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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
YOST ELIZABETH B TR UWO

A Employer identification number
56-6355993

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 2907 - TRUST TAX DEPT

Room/suite

B Telephone number (see instructions)
(910) 693-2733

City or town, state, and ZIP code
WILSON, NC 278942907

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,867,360

J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	5,813	5,813		
	4	Dividends and interest from securities	80,167	80,167		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	99,593			
	b	Gross sales price for all assets on line 6a 1,043,667				
	7	Capital gain net income (from Part IV, line 2)		99,593		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	852	852		
	12	**Total.** Add lines 1 through 11	186,425	186,425		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	37,340	37,340		
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	138			0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	7,196	1,566		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)	283			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	44,957	38,906	0	0
	25	Contributions, gifts, grants paid	140,832			140,832
	26	**Total expenses and disbursements.** Add lines 24 and 25	185,789	38,906	0	140,832
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	636			
	b	**Net investment income** (if negative, enter -0-)		147,519		
	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	35,756	797	797
	2	Savings and temporary cash investments	36,427	18,061	18,061
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	76,436	383,168	398,739
	b	Investments—corporate stock (attach schedule)	1,139,049	1,073,696	1,272,651
	c	Investments—corporate bonds (attach schedule)	1,150,805	869,916	896,980
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	182,895	277,706	280,132
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,621,368	2,623,344	2,867,360
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	2,621,368	2,623,344	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,621,368	2,623,344	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,621,368	2,623,344	

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

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,621,368
2	Enter amount from Part I, line 27a	2	636
3	Other increases not included in line 2 (itemize) ▶	3	1,364
4	Add lines 1, 2, and 3	4	2,623,368
5	Decreases not included in line 2 (itemize) ▶	5	24
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,623,344

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	99,593
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			
2010			
2009			
2008			
2007			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,950
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	2,950
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	2,950
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,768		
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	3,768
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	818
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 818	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶

14 The books are in care of ▶BRANCH BANKING & TRUST COMPANY Telephone no ▶(910) 693-2733

Located at ▶130 APPLECROSS RD PINEHURST NC ZIP+4 ▶28374

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

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

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

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

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

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
BRANCH BANKING AND TRUST COMPANY 130 APPLECROSS RD PINEHURST,NC 28374	TRUSTEE 1	37,340		

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,835,886
b	Average of monthly cash balances	1b	49,638
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,885,524
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,885,524
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43,283
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,842,241
6	**Minimum investment return.** Enter 5% of line 5	6	142,112

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	142,112
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 2,950		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,950
3	Distributable amount before adjustments Subtract line 2c from line 1	3	139,162
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	139,162
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	139,162

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	140,832
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	140,832
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	140,832

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				139,162
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			140,832	
b Total for prior years 2010 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. 0				
b From 2008. 0				
c From 2009. 0				
d From 2010. 0				
e From 2011. 0				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 140,832				
a Applied to 2011, but not more than line 2a			140,832	
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.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				139,162
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . . 0				
b Excess from 2009. . . . 0				
c Excess from 2010. . . . 0				
d Excess from 2011. . . . 0				
e Excess from 2012. . . . 0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

BRANCH BANKING TRUST COMPANY
130 APPLECROSS ROAD
PINEHURST,NC 283748520
(910) 693-2733

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

FORM SHOULD LIST CHARITY NAME, OFFICER, ADDRESS, TAX ID# AND PHONE NUMBER GIVE PROJECT DESCRIPTION, TITLE OF PROJECT, AND BUDGET REQUEST AMOUNT

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

LIMITED TO ANSON COUNTY, NC

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				140,832
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(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	5,813	
4 Dividends and interest from securities. . . .			14	80,167	
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	99,593	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a LITIGATION PROCEED			14	852	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				186,425	

13 Total. Add line 12, columns (b), (d), and (e). 13 186,425

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-05-01	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

