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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 ALLAN C & MARGARET L MIMS CHARITABLE TR		A Employer identification number 56-6207750	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 75000		Room/suite	B Telephone number (see instructions) (252) 467-4743
City or town, state, and ZIP code DETROIT, MI 482757874			C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,161,878		J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)	
		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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 <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5	5		
	4 Dividends and interest from securities.	27,514	27,514		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	36,319			
	b Gross sales price for all assets on line 6a _____ 268,988				
	7 Capital gain net income (from Part IV , line 2)		36,319		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	63,838	63,838		
	13 Compensation of officers, directors, trustees, etc	18,887	16,998		1,889
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)	550			550
	b Accounting fees (attach schedule)	1,650	825		825
	c Other professional fees (attach schedule)	15,413	15,413		0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,639			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)	1,019	1,019		
	24 Total operating and administrative expenses. Add lines 13 through 23	39,158	34,255	0	3,264
	25 Contributions, gifts, grants paid	50,000			50,000
	26 Total expenses and disbursements. Add lines 24 and 25	89,158	34,255	0	53,264
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-25,320			
	b Net investment income (if negative, enter -0-)		29,583		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		
	2	Savings and temporary cash investments	33,290	59,286
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		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)	720,816 	668,833
	c	Investments—corporate bonds (attach schedule).	227,400 	227,400
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)		0
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	981,506	955,519
	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)		
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)		
	23	Total liabilities (add lines 17 through 22)		0
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds	981,506	955,519
	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)	981,506	955,519
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	981,506	955,519

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	981,506
2	Enter amount from Part I, line 27a	2	-25,320
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	956,186
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	667
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	955,519

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	36,319
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	55,330	1,134,375	0 048776
2010	38,550	1,084,318	0 035552
2009	60,338	1,001,073	0 060273
2008	87,041	1,299,620	0 066974
2007	65,330	1,514,770	0 043129

2	Total of line 1, column (d).	2	0 254704
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 050941
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,140,410
5	Multiply line 4 by line 3.	5	58,094
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	296
7	Add lines 5 and 6.	7	58,390
8	Enter qualifying distributions from Part XII, line 4. 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	8	53,264

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	592
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	592
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	592
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	425	
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	425
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	2
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	169
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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) <input type="checkbox"/> NC _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶COMERICA BANK Telephone no ▶(877) 405-1091 Located at ▶101 NORTH MAIN STREET ANN ARBOR MI ZIP +4 ▶48104			
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 ▶	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	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?. <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	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)

5a

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

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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 N/A	
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	1,105,741
b	Average of monthly cash balances.	1b	52,036
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,157,777
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	1,157,777
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	17,367
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,140,410
6	Minimum investment return. Enter 5% of line 5.	6	57,021

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	57,021
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	592
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	592
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	56,429
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	56,429
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	56,429

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	53,264
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	53,264
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	53,264
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				56,429
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				0
b From 2008.				2,765
c From 2009.				10,379
d From 2010.				0
e From 2011.				0
f Total of lines 3a through e.	13,144			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 53,264				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				53,264
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).)	3,165			3,165
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	9,979			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	9,979			
10 Analysis of line 9				
a Excess from 2008.				0
b Excess from 2009.				9,979
c Excess from 2010.				0
d Excess from 2011.				0
e Excess from 2012.				0

Part XIVPrivate 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)

☐ 4942(j)(3) ☐ 4942(j)(5)

2a	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	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 XVSupplementary 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))

NONE

b

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

NONE

2

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

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

a

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

SHARON STEPHENS
130 S FRANKLIN RD
ROCKY MOUNT, NC 27802
(252) 467-4743

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

ORGANIZATIONS LOCATED IN THE EASTERN PORTION OF NORTH CAROLINA PREFERABLY IN THE CITY OF ROCKY MOUNT

Form 990-PF (2012)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	50,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	5	
4 Dividends and interest from securities.			14	27,514	
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	36,319	
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).				63,838	
13 Total. Add line 12, columns (b), (d), and (e).				63,838	63,838

[illegible]

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

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

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

Form **990-PF** (2012)

