Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation: ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST

A Employer identification number: 56-6554789

Number and street (or P O box number if mail is not delivered to street address): 5307 TRENT WOODS DRIVE

Room/suite

B Telephone number (see instructions): 252-633-6644

City or town, state, and ZIP code: NEW BERN, NC 28562

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,017,915

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts grants, etc received (attach schedule)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	4	4		
4	Dividends and interest from securities	9,470	9,470		
5a	Gross rents	102,269	102,269		
b	Net rental income or (loss) 37,553				
6a	Net gain or (loss) from sale of assets not on line 10	(746,896)			
b	Gross sales price for all assets on line 6a 1,503,428				
7	Capital gain net income (from Part IV, line 2)		28,614		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	(635,153)	140,357		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) EXHIBIT A	6,023			
c	Other professional fees (attach schedule) EXHIBIT B	2,183	2,183		
17	Interest				
18	Taxes (attach schedule) (see instructions) EXHIBIT C	8,286	6,760		
19	Depreciation (attach schedule) and depletion EXHIBIT E & F	31,544	13,147		
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) EXHIBIT D	26,923	26,348		
24	**Total operating and administrative expenses.** Add lines 13 through 23	74,959	48,438		
25	Contributions, gifts, grants paid	106,000			106,000
26	**Total expenses and disbursements** Add lines 24 and 25	180,959	48,438		106,000
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	(816,112)			
b	**Net investment income** (if negative, enter -0-)		91,919		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	189,698	18,623	18,623
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	824	1,526	1,526
	10 a Investments - U S and state government obligations (attach schedule) EXHIBIT G	39,195	9,049	9,049
	b Investments - corporate stock (attach schedule) EXHIBIT H	77,289	148,376	149,699
	c Investments - corporate bonds (attach schedule) EXHIBIT I		117,114	116,828
	11 Investments - land, buildings, and equipment basis ▶ 1,037,100	EXHIBITS J & K		
	Less accumulated depreciation (attach schedule) ▶ (301,424)	2,519,472	735,676	742,190
	12 Investments - mortgage loans		980,000	980,000
	13 Investments - other (attach schedule)			
	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)	2,826,478	2,010,364	2,017,915
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 ▶ DUE TO RENTAL AGENCY)	2		
	23 **Total liabilities** (add lines 17 through 22)	2		
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,826,476	2,010,364	
	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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	2,826,476	2,010,364	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,826,478	2,010,364	

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	2,826,476
2	Enter amount from Part I, line 27a	2	(816,112)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,010,364
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,010,364

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES - SEE EXHIBIT L			
b	FORM 1099-DIV - CHARLES SCHWAB - CAPITAL GAIN DISTRIBUTIONS			
c	FORM 1099-DIV - FIRST CITIZENS BANK - CAPITAL GAIN DISTRIBUTIONS			
d	FORM 6252 - 1825 SALTER PATH RD, INDIAN BEACH, NC	D	06/01/84	11/6/12
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	517,595	0	492,902	24,693
b	12	0	0	12
c	821	0	0	821
d	3,088	0	0	3,088
e				

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

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				24,693
b				12
c				821
d				3,088
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** 28,614

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** 5,857

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	86,400	2,248,220	0.0384
2010	186,126	2,675,595	0.0696
2009	152,292	2,778,704	0.0548
2008	112,705	3,081,205	0.0366
2007			

2	**Total** of line 1, column (d) . . .	2	0.1994
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	0.04985
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 . . .	4	2,053,145
5	Multiply line 4 by line 3 . . .	5	102,349
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	919
7	Add lines 5 and 6 . . .	7	103,268
8	Enter qualifying distributions from Part XII, line 4 . . .	8	106,000

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ **(attach copy of letter if necessary - see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	919
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	919
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	919
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 1,526		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	1,526
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	607
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 607 **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NORTH CAROLINA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ ROBERT L. MATTOCKS, II Telephone no ▶ 252-633-6644			
	Located at ▶ 5307 TRENT WOODS DRIVE, NEW BERN, NC ZIP+4 ▶ 28562			
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] 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 [X] No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [X] 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 [X] 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**	N/A
	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? N/A	[ ] 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 [X] No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**	X (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 [X] No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	N/A

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
ROBERT L. MATTOCKS, II 5307 TRENT WOODS DR, NEW BERN, NC 28562	TRUSTEE 1 HOUR	0	0	0
CAROL J. MATTOCKS 5307 TRENT WOODS DR, NEW BERN, NC 28562	TRUSTEE 1 HOUR	0	0	0
STEPHEN R. WATT CAMPUS BOX 7501, RALEIGH, NC 27695	TRUSTEE 1 HOUR	0	0	0