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

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
160 ALCOA INC		2010-12-03	2012-03-06
6707 823 AMERICAN CENTURY DIVERSIFIED BOND FUND #		2009-12-17	2012-03-06
50 AMERICAN EXPRESS COMPANY		2010-10-27	2012-03-06
40 AMERISOURCEBERGEN CORP COMMON		2011-08-24	2012-03-06
5 APPLE COMPUTER CORPORATION COMMON		2010-08-24	2012-03-06
100 BG GROUP PLC SPON ADR		2009-08-17	2012-03-06
10 BAKER HUGHES INCORPORATED		2011-07-19	2012-03-06
50 BARRICK GOLD CORP EFF 1-18-95		2011-12-23	2012-03-06
30 BERKSHIRE HATHAWAY INC DEL CL B COMMON			2012-03-06
20 BERKSHIRE HATHAWAY INC DEL CL B COMMON		2011-12-23	2012-03-06
60 CALGON CAROBN CORP COMMON		2011-08-24	2012-03-06
70 CENOVUS ENERGY INC		2010-10-27	2012-03-06
20 CISCO SYSTEMS		2009-01-22	2012-03-06
20 COCA COLA COMPANY		2011-07-19	2012-03-06
60 COMCAST CORP NEW CL A		2009-10-16	2012-03-06
50 CONSOLIDATED EDISON INC COMMON		2011-08-24	2012-03-06
5 DISNEY WALT COMPANY		2008-11-26	2012-03-06
240 ELSTER GROUP SE		2011-08-24	2012-03-06
50 EXXON MOBIL CORPORATION		2011-12-23	2012-03-06
20 FEDEX CORPORATION		2010-10-27	2012-03-06
20 FEDEX CORPORATION		2011-06-09	2012-03-06
30 FREEPORT-MCM COPR GOLD CL B		2011-07-19	2012-03-06
100 GENERAL ELECTRIC COMPANY		2010-08-24	2012-03-06
130 INVESTMENT TECH GROUP INC		2011-08-24	2012-03-06
1150 ISHARES BARCLAYS 1-3 YEAR CREDIT BOND FD			2012-03-06
120 J P MORGAN CHASE & CO			2012-03-06
40 KELLOGG COMPANY		2011-12-23	2012-03-06
50 KOHLS CORP COMMON		2011-12-23	2012-03-06
60 KRAFT FOODS INC-A COMMON		2008-12-09	2012-03-06
110 LOWES COMPANIES INCORPORATED		2010-10-27	2012-03-06

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30 MEDTRONIC INC		2011-03-22	2012-03-06
50 MEDTRONIC INC		2009-04-03	2012-03-06
70 MERIT MEDICAL SUSTEM INC COMMON		2011-08-24	2012-03-06
70 METLIFE COMMON		2010-02-22	2012-03-06
95 ORACLE SYSTEM CORPORATION			2012-03-06
3267 562 PIMCO LOW DURATION INSTITUTIONAL		2011-02-15	2012-03-06
110 ST JUDE MEDICAL INC COMMON		2010-08-24	2012-03-06
70 SCHLUMBERGER LTD		2008-09-25	2012-03-06
90 SUNCOR ENERGY, INC			2012-03-06
50 SYSCO CORPORATION		2011-12-23	2012-03-06
180 TEXAS INSTRUMENTS INCORPORATED			2012-03-06
70 TEXAS INSTRUMENTS INCORPORATED		2011-06-09	2012-03-06
20 UNION PACIFIC CORP		2011-12-23	2012-03-06
70 WMS INDUSTRIES INC COMMON		2011-08-24	2012-03-06
50 WAL MART STORES INCORPORATED		2010-08-24	2012-03-06
170 WEYERHAEUSER COMPANY		2011-06-09	2012-03-06
10 TE CONNECTIVITY LTD		2010-06-29	2012-03-06
190 LAZARD LTD		2011-08-24	2012-03-26
80 AT&T INC			2012-06-06
120 AT&T INC			2012-06-06
50 ABBOTT LABORATORIES		2009-08-17	2012-06-06
130 ACCRETIVE HEATLH, INC COMMON		2011-12-23	2012-06-06
220 ALTRIA GROUP INC			2012-06-06
941 555 AMERICAN CENTURY DIVERSIFIED BOND FUND #		2009-12-17	2012-06-06
40 ARCHER DANIELS MIDLAND COMPANY		2012-03-06	2012-06-06
190 ASTRAZENECA PLC SPONS ADR			2012-06-06
150 BCE INC		2011-08-24	2012-06-06
140 BG GROUP PLC SPON ADR		2011-08-24	2012-06-06
90 CVS CORP COMMON		2011-12-23	2012-06-06
110 CARNIVAL CORP PAIRED CTF 1 COM		2011-08-24	2012-06-06