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)
22 ABAXIS INC		2010-11-01	2012-12-14
10 AGILENT TECHNOLOGIES INC		2010-09-29	2012-01-11
641 ALLEGHANY CORP NEW		2010-09-29	2012-03-20
40 AMERICAN EXPRESS CO		2010-11-12	2012-08-17
10 AMERICAN EXPRESS CO		2010-05-17	2012-11-06
5 AMERIPRISE FINL INC		2008-10-21	2012-01-11
22 ANHEUSER BUSCH INBEV SA/NV ADR		2010-11-01	2012-05-10
11 ANHEUSER BUSCH INBEV SA/NV ADR		2010-11-22	2012-11-06
27 ANSYS INC		2010-11-01	2012-12-14
6 APPLE COMPUTER INC		2010-11-12	2012-02-09
5 APPLE COMPUTER INC		2009-07-17	2012-03-14
1 APPLE COMPUTER INC		2012-10-31	2012-11-06
85 ASSA ABLOY AB ADR		2010-11-01	2012-02-14
22 ASSA ABLOY AB ADR		2011-01-05	2012-02-14
36 ASSA ABLOY AB ADR		2010-11-01	2012-11-06
5 ATLANTIA SPA ADR		2011-02-14	2012-06-14
51 ATLANTIA SPA ADR		2011-02-14	2012-11-06
180 AXA-UAP SPON ADR ONE ADR REPRESENTS 1/2 SHR		2012-01-20	2012-07-09
10 BG GROUP PLC SPON ADR		2011-11-29	2012-11-06
16 BG GROUP PLC SPON ADR		2008-09-24	2012-11-06
18 BNP PARIBAS ADR		2010-11-08	2012-11-06
44 BANK NEW YORK MELLON CORP		2011-07-22	2012-01-11
30 BAXTER INTERNATIONAL INC		2010-07-29	2012-06-08
6 BAYER AG ADR		2012-07-19	2012-11-06
58 BAYERISCHE MOTOREN WERKE A G ADR		2011-06-23	2012-02-08
56 BAYERISCHE MOTOREN WERKE A G ADR		2011-04-01	2012-06-05
37 BAYERISCHE MOTOREN WERKE A G ADR		2011-02-16	2012-08-06
9 BAYERISCHE MOTOREN WERKE A G ADR		2011-02-08	2012-11-06
5 BECTON DICKINSON & CO		2010-09-29	2012-01-11
28 BECTON DICKINSON & CO		2010-09-29	2012-06-19

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)
5 BERKSHIRE HATHAWAY CL B		2008-10-21	2012-01-11
20 BERKSHIRE HATHAWAY CL B		2011-02-04	2012-11-06
7 BHP LIMITED SPONS ADR		2011-01-05	2012-02-24
4 BHP LIMITED SPONS ADR		2011-02-25	2012-02-24
15 BHP LIMITED SPONS ADR		2010-11-01	2012-02-24
10 BHP LIMITED SPONS ADR		2010-11-01	2012-11-06
135 BLACKBAUD INC		2010-11-01	2012-02-15
8 BRITISH AMERN TOB PLC SPONSORED ADR		2010-11-01	2012-11-06
60 BRITISH SKY BROADCASTING GROUP ADR		2012-05-11	2012-09-20
5 BRITISH SKY BROADCASTING GROUP ADR		2012-05-11	2012-11-06
81 BROWN & BROWN INC		2010-11-01	2012-01-12
25 CVS CORPORATION (DEL)		2010-01-15	2012-01-11
9 CANADIAN NATURAL RESOURCES LTD ADR		2010-09-29	2012-01-11
10 CANON INC ADR REPRESENTING 5 SHARES		2010-11-01	2012-11-06
25 COACH INC		2012-07-16	2012-11-06
15 COGNIZANT TECHNOLOGY SOLUTIONS		2010-11-12	2012-11-06
138 COHEN & STEERS INC (REIT)		2010-11-01	2012-08-17
60 COHEN & STEERS INC (REIT)		2010-11-01	2012-12-14
124 COPART INC		2010-12-16	2012-11-05
29 COPART INC		2010-12-16	2012-12-14
110 CREDIT SUISSE GROUP-SPON ADR		2012-02-17	2012-06-15
15 CUMMINS ENGINE INC		2011-06-29	2012-11-06
47 DAITO TR CONSTR CO LTD ADR		2010-11-01	2012-02-02
19 DAITO TR CONSTR CO LTD ADR		2011-03-16	2012-11-06
300 DANONE SPONSORED ADR		2010-11-01	2012-07-26
10 EXPEDITORS INTERNATIONAL		2012-05-01	2012-12-18
14 EXPONENT INC		2010-11-01	2012-12-14
16 EXPERIAN GROUP LTD ADR		2012-09-07	2012-11-06
70 EXPRESS SCRIPTS INC CL A		2010-11-12	2012-02-07
15 EXPRESS SCRIPTS HLDG CO		2011-09-12	2012-11-06