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

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

Total number of other employees paid over $50,000 ▶

JSA
2E1460 1 000

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 ▶		

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 NOT APPLICABLE	
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 NOT APPLICABLE	
2	
All other program-related investments See 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	305,195
b	Average of monthly cash balances	1b	55,500
c	Fair market value of all other assets (see instructions)	1c	1,723,716
d	**Total** (add lines 1a, b, and c)	1d	2,084,411
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,084,411
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	31,266
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,053,145
6	**Minimum investment return.** Enter 5% of line 5	6	102,657

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	102,657
2a	Tax on investment income for 2012 from Part VI, line 5	2a	919		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	919
3	Distributable amount before adjustments Subtract line 2c from line 1			3	101,738
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	101,738
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	101,738

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	106,000
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	106,000
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	919
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	105,081

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				101,738
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			561	
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 106,000				
a Applied to 2011, but not more than line 2a			561	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				101,738
e Remaining amount distributed out of corpus	3,701			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,701			
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	3,701			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012 3,701				

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 foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

ROBERT L. MATTOCKS, II AND CAROL J. MATTOCKS

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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 EXHIBIT M				106,000
Total . . . . ▶ **3a**				106,000
b *Approved for future payment*				
NOT APPLICABLE				
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	4	
4 Dividends and interest from securities			14	9,470	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	37,553	
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	(746,896)	
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)				(699,869)	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 (699,869)

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
NOT APPLICABLE			

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
NOT APPLICABLE		

Sign Here

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

[signature] 5/10/13 Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LEE E. KNOTT, CPA	[signature], CPA	5-10-13		P00590153
Firm's name ▶ BRINKLEY, ELAM & KNOTT, PA, CPA'S			Firm's EIN ▶ 56-1077382	
Firm's address ▶ PO BOX 1554 NEW BERN, NC 28563-1554			Phone no 252-633-4567	

Form **6252**

Department of the Treasury
Internal Revenue Service

Installment Sale Income

▶ Attach to your tax return.
▶ Use a separate form for each sale or other disposition of property on the installment method.
▶ Instructions and more are at www.IRS.gov/form6252.

OMB No 1545-0228
2012
Attachment Sequence No 79

Name(s) shown on return	Identifying number
ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST	56-6554789

1 Description of property ▶ HOUSE & LAND - 1825 SALTER PATH RD, INDIAN BEACH, NC

2a Date acquired (mm/dd/yyyy) ▶ 06/01/1984 b Date sold (mm/dd/yyyy) ▶ 11/06/2012

3 Was the property sold to a related party (see instructions) after May 14, 1980? If "No," skip line 4 . . . ☐ Yes ☒ No

4 Was the property you sold to a related party a marketable security? If "Yes," complete Part III If "No," complete Part III for the year of sale and the 2 years after the year of sale . . . ☐ Yes ☐ No

Part I Gross Profit and Contract Price. Complete this part for the year of sale only.

5	Selling price including mortgages and other debts. **Do not** include interest, whether stated or unstated			5	985,000
6	Mortgages, debts, and other liabilities the buyer assumed or took the property subject to (see instructions)	6			
7	Subtract line 6 from line 5	7	985,000		
8	Cost or other basis of property sold	8	412,734		
9	Depreciation allowed or allowable	9	35,949		
10	Adjusted basis Subtract line 9 from line 8	10	376,785		
11	Commissions and other expenses of sale	11			
12	Income recapture from Form 4797, Part III (see instructions)	12			
13	Add lines 10, 11, and 12			13	376,785
14	Subtract line 13 from line 5 If zero or less, **do not** complete the rest of this form (see instructions)			14	608,215
15	If the property described on line 1 above was your main home, enter the amount of your excluded gain (see instructions). Otherwise, enter -0-			15	
16	**Gross profit.** Subtract line 15 from line 14			16	608,215
17	Subtract line 13 from line 6 If zero or less, enter -0-			17	
18	**Contract price.** Add line 7 and line 17			18	985,000

Part II Installment Sale Income. Complete this part for the year of sale **and** any year you receive a payment or have certain debts you must treat as a payment on installment obligations.

19	Gross profit percentage (expressed as a decimal amount) Divide line 16 by line 18. For years after the year of sale, see instructions			19	0.6175
20	If this is the year of sale, enter the amount from line 17. Otherwise, enter -0-			20	
21	Payments received during year (see instructions) **Do not** include interest, whether stated or unstated			21	5,000
22	Add lines 20 and 21			22	5,000
23	Payments received in prior years (see instructions) **Do not** include interest, whether stated or unstated	23			
24	**Installment sale income.** Multiply line 22 by line 19			24	3,088
25	Enter the part of line 24 that is ordinary income under the recapture rules (see instructions)			25	
26	Subtract line 25 from line 24 Enter here and on Schedule D or Form 4797 (see instructions)			26	3,088

Part III Related Party Installment Sale Income. Do not complete if you received the final payment this tax year.