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

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550 CHINA RESOURCES ENTERPRISE LTD SP ADR		2011-08-24	2012-06-06
30 CINCINNATI FINANCIAL CORP		2011-08-24	2012-06-06
30 COCA COLA COMPANY		2010-08-24	2012-06-06
10 COCA COLA COMPANY		2011-07-19	2012-06-06
60 COMCAST CORP NEW CL A		2009-08-17	2012-06-06
60 COMERICA, INC COMMON		2011-08-24	2012-06-06
50 DISNEY WALT COMPANY		2009-03-23	2012-06-06
80 DOMINION RESOURCES INC/VA COMMON		2011-08-24	2012-06-06
60 DU PONT E I DE NEMOURS & COMPANY		2011-12-23	2012-06-06
100 DUKE ENERGY CORP		2012-03-06	2012-06-06
110 EMC CORPORATION COMMON		2011-12-23	2012-06-06
40 EXPRESS SCRIPTS HOLDING CO COMMON		2011-12-23	2012-06-06
30 EXXON MOBIL CORPORATION		2009-12-17	2012-06-06
70 GLAXO PLC		2011-08-24	2012-06-06
3 GOOGLE INC CL A		2009-01-22	2012-06-06
60 HCP, INC COMMON		2011-12-23	2012-06-06
40 HEALTH CARE REIT INC		2011-08-24	2012-06-06
130 H J HEINZ COMPANY		2011-08-24	2012-06-06
35 HONEYWELL INTERNATIONAL INC		2011-08-24	2012-06-06
5 INTERNATIONAL BUSINESS MACHINES CORP		2009-05-08	2012-06-06
150 ISHARES BARCLAYS MBS BOND FUND		2007-11-15	2012-06-06
65 ISHARES BARCLAYS INTERMEDIATE CREDIT BON		2011-07-19	2012-06-06
70 ISHARES BARCLAYS INTERMEDIATE CREDIT BON		2007-11-15	2012-06-06
30 JARDEN CORP COMMON		2011-08-24	2012-06-06
115 JOHNSON & JOHNSON		2008-01-29	2012-06-06
70 JUPITER TELECOMMUNICATIONS CO LTD ADR		2011-08-24	2012-06-06
30 KIMBERLY CLARK CORPORATION		2011-08-24	2012-06-06
170 ELI LILLY & CO			2012-06-06
20 LORILLARD INC COMMON		2011-08-24	2012-06-06
95 MERCK & CO INC		2009-02-26	2012-06-06

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80 MERCK & CO INC		2012-03-06	2012-06-06
660 6 METROPOLITAN WEST TOTAL RETURN BOND FUND		2012-03-06	2012-06-06
140 MICROSOFT CORPORATION			2012-06-06
220 NATIONAL GRID GROUP-SPON ADR			2012-06-06
101 832 ALTEGRIS MACRO STRATEGY FUND-I		2012-03-06	2012-06-06
40 OCEANEERING INTERNATIONAL INC		2011-08-24	2012-06-06
30 ONYX PHARMACEUTICALS INC COM		2011-08-24	2012-06-06
140 PPL CORPORATION		2011-08-24	2012-06-06
40 PAREXEL INTERNATIONAL COMMON		2011-08-24	2012-06-06
20 PEPSICO INCORPORATED		2011-06-09	2012-06-06
10 PEPSICO INCORPORATED		2009-04-03	2012-06-06
50 PFIZER INCORPORATED		2010-08-24	2012-06-06
50 PHILIP MORRIS INTERNATIONAL			2012-06-06
60 PHILLIPS 66 COMMON		2011-08-24	2012-06-06
35 PHILLIPS 66 COMMON			2012-06-06
90 PROCTOR AND GAMBLE COMPANY		2009-08-17	2012-06-06
50 REYNOLDS AMERICAN INC COMMON		2011-08-24	2012-06-06
20 ROSS STORES INC COM		2011-08-24	2012-06-06
100 ROYAL DUTCH SHELL PLC ADR CL B		2011-08-24	2012-06-06
30 SALLY BEAUTY COMPANY INC COMMON		2011-08-24	2012-06-06
120 AMEX FINANCIAL SELECT SPDR		2011-08-24	2012-06-06
40 SHIRE PHARMACEUTICALS GROUP PLC		2011-08-24	2012-06-06
30 SIGNATURE BANK COMMON		2011-08-24	2012-06-06
230 SOLUTIA INC COMMON			2012-06-06
40 SOUTHERN COMPANY		2011-08-24	2012-06-06
90 STERIS CORP COMMON		2011-08-24	2012-06-06
60 STRYKER CORP COMMON		2011-12-23	2012-06-06
10 TARGET CORP COM		2011-03-22	2012-06-06
50 TARGET CORP COM		2010-08-24	2012-06-06
230 TELEFONICA S A		2011-08-24	2012-06-06

