,090.44 Corporate Stock ①

## Portfolio Summary

As of 12/31/2012

The NCFI Barnhardt Foundation Acct #: 5QR007723

Description	Symbol	Quantity	Trade Date	Current Value	Cost Basis	Unrealized G/L	% G/L	Maturity Date
<b>Taxable Fixed Incm</b>								
<b>HIGH YIELD BOND</b>								
Vanguard High Yield	VWEAX	25,180.734	12/18/2009	153,854.28	137,244	16,610	12%	
			<i>Bonds</i>	2,580,923.32	2,457,546	123,377	5%	
<b>Cash Equivalents</b>								
<b>MONEY MARKET</b>								
CASH	CASH		<i>Cash</i>	16,954.86	16,955			
Federated Cap Reserves	FCR		<i>\$ 38,950.16</i>	21,995.30	21,995			
				6,227,963.92	5,506,679	721,285	13%	

The above information is based on sources believed to be correct. However, it is not to be considered an official statement of your account. We suggest that you compare this report to the account statements and the order confirmations sent to you directly from Pershing, LLC.