27 Name, address, and taxpayer identifying number of related party

28 Did the related party resell or dispose of the property ("second disposition") during this tax year? . . . ☐ Yes ☐ No

29 **If the answer to question 28 is "Yes," complete lines 30 through 37 below unless one of the following conditions is met. Check the box that applies.**

a ☐ The second disposition was more than 2 years after the first disposition (other than dispositions of marketable securities) If this box is checked, enter the date of disposition (mm/dd/yyyy) . . . ▶

b ☐ The first disposition was a sale or exchange of stock to the issuing corporation

c ☐ The second disposition was an involuntary conversion and the threat of conversion occurred after the first disposition

d ☐ The second disposition occurred after the death of the original seller or buyer.

e ☐ It can be established to the satisfaction of the IRS that tax avoidance was not a principal purpose for either of the dispositions. If this box is checked, attach an explanation (see instructions)

30	Selling price of property sold by related party (see instructions)	30	
31	Enter contract price from line 18 for year of first sale	31	
32	Enter the **smaller** of line 30 or line 31	32	
33	Total payments received by the end of your 2012 tax year (see instructions)	33	
34	Subtract line 33 from line 32 If zero or less, enter -0-	34	
35	Multiply line 34 by the gross profit percentage on line 19 for year of first sale	35	
36	Enter the part of line 35 that is ordinary income under the recapture rules (see instructions)	36	
37	Subtract line 36 from line 35 Enter here and on Schedule D or Form 4797 (see instructions)	37	

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
56-6554789
2011 FORM 990-PF

EXHIBIT A
PART I, LINE 16B - ACCOUNTING FEES

DESCRIPTION	REVENUE & EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSE
ACCOUNTING	6,023	-	-	-
TOTAL	**6,023**	-	-	-

EXHIBIT B
PART I, LINE 16C - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE & EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSE
INVESTMENT ADVISORY FEES	2,183	2,183	-	-
TOTAL	**2,183**	**2,183**	-	-

EXHIBIT C
PART I, LINE 18 - TAXES

DESCRIPTION	REVENUE & EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSE
FOREIGN TAX	20	20	-	-
PROPERTY TAX	6,740	6,740	-	-
FEDERAL EXCISE TAX	1,526	-	-	-
TOTAL	**8,286**	**6,760**	-	-

EXHIBIT D
PART I, LINE 23 - OTHER EXPENSES

DESCRIPTION	REVENUE & EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSE
INSURANCE	4,200	4,200	-	-
REPAIRS & MAINTENANCE	10,863	10,863	-	-
UTILITIES	4,520	4,520	-	-
SUPPLIES	816	816	-	-
RENTAL COMMISSIONS	4,412	4,412	-	-
JANITORIAL	315	315	-	-
YARD MAINTENANCE	860	860	-	-
TRASH REMOVAL	362	362	-	-
BANK SERVICE CHARGES	575	-	-	-
TOTAL	**26,923**	**26,348**	-	-

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
56-6554789
2012 FORM 990-PF