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

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30 TOLL BROTHERS INC		2011-08-24	2012-06-06
40 FINA S A SPONSORED		2009-08-17	2012-06-06
30 FINA S A SPONSORED		2011-08-24	2012-06-06
10 TRACTOR SUPPLY COMPANY COMMON		2011-08-24	2012-06-06
20 THE TRAVELERS COMPANIES INC		2008-11-26	2012-06-06
20 THE TRAVELERS COMPANIES INC		2011-12-23	2012-06-06
40 UNITED HEALTH GROUP INC		2011-12-23	2012-06-06
30 VERIFONE HOLDINGS INC COMMON		2011-08-24	2012-06-06
130 VERIZON COMMUNICATIONS INC			2012-06-06
110 VODAFONE GROUP PLC NEW SP ADR			2012-06-06
150 VODAFONE GROUP PLC NEW SP ADR		2009-08-17	2012-06-06
230 WAL-MART DE MEXICO		2011-08-24	2012-06-06
80 WAL-MART DE MEXICO		2009-08-17	2012-06-06
140 WINDSTREAM CORP		2011-08-24	2012-06-06
30 WISCONSIN ENERGY CORPORATION		2012-03-06	2012-06-06
170 XYLEM INC COMMON		2011-12-23	2012-06-06
70 HERBALIFE LTD		2011-12-23	2012-06-06
40 INVESCO LTD		2011-08-24	2012-06-06
40 PARTNERRE HOLDINGS LTD		2011-08-24	2012-06-06
30 SEAGATE TECHNOLOGY		2011-08-24	2012-06-06
130 TE CONNECTIVITY LTD		2010-08-24	2012-06-06
053 TELEFONICA S A		2012-06-15	2012-06-25
90 SOLUTIA INC COMMON		2009-12-17	2012-07-12
175 AT&T INC		2009-02-26	2012-07-20
120 ACME PACKET INC COMMON		2012-06-06	2012-07-20
520 ALLIANZ COMMON		2011-08-24	2012-07-20
220 ALLSCRIPTS HEALTHCARE SOLUTIONS		2011-08-24	2012-07-20
30 AMGEN INCORPORATED		2011-06-09	2012-07-20
160 ATLAS COPCO AB SPONS		2011-08-24	2012-07-20
40 BORGWARNER AUTOMOTIVE INC COMMON		2012-06-06	2012-07-20

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

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60 BROADCOM CORP CL A COMMON		2012-06-06	2012-07-20
20 CHEVRON TEXACO CORP COMMON		2008-09-25	2012-07-20
150 CISCO SYSTEMS		2011-06-09	2012-07-20
60 COMCAST CORP NEW CL A		2009-08-17	2012-07-20
50 DISNEY WALT COMPANY		2009-03-23	2012-07-20
10 EASTMAN CHEMICAL COMPANY INC		2012-07-12	2012-07-20
400 ERSTE BK DER OESTER SPAR-ADR			2012-07-20
80 GLAXO PLC		2011-06-09	2012-07-20
3 GOOGLE INC CL A		2009-01-22	2012-07-20
10 INTERNATIONAL BUSINESS MACHINES CORP		2009-05-08	2012-07-20
120 ISHARES BARCLAYS MBS BOND FUND		2007-11-15	2012-07-20
100 LAM RESH CORP		2011-12-23	2012-07-20
100 LAYNE CHRISTENSEN COMPANY		2011-08-24	2012-07-20
735 24 THE MERGER FUND			2012-07-20
60 UTILITIES SELECT SECTOR SPDR FUND		2011-06-09	2012-07-20
6 TELEFONICA S A		2012-06-15	2012-07-20
70 WELLS FARGO & CO NEW		2011-06-09	2012-07-20
30 WYNN RESORTS LTD COMMON		2012-06-06	2012-07-20
100 UTI WORLDWIDE INC		2012-06-06	2012-07-20
8 EASTMAN CHEMICAL COMPANY INC		2012-07-12	2012-07-30
80 ALTRIA GROUP INC		2011-08-24	2012-09-11
50 ARCHER DANIELS MIDLAND COMPANY		2011-08-24	2012-09-11
210 BRISTOL MYERS SQUIBB COMPANY		2011-08-24	2012-09-11
120 CANON INC COMMON			2012-09-11
80 CANON INC COMMON			2012-09-11
110 CENTURYTEL INC		2011-08-24	2012-09-11
30 CINCINNATI FINANCIAL CORP		2011-08-24	2012-09-11
70 DIAGEO PLC SPONSORED ADR		2011-08-24	2012-09-11
90 DUKE ENERGY CORPORATION COMMON		2011-08-24	2012-09-11
240 ELAN CORP INC ADR		2011-08-24	2012-09-11