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43 FANUC LTD ADR		2010-11-01	2012-04-09
44 FANUC LTD ADR		2011-01-05	2012-04-09
44 FANUC LTD ADR		2010-11-01	2012-04-27
11 FANUC LTD ADR		2010-09-21	2012-11-06
46 GEA GROUP AG ADR		2011-08-04	2012-05-14
10 GETINGE AB UNSPONSORED ADR		2012-10-17	2012-11-06
65 GILEAD SCIENCES INC		2009-07-17	2012-01-19
45 GILEAD SCIENCES INC		2009-09-22	2012-08-02
55 GILEAD SCIENCES INC		2009-09-22	2012-09-19
10 GILEAD SCIENCES INC		2009-09-22	2012-11-06
26 GLAXO WELLCOME PLC ADR		2010-11-01	2012-06-01
87 GLAXO WELLCOME PLC ADR		2010-11-01	2012-07-13
103 GLAXO WELLCOME PLC ADR		2010-02-01	2012-11-05
1 GOOGLE INC CL A		2009-10-21	2012-01-11
4 GOOGLE INC CL A		2011-04-26	2012-08-24
4 GOOGLE INC CL A		2011-06-24	2012-10-17
82 GRUPO TELEVISIA GDR SA DE CV SPD ADR 1 GRD REPSTG 2 ORD PARTN CTF		2010-09-29	2012-04-04
15 HAEMONETICS CORP MASS		2011-10-19	2012-12-14
26 HENRY JACK & ASSOC INC		2010-11-01	2012-12-14
70 HONDA MOTOR NEWADR		2010-11-01	2012-01-18
10 HONDA MOTOR NEWADR		2012-09-10	2012-11-06
80 HONDA MOTOR NEWADR		2010-11-01	2012-12-12
34 HONDA MOTOR NEWADR		2012-09-10	2012-12-12
32 INFORMA PLC ADR		2011-02-02	2012-11-06
53 ING GROEP NV ADR		2010-10-25	2012-11-06
5 INTUITIVE SURGICAL INC		2010-12-06	2012-01-05
10 INTUITIVE SURGICAL INC		2010-12-06	2012-03-29
333 IRON MOUNTAIN INC		2008-10-21	2012-11-26
10 JOHNSON & JOHNSON		2010-04-27	2012-01-11
85 JOHNSON & JOHNSON		2010-09-29	2012-07-10