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

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220 ENERSYS COMMON		2011-08-24	2012-09-11
70 ISHARES BARCLAYS INTERMEDIATE CREDIT BON		2007-11-15	2012-09-11
170 JARDEN CORP COMMON		2011-08-24	2012-09-11
70 KIMBERLY CLARK CORPORATION		2011-08-24	2012-09-11
70 ELI LILLY & CO		2011-08-24	2012-09-11
40 OCEANEERING INTERNATIONAL INC		2011-08-24	2012-09-11
8 PRICELINE COM INC COMMON		2012-06-06	2012-09-11
80 REYNOLDS AMERICAN INC COMMON		2011-08-24	2012-09-11
120 SOUTHERN COMPANY		2011-08-24	2012-09-11
100 VERIZON COMMUNICATIONS INC		2011-08-24	2012-09-11
20 VMWARE INC CLASS A COMMON		2012-06-06	2012-09-11
50 PARTNERRE HOLDINGS LTD		2011-08-24	2012-09-11
260 WARNER CHILCOTT PLC CLASS A		2011-08-24	2012-09-11
100 AGNICO EAGLE MINES LIMITED		2012-03-06	2012-10-26
80 BORGWARNER AUTOMOTIVE INC COMMON		2012-06-06	2012-10-26
260 CARMAX INC COMMON		2012-06-06	2012-10-26
30 CHART INDUSTRIES INC COMMON		2011-08-24	2012-10-26
120 CONOCOPHILLIPS COM		2011-08-24	2012-10-26
70 CONOCOPHILLIPS COM			2012-10-26
50 CYMER COMMON		2011-08-24	2012-10-26
70 CYTEC INDUSTRIES, INC COMMON		2011-12-23	2012-10-26
60 DASSAULT SYSTEMS COMMON		2011-08-24	2012-10-26
40 EXPRESS SCRIPTS HOLDING CO COMMON		2011-12-23	2012-10-26
60 FANUC LTD ADR		2012-06-06	2012-10-26
20 FANUC LTD ADR		2011-08-24	2012-10-26
449 896 FORWARD INTERNATIONAL SMALL COMPANIES FD		2011-08-24	2012-10-26
35 HONEYWELL INTERNATIONAL INC		2011-08-24	2012-10-26
100 ILLINOIS TOOL WORKS		2011-08-24	2012-10-26
90 MERCADOLIBRE INC COMMON		2012-06-06	2012-10-26
50 MONSANTO CO COMMON		2012-07-20	2012-10-26

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)
300 MONSTER WORLDWIDE INC COMMON		2011-08-24	2012-10-26
90 NOVARTIS AG		2011-08-24	2012-10-26
70 PAREXEL INTERNATIONAL COMMON		2011-08-24	2012-10-26
60 PARKER HANNIFIN CORP		2011-08-24	2012-10-26
220 PEABODY ENERGY CORPORATION COMMON		2012-06-06	2012-10-26
250 PETROLEO BRASILEIR COMMON		2011-08-24	2012-10-26
70 PHILIP MORRIS INTERNATIONAL		2011-08-24	2012-10-26
70 PRICE GROUP INC FORMERLY AKA PRICE TO ROWE & ASSOC		2012-06-06	2012-10-26
130 QUANTA SERVICES INC COMMON		2012-06-06	2012-10-26
50 ROSS STORES INC COM		2011-08-24	2012-10-26
30 SALESFORCE COM INC COMMON		2012-06-06	2012-10-26
90 SALLY BEAUTY COMPANY INC COMMON		2011-08-24	2012-10-26
30 SCHLUMBERGER LTD		2012-06-06	2012-10-26
10 SCHLUMBERGER LTD		2008-09-25	2012-10-26
120 SCHNEIDER ELECTRIC SA UNSPON ADR		2012-03-06	2012-10-26
160 SUNCOR ENERGY, INC		2012-06-06	2012-10-26
280 TD AMERITRADE HOLDING CORPORATION		2011-08-24	2012-10-26
410 TAIWAN SEMICONDUCTOR MFG LTD SPONSORED ADR		2011-08-24	2012-10-26
40 TOLL BROTHERS INC		2011-08-24	2012-10-26
210 WASTE MANAGEMENT INC NEW		2011-08-24	2012-10-26
50 ARCH CAPITAL GROUP LTD		2011-08-24	2012-10-26
120 SEAGATE TECHNOLOGY		2011-08-24	2012-10-26
90 AUTODESK, INC COMMON		2011-08-24	2012-12-20
140 EXELON CORPORATEION		2012-10-26	2012-12-20
340 HOYA CORP SPONSORED ADR		2011-08-24	2012-12-20
110 LINCOLN ELECTRIC HOLDINGS COMMON		2011-08-24	2012-12-20
50 MAXIMUS INC		2012-09-11	2012-12-20
170 ROGERS COMMUNICATIONS INC		2011-08-24	2012-12-20
20 ROGERS COMMUNICATIONS INC		2012-06-06	2012-12-20
200 SCHNEIDER ELECTRIC SA UNSPON ADR		2012-06-06	2012-12-20

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)
30 THORATEC CORP		2011-08-24	2012-12-20
150 VERIFONE HOLDINGS INC COMMON		2011-08-24	2012-12-20
100 WHITING PETROLEUM CORP COMMON			2012-12-20
30 WHITING PETROLEUM CORP COMMON		2011-08-24	2012-12-20
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,520		2,280	-760
74,323		71,707	2,616
2,583		2,033	550
1,449		1,507	-58
2,644		1,211	1,433
2,297		1,643	654
469		778	-309
2,276		2,298	-22
2,350		1,776	574
1,567		1,549	18
873		926	-53
2,494		1,994	500
388		309	79
1,375		1,388	-13
1,728		918	810
2,910		2,813	97
209		113	96
3,374		3,860	-486
4,284		4,244	40
1,765		1,748	17
1,765		1,732	33
1,186		1,679	-493
1,840		1,468	372
1,436		1,453	-17
120,736		117,806	2,930
4,713		4,670	43
2,076		2,012	64
2,399		2,491	-92
2,301		1,615	686
3,062		2,361	701

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)
1,123		1,134	-11
1,871		1,477	394
865		956	-91
2,624		2,452	172
2,830		1,583	1,247
34,081		33,917	164
4,403		3,895	508
5,152		6,087	-935
3,005		2,718	287
1,468		1,469	-1
5,774		5,434	340
2,246		2,318	-72
2,132		2,110	22
1,469		1,533	-64
2,952		2,577	375
3,505		3,595	-90
346		259	87
5,610		5,197	413
2,737		2,364	373
4,106		3,464	642
3,021		2,243	778
1,488		3,082	-1,594
7,086		6,315	771
10,480		10,065	415
1,270		1,229	41
7,701		8,721	-1,020
5,999		5,944	55
2,680		2,925	-245
4,007		3,678	329
3,489		3,396	93

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,173		4,455	-1,282
1,075		800	275
2,217		1,669	548
739		694	45
1,769		878	891
1,718		1,413	305
2,273		894	1,379
4,155		3,943	212
2,895		2,764	131
2,251		2,107	144
2,665		2,404	261
2,086		1,810	276
2,372		2,064	308
3,085		3,021	64
1,742		897	845
2,434		2,453	-19
2,204		1,921	283
6,901		6,616	285
1,899		1,555	344
965		500	465
16,206		15,180	1,026
7,052		6,989	63
7,595		7,048	547
1,219		845	374
7,177		7,292	-115
4,837		5,102	-265
2,395		2,018	377
6,920		6,408	512
2,419		2,218	201
3,576		2,661	915