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)
332 JULIUS BAER GROUP LTD ADR		2011-08-31	2012-02-17
16 KOMATSU LTD ADR		2012-02-16	2012-11-06
60 KRAFT FOODS INC CL A		2011-02-14	2012-03-29
21 LVMH MOET HENNESSY LOUIS VUITTON ADR		2011-07-01	2012-01-30
3 LVMH MOET HENNESSY LOUIS VUITTON ADR		2010-11-01	2012-01-30
20 LVMH MOET HENNESSY LOUIS VUITTON ADR		2011-01-05	2012-01-30
8 LVMH MOET HENNESSY LOUIS VUITTON ADR		2010-11-01	2012-11-06
15 LANDSTAR SYSTEM INC		2011-04-29	2012-12-14
43 LINCOLN ELECTRIC HLDGS		2010-11-01	2012-03-23
9 LIXIL GROUP CORP ADR		2012-02-21	2012-11-06
20 LOCKHEED MARTIN CORP		2010-11-11	2012-07-26
11 MERCK KGAA ADR		2011-04-26	2012-11-06
25 MERCK & CO INC NEW		2010-02-10	2012-04-24
180 MERCK & CO INC NEW		2010-12-01	2012-07-12
5 MICROSOFT CORP		2005-06-24	2012-01-11
94 MITSUBISHI ESTATE LTD ADR		2010-11-01	2012-01-31
126 MITSUBISHI ESTATE LTD ADR		2009-10-29	2012-02-23
10 MONSANTO CO		2010-02-05	2012-01-11
30 NATIONAL-OILWELL INC		2012-06-26	2012-09-10
15 NOVARTIS A G ADR		2010-11-01	2012-11-06
13 ORICA LTD ADR		2012-03-30	2012-11-06
44 ORICA LTD ADR		2012-03-30	2012-11-23
19 OWENS & MINOR INC HLDG CO		2012-03-30	2012-12-14
25 PERRIGO CO		2010-08-13	2012-01-26
10 PERRIGO CO		2010-08-13	2012-06-08
5 PERRIGO CO		2010-08-13	2012-11-06
29 PETROFAC LTD ADR		2012-04-18	2012-11-06
13 PETROLEUM GEO-SERVICES-ADR		2012-05-02	2012-11-06
129 POOL CORP COM		2010-11-01	2012-07-10
13 POOL CORP COM		2010-11-01	2012-12-14

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)
8 POTASH CORP SASK INC		2012-04-17	2012-11-06
1 PRICELINE COM		2012-10-12	2012-11-06
32 PROGRESSIVE CORP		2008-10-21	2012-01-11
23 PRUDENTIAL PLC ADR		2010-09-29	2012-11-06
15 RBC BEARINGS INC		2010-11-01	2012-12-14
18 RED ELECTRICA CORPORACION SA ADR		2012-09-13	2012-11-06
16 REXAM PLC SPONSORED ADR		2011-03-01	2012-11-06
5 ROGERS COMMUNICATIONS INC CLASS B		2011-01-05	2012-11-06
4 ROGERS COMMUNICATIONS INC CLASS B		2010-03-01	2012-11-06
19 ROLLINS INC		2010-11-01	2012-12-14
10 ROYAL DUTCH SHELL PLC-ADR A		2010-11-01	2012-11-06
37 RYANAIR HLDGS PLC SPON ADR		2011-06-29	2012-04-30
9 RYANAIR HLDGS PLC SPON ADR		2011-07-15	2012-11-06
26 SAMPO OYJ ADR		2010-11-01	2012-11-06
5 SANDS CHINA LTD UNSPONSORED ADR		2012-10-26	2012-11-06
24 SANOFI-SYNTHELABO ADR		2009-10-29	2012-11-06
14 SAP AG SPONSORED ADR SAP AKTIENGESELLSCHAFT		2011-09-16	2012-11-06
24 SAP AG SPONSORED ADR SAP AKTIENGESELLSCHAFT		2011-08-12	2012-11-30
5 SAP AG SPONSORED ADR SAP AKTIENGESELLSCHAFT		2010-11-01	2012-11-30
10 SCHLUMBERGER LTD		2011-09-22	2012-11-06
35 SCHWAB CHARLES CORP NEW		2012-01-19	2012-11-06
189 SEALED AIR CORP NEW		2008-10-21	2012-11-28
5 SEVEN & I HLDGS CO LTD ADR		2012-08-14	2012-11-06
12 SIEMENS AG ADR		2011-02-28	2012-04-18
19 SIEMENS AG ADR		2011-05-17	2012-04-18
108 SOFTBANK CORP ADR		2012-08-02	2012-10-15
12 SOFTBANK CORP ADR		2012-07-13	2012-11-06
83 SUMITOMO MITSUI FIN-UNSP ADR SPONSORED A		2012-02-16	2012-11-06
85 SWEDBANK A B ADR		2011-06-23	2012-05-18
23 SWEDBANK A B ADR		2011-04-08	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)
12 SWEDBANK A B ADR		2011-04-08	2012-11-06
44 TECHNIP COFLEXIP ADR		2010-11-01	2012-01-18
11 TECHNIP COFLEXIP ADR		2012-10-09	2012-11-06
123 TELSTRA CORP LTD SPON ADR FINAL		2011-02-24	2012-08-02
103 TELSTRA CORP LTD SPON ADR FINAL		2010-11-29	2012-08-14
150 TELSTRA CORP LTD SPON ADR FINAL		2011-08-12	2012-08-14
10 TELSTRA CORP LTD SPON ADR FINAL		2010-11-29	2012-11-06
40 TEMPUR-PEDIC INTL INC		2010-11-01	2012-01-12
122 TEMPUR-PEDIC INTL INC		2010-11-01	2012-06-06
220 TEVA PHARMACEUTICAL INDUSTRIES LTD (ISRAEL) ADR		2011-04-26	2012-05-10
8 TEXAS INSTRS INC		2008-10-21	2012-01-11
41 TORO CO		2012-07-10	2012-12-14
10 TOTAL S A SPONSORED ADR		2009-10-29	2012-11-06
89 TOTAL S A SPONSORED ADR		2010-11-01	2012-12-05
5 TOTAL S A SPONSORED ADR		2011-11-28	2012-12-05
69 TULLOW OIL PLC ADR		2010-11-22	2012-05-17
17 TULLOW OIL PLC ADR		2010-03-25	2012-11-06
21 UNILEVER PLC-SPONSORED ADR		2011-08-12	2012-11-06
46 VALEO ADR		2012-08-20	2012-10-19
19 VALEO ADR		2011-06-29	2012-10-19
10 VALEO ADR		2011-06-03	2012-11-06
20 VARIAN MEDICAL SYSTEMS INC		2009-07-17	2012-11-06
85 VERISK ANALYTICS INC CL A		2011-08-23	2012-07-06
10 VISA INC CL A		2010-11-12	2012-01-05
15 VISA INC CL A		2010-11-12	2012-01-26
30 VISA INC CL A		2010-09-13	2012-04-18
15 VISA INC CL A		2010-09-13	2012-10-22
5 VISA INC CL A		2009-07-17	2012-11-06
10 VODAFONE GROUP PLC ADR		2011-01-05	2012-11-06
3 VODAFONE GROUP PLC ADR		2010-11-01	2012-11-06