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,012		3,010	2
7,022		6,976	46
4,057		2,902	1,155
11,127		11,149	-22
992		993	-1
1,866		1,535	331
1,336		932	404
3,838		3,910	-72
1,062		770	292
1,347		1,397	-50
673		525	148
1,086		792	294
4,100		3,789	311
1,879		1,803	76
1,096		641	455
5,536		4,716	820
2,051		1,839	212
1,264		734	530
6,507		6,513	-6
803		486	317
1,668		1,511	157
3,470		3,976	-506
1,762		1,562	200
6,302		2,966	3,336
1,864		1,642	222
2,680		2,698	-18
3,066		2,994	72
573		506	67
2,866		2,582	284
2,755		4,712	-1,957

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)
762		462	300
1,740		2,109	-369
1,305		1,433	-128
881		580	301
1,223		857	366
1,223		1,184	39
2,273		2,050	223
1,083		984	99
5,400		4,806	594
2,871		3,007	-136
3,915		3,143	772
5,812		6,094	-282
2,022		1,423	599
1,287		1,683	-396
1,139		1,029	110
4,269		4,230	39
3,173		3,627	-454
890		700	190
2,892		2,245	647
701		326	375
4,128		3,276	852
1		2	-1
2,522		1,116	1,406
6,203		4,230	1,973
2,015		2,907	-892
5,002		5,252	-250
2,215		3,670	-1,455
2,348		1,788	560
3,386		3,408	-22
2,553		2,685	-132

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)
1,919		2,036	-117
2,166		1,711	455
2,469		2,306	163
1,936		878	1,058
2,441		894	1,547
490		502	-12
3,544		6,395	-2,851
3,689		3,404	285
1,831		897	934
1,938		1,000	938
13,077		12,144	933
3,474		3,680	-206
2,110		2,668	-558
11,632		11,518	114
2,264		1,997	267
67		228	-161
2,371		1,840	531
2,954		3,134	-180
1,370		1,526	-156
39		40	-1
2,752		2,120	632
1,375		1,404	-29
7,023		6,017	1,006
3,968		5,667	-1,699
2,645		3,027	-382
4,640		3,820	820
1,167		800	367
7,634		5,125	2,509
5,820		5,075	745
2,633		2,410	223

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)
8,458		4,766	3,692
7,745		7,048	697
8,685		4,786	3,899
5,780		4,709	1,071
3,261		2,534	727
2,202		1,535	667
4,915		5,064	-149
3,550		2,942	608
5,469		4,927	542
4,426		3,617	809
1,902		1,889	13
3,714		2,807	907
3,384		4,237	-853
5,568		3,512	2,056
5,096		5,370	-274
8,767		7,380	1,387
2,140		1,281	859
6,874		6,069	805
4,010		2,157	1,853
3,930		2,015	1,915
4,816		3,182	1,634
6,496		4,651	1,845
2,492		1,810	682
1,574		1,726	-152
525		517	8
5,984		5,664	320
2,156		1,555	601
6,029		4,407	1,622
7,535		6,613	922
4,330		4,375	-45

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)
1,824		2,255	-431
5,466		5,160	306
2,132		1,347	785
4,626		4,002	624
6,193		5,378	815
5,447		6,375	-928
6,210		4,915	1,295
4,530		4,014	516
3,065		2,831	234
3,042		1,836	1,206
4,402		4,103	299
2,110		1,458	652
2,102		1,929	173
701		870	-169
1,487		1,534	-47
5,314		4,527	787
4,436		4,127	309
6,351		4,793	1,558
1,348		616	732
6,818		6,821	-3
2,203		1,626	577
3,350		1,305	2,045
3,223		2,322	901
4,176		4,975	-799
6,705		7,300	-595
5,363		3,474	1,889
3,148		2,859	289
7,760		6,533	1,227
913		687	226
2,954		2,222	732

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)
1,140		946	194
4,425		4,920	-495
4,322		3,273	1,049
1,297		1,328	-31
			130

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	
			-760
			2,616
			550
			-58
			1,433
			654
			-309
			-22
			574
			18
			-53
			500
			79
			-13
			810
			97
			96
			-486
			40
			17
			33
			-493
			372
			-17
			2,930
			43
			64
			-92
			686
			701

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	
			-11
			394
			-91
			172
			1,247
			164
			508
			-935
			287
			-1
			340
			-72
			22
			-64
			375
			-90
			87
			413
			373
			642
			778
			-1,594
			771
			415
			41
			-1,020
			55
			-245
			329
			93

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	
			-1,282
			275
			548
			45
			891
			305
			1,379
			212
			131
			144
			261
			276
			308
			64
			845
			-19
			283
			285
			344
			465
			1,026
			63
			547
			374
			-115
			-265
			377
			512
			201
			915

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2
			46
			1,155
			-22
			-1
			331
			404
			-72
			292
			-50
			148
			294
			311
			76
			455
			820
			212
			530
			-6
			317
			157
			-506
			200
			3,336
			222
			-18
			72
			67
			284
			-1,957

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	
			300
			-369
			-128
			301
			366
			39
			223
			99
			594
			-136
			772
			-282
			599
			-396
			110
			39
			-454
			190
			647
			375
			852
			-1
			1,406
			1,973
			-892
			-250
			-1,455
			560
			-22
			-132

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	
			-117
			455
			163
			1,058
			1,547
			-12
			-2,851
			285
			934
			938
			933
			-206
			-558
			114
			267
			-161
			531
			-180
			-156
			-1
			632
			-29
			1,006
			-1,699
			-382
			820
			367
			2,509
			745
			223

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	
			3,692
			697
			3,899
			1,071
			727
			667
			-149
			608
			542
			809
			13
			907
			-853
			2,056
			-274
			1,387
			859
			805
			1,853
			1,915
			1,634
			1,845
			682
			-152
			8
			320
			601
			1,622
			922
			-45

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	
			-431
			306
			785
			624
			815
			-928
			1,295
			516
			234
			1,206
			299
			652
			173
			-169
			-47
			787
			309
			1,558
			732
			-3
			577
			2,045
			901
			-799
			-595
			1,889
			289
			1,227
			226
			732

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	
			194
			-495
			1,049
			-31

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ANSON COUNTY HEALTH DEPART PO BOX 473 WADESBORO,NC 28170	NONE	EXEMPT	COMMUNITY	30,000
ANSON COUNTY COOPERATIVE EXTENSION PO BOX 633 WADESBORO,NC 28170	NONE	EXEMPT	EDUCATIONAL	5,000
ANSON COUNTY SCHOOL SYSTEM PO BOX 719 WADESBORO,NC 28170	NONE	EXEMPT	SUMMER OF SURPRISES PROGRAM	7,000
ANSON COUNTY PARKS & RECREATION - PROGRAM ENHANCEMENT ROUTE 2 BOX 406 WADESBORO,NC 28170	NONE	EXEMPT	COMMUNITY	2,000
HANDS FOR HOPE PROJECT 117 SOUTH GREENE ST WADESBORO,NC 28170	NONE	EXEMPT	COMMUNITY	5,000
ANSON MIDDLE SCHOOL PO BOX 678 WADESBORO,NC 28170	NONE	EXEMPT	EDUCATIONAL	20,000
ANSON ECONOMIC DEVELOPMENT CORP c/o JAY VERNON 111 E CASWELL ST WADESBORO,NC 281702238	NONE	EXEMPT	COMMUNITY	48,432
ANSONVILLE ELEMENTARY SCHOOL 9104 HIGHWAY 52 NORTH ANSONVILLE,NC 28007	NONE	EXEMPT	TECHNOLOGY IN CHILDREN'S	7,800
AMERICAN RED CROSS ANSON 608 E FRANKLIN ST MONROE,NC 28112	NONE	EXEMPT	MEDICAL	2,500
HEALTHQUEST 415 E FRANKLIN STREET MONROE,NC 28112	NONE	EXEMPT	MEDICAL	12,500
LEADERSHIP ANSON PO BOX 305 WADESBORO,NC 28170	NONE	EXEMPT	COMMUNITY	600
Total . . . . ▶ **3a**				140,832

TY 2012 Other Decreases Schedule

Name: YOST ELIZABETH B TR UWO

EIN: 56-6355993

Description	Amount
ROUNDING ADJUSTMENT	24

TY 2012 Other Increases Schedule

Name: YOST ELIZABETH B TR UWO

EIN: 56-6355993

Description	Amount
DIFF IN MUTUAL FDS REC/REPORTED	1,364