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

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105 VODAFONE GROUP PLC ADR		2010-11-01	2012-12-07
34 WM MORRISON SUPERMARKETS PLC ADR		2012-05-11	2012-10-15
45 WM MORRISON SUPERMARKETS PLC ADR		2009-11-03	2012-10-15
10 WM MORRISON SUPERMARKETS PLC ADR		2010-11-01	2012-11-06
12 WM MORRISON SUPERMARKETS PLC ADR		2011-01-05	2012-12-11
114 WM MORRISON SUPERMARKETS PLC ADR		2010-11-29	2012-12-11
69 WELLS FARGO & CO NEW		2004-08-04	2012-01-11
87 WOLSELEY PLC JERSEY ADR		2011-10-20	2012-11-06
521 WOLSELEY PLC JERSEY SPONSORED ADR NEW		2012-06-21	2012-12-14
357 XSTRATA PLC ADR		2010-11-01	2012-02-03
199 XSTRATA PLC ADR		2010-11-01	2012-02-24
991 XSTRATA PLC ADR		2010-08-19	2012-06-12
557 XSTRATA PLC ADR		2011-10-27	2012-06-12
60 YAHOO JAPAN CORP ADR		2011-01-28	2012-03-30
127 YAHOO JAPAN CORP ADR		2010-10-12	2012-03-30
27 YAHOO JAPAN CORP ADR		2010-10-12	2012-11-06
85 STEINER LEISURE LTD		2010-11-01	2012-07-02

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)
804		520	284
390		321	69
207		175	32
2,301		1,748	553
571		410	161
259		130	129
1,577		1,380	197
919		680	239
1,809		1,216	593
2,962		1,862	1,100
2,926		758	2,168
582		600	-18
1,245		1,115	130
322		317	5
616		472	144
3		5	-2
424		526	-102
2,181		3,076	-895
175		203	-28
281		342	-61
451		685	-234
939		1,200	-261
1,514		1,335	179
525		440	85
1,772		1,739	33
1,314		1,583	-269
905		1,030	-125
247		250	-3
373		369	4
2,081		1,902	179

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)
389		407	-18
1,742		1,654	88
546		634	-88
312		372	-60
1,170		1,250	-80
730		833	-103
4,237		3,407	830
806		613	193
2,853		2,792	61
239		224	15
1,849		1,802	47
1,050		889	161
341		329	12
322		455	-133
1,443		1,408	35
1,009		945	64
4,960		3,491	1,469
1,777		1,518	259
3,555		2,311	1,244
874		540	334
2,021		2,939	-918
1,528		1,522	6
1,094		722	372
480		342	138
3,487		3,801	-314
391		408	-17
739		454	285
272		263	9
3,560		3,093	467
825		661	164

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)
1,230		1,031	199
1,259		1,133	126
1,246		1,035	211
306		227	79
1,254		1,425	-171
309		310	-1
3,068		3,113	-45
2,568		2,097	471
3,684		2,554	1,130
674		464	210
1,136		1,060	76
3,906		3,409	497
4,558		3,921	637
625		559	66
2,713		2,136	577
3,018		1,957	1,061
1,722		1,314	408
597		450	147
1,000		708	292
2,340		2,405	-65
309		331	-22
2,671		2,477	194
1,135		1,127	8
409		453	-44
470		604	-134
2,331		1,352	979
5,369		2,705	2,664
11		8	3
650		638	12
5,777		5,004	773

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)
2,707		2,745	-38
353		465	-112
2,268		1,834	434
668		756	-88
95		94	1
636		632	4
264		251	13
740		715	25
1,922		1,283	639
383		386	-3
1,769		1,402	367
466		370	96
957		901	56
7,722		3,987	3,735
140		126	14
1,504		1,629	-125
2,211		1,897	314
798		765	33
2,445		1,826	619
905		862	43
340		380	-40
1,056		1,256	-200
531		580	-49
2,404		1,479	925
1,054		592	462
575		296	279
361		403	-42
228		195	33
5,210		2,604	2,606
519		262	257

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)
324		350	-26
645		591	54
627		446	181
642		462	180
720		497	223
165		176	-11
566		482	84
221		173	48
177		136	41
422		332	90
695		655	40
1,244		1,082	162
313		255	58
409		363	46
204		195	9
1,072		933	139
1,034		725	309
1,878		1,238	640
391		257	134
711		605	106
485		435	50
3,185		3,736	-551
301		334	-33
1,124		1,617	-493
1,780		2,502	-722
1,592		2,110	-518
200		232	-32
503		575	-72
1,195		1,330	-135
323		425	-102

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)
225		222	3
996		948	48
305		315	-10
2,545		1,732	813
2,060		1,414	646
3,000		2,115	885
212		137	75
2,373		1,379	994
2,716		4,205	-1,489
9,292		10,757	-1,465
244		132	112
1,748		1,581	167
502		625	-123
4,464		4,542	-78
251		244	7
741		677	64
193		162	31
791		668	123
1,090		1,127	-37
450		619	-169
222		318	-96
1,410		655	755
4,216		2,830	1,386
1,018		771	247
1,513		1,101	412
3,650		2,037	1,613
2,072		972	1,100
718		324	394
271		275	-4
81		83	-2

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)
2,717		2,580	137
728		761	-33
963		1,058	-95
212		234	-22
259		254	5
2,459		2,520	-61
2,034		1,963	71
381		245	136
2		2	
1,367		1,407	-40
756		754	2
2,918		3,309	-391
1,640		1,969	-329
644		762	-118
1,363		1,553	-190
304		320	-16
3,933		3,314	619

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	
			284
			69
			32
			553
			161
			129
			197
			239
			593
			1,100
			2,168
			-18
			130
			5
			144
			-2
			-102
			-895
			-28
			-61
			-234
			-261
			179
			85
			33
			-269
			-125
			-3
			4
			179

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	
			-18
			88
			-88
			-60
			-80
			-103
			830
			193
			61
			15
			47
			161
			12
			-133
			35
			64
			1,469
			259
			1,244
			334
			-918
			6
			372
			138
			-314
			-17
			285
			9
			467
			164

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	
			199
			126
			211
			79
			-171
			-1
			-45
			471
			1,130
			210
			76
			497
			637
			66
			577
			1,061
			408
			147
			292
			-65
			-22
			194
			8
			-44
			-134
			979
			2,664
			3
			12
			773

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	
			-38
			-112
			434
			-88
			1
			4
			13
			25
			639
			-3
			367
			96
			56
			3,735
			14
			-125
			314
			33
			619
			43
			-40
			-200
			-49
			925
			462
			279
			-42
			33
			2,606
			257

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	
			-26
			54
			181
			180
			223
			-11
			84
			48
			41
			90
			40
			162
			58
			46
			9
			139
			309
			640
			134
			106
			50
			-551
			-33
			-493
			-722
			-518
			-32
			-72
			-135
			-102

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	
			3
			48
			-10
			813
			646
			885
			75
			994
			-1,489
			-1,465
			112
			167
			-123
			-78
			7
			64
			31
			123
			-37
			-169
			-96
			755
			1,386
			247
			412
			1,613
			1,100
			394
			-4
			-2

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			137
			-33
			-95
			-22
			5
			-61
			71
			136
			-40
			2
			-391
			-329
			-118
			-190
			-16
			619

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
G ALLEN IVES	DIRECTOR 1	3,000		
411 SHADY CIRCLE DR ROCKY MOUNT, NC 27803				
LOU UZZLE BLACKMAN	DIRECTOR 1	3,000		
19 A GLENMORE DR DUNHAM, NC 27707				
WILLIAM R JOHNSTON JR	DIRECTOR 1	3,000		
3332 WHITEOAK RD RELEIGH, NC 27609				
THOMAS A BETTS JR	DIRECTOR 1	3,000		
PO 1220 ROCKY MOUNT ROCKY MOUNT, NC 27802				
COMERICA BANK	CO - TRUSTEE 1	6,887		
PO BOX 75000 M/C 3302 DETROIT, MI 482753302				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALDERT ROOT ELEMENTARY SCHOOL 3202 NORTHAMPTON STREET RALIEGH,NC 27609	NONE	EXEMPT	SUPPORT	7,500
NASH COMMUNITY COLLEGE 522 N OLD CARRIAGE RD ROCKY MOUNT,NC 27804	NONE	EXEMPT	NURSING SCHOLARSHIP	10,000
JIM CLACK AND FRIENDS FOUNDATION PO BOX 7885 ROCKY MOUNT,NC 27804	NONE	EXEMPT	SUPPORT	2,500
NORTH CAROLINA WESLEYAN COLLEGE 3400 N WESLEYAN BLVD ROCKY MOUNT,NC 27804	NONE	EXEMPT	SUPPORT	25,000
ALDH 3027 SUNSET AVENUE ROCKY MOUNT,NC 27804	NONE	EXEMPT	SUPPORT	2,500
CROSSWORKS INC PO BOX 6795 ROCKY MOUNT,NC 27802	NONE	EXEMPT	SUPPORT	2,500
Total			3a	50,000

**TY 2012 Investments Corporate
Bonds Schedule****Name:** ALLAN C & MARGARET L MIMS CHARITABLE TR**EIN:** 56-6207750

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	227,400	232,186

**TY 2012 Investments Corporate
Stock Schedule****Name:** ALLAN C & MARGARET L MIMS CHARITABLE TR**EIN:** 56-6207750

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	668,833	870,406

TY 2012 Other Decreases Schedule

Name: ALLAN C & MARGARET L MIMS CHARITABLE TR

EIN: 56-6207750

Description	Amount
DIFFERENCE BETWEEN RECEIPTS AND TAXABLE INCOME	667