EXHIBIT E
PART I, LINE 19, COLUMN A - DEPRECIATION AND DEPLETION

DESCRIPTION	DATE AQCUIRED	DEPRECIABLE LIFE	METHOD	COST	ACCUMULATED DEPRECIATION FROM PRIOR YEARS	CURRENT DEPRECIATION EXPENSE
BUILDINGS & IMPROVEMENTS						
COMMERCIAL BUILDING - RENTAL - 221 MAIN ST, POLLOCKSVILLE, NC	12/31/99	39	STRAIGHT-LINE	378,000	116,712	9,692
COMMERCIAL BUILDING - RENTAL - 4458 US 70 WEST, PRINCETON, NC	12/18/00	39	STRAIGHT-LINE	94,000	26,613	2,410
COMMERCIAL BUILDING - RENTAL - 1569 HWY 24 EAST, WARSAW, NC	12/18/00	39	STRAIGHT-LINE	200,000	56,624	5,128
RESIDENTIAL BUILDING - RENTAL - 1825 SALTER PATH RD, INDIAN BEACH, NC	12/19/05	27 5	STRAIGHT-LINE	281,700	61,886	8,963
LEASEHOLD IMPROVEMENT - RENTAL - 1825 SALTER PATH RD, INDIAN BEACH, NC	11/08/06	15	STRAIGHT-LINE	18,399	6,286	1,073
SITE IMPROVEMENT - RENTAL - 4458 HWY 70 WEST, PRINCETON, NC	12/18/00	15	STRAIGHT-LINE	26,000	19,139	1,733
SITE IMPROVEMENT - RENTAL - 1569 HWY 24 WARSAW, NC	09/02/04	15	STRAIGHT-LINE	6,100	2,965	407
HVAC - 1825 SALTER PATH RD, INDIAN BEACH, NC	05/26/11	27.5	STRAIGHT-LINE	6,200	225	198
HVAC - 1825 SALTER PATH RD, INDIAN BEACH, NC	05/26/11	27 5	STRAIGHT-LINE	6,200	225	198
TOTAL BUILDINGS & IMPROVEMENTS				**1,016,599**	290,676	29,802
FURNITURE & FIXTURES						
EQUIPMENT - 1569 HWY 24 EAST, WARSAW, NC	12/18/00	5	STRAIGHT-LINE	60,000	60,000	-
FURNITURE - 1825 SALTER PATH RD, INDIAN BEACH, NC	12/19/05	7	STRAIGHT-LINE	12,500	10,789	1,563
FURNITURE - 1825 SALTER PATH RD, INDIAN BEACH, NC	08/30/07	7	STRAIGHT-LINE	1,435	897	179
TOTAL FURNITURE & FIXTURES				**73,935**	71,686	1,742
TOTAL				**1,090,534**	**362,362**	**31,544**

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
56-6554789
2012 FORM 990-PF

EXHIBIT F
PART I, LINE 19, COLUMN B - DEPRECIATION AND DEPLETION

DESCRIPTION	DATE AQCUIRED	DEPRECIABLE LIFE	METHOD	COST - TAX BASIS	ACCUMULATED DEPRECIATION - PRIOR YEARS	CURRENT DEPRECIATION EXPENSE
BUILDINGS & IMPROVEMENTS						
COMMERCIAL BUILDING - RENTAL - 221 MAIN ST, POLLOCKSVILLE, NC	12/31/99	39	STRAIGHT-LINE	797 00	246	20
COMMERCIAL BUILDING - RENTAL - 4458 US 70 WEST, PRINCETON, NC	12/18/00	39	STRAIGHT-LINE	83,645 00	23,682	2,145
COMMERCIAL BUILDING - RENTAL - 1569 HWY 24 EAST, WARSAW, NC	12/18/00	39	STRAIGHT-LINE	121,240.00	34,325	3,109
RESIDENTIAL BUILDING - RENTAL - 1825 SALTER PATH RD, INDIAN BEACH, NC	12/19/05	27 5	STRAIGHT-LINE	57,592.00	12,653	1,832
LEASEHOLD IMPROVEMENT - RENTAL - 1825 SALTER PATH RD, INDIAN BEACH, NC	11/08/06	15	STRAIGHT-LINE	18,398 98	6,286	1,073
SITE IMPROVEMENT - RENTAL - 4458 HWY 70 WEST, PRINCETON, NC	12/18/00	15	STRAIGHT-LINE	36,372 00	26,774	2,425
SITE IMPROVEMENT - RENTAL - 1569 HWY 24, WARSAW, NC	09/02/04	15	STRAIGHT-LINE	6,100.00	2,965	407
HVAC - 1825 SALTER PATH RD, INDIAN BEACH, NC	05/26/11	27.5	STRAIGHT-LINE	6,200 00	141	197
HVAC - 1825 SALTER PATH RD, INDIAN BEACH, NC	05/26/11	27.5	STRAIGHT-LINE	6,200 00	141	197
TOTAL BUILDINGS & IMPROVEMENTS				336,545	107,213	11,405
FURNITURE & FIXTURES						
EQUIPMENT - 1569 HWY 24 EAST, WARSAW, NC	12/18/00	5	STRAIGHT-LINE	903	903	-
FURNITURE - 1825 SALTER PATH RD, INDIAN BEACH, NC	12/19/05	7	STRAIGHT-LINE	12,500.00	10,789	1,563
FURNITURE - 1825 SALTER PATH RD, INDIAN BEACH, NC	08/30/07	7	STRAIGHT-LINE	1,435.00	897	179
TOTAL FURNITURE & FIXTURES				14,838	12,589	1,742
TOTAL				**778,267**	**119,802**	**13,147**

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
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2012 FORM 990-PF

EXHIBIT G
PART II, LINE 10A - INVESTMENTS - US AND STATE GOVERNMENT OBLIGATIONS

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FEDERATED GOVERNMENT OBLIGATIONS	9,049	9,049
TOTAL	**9,049**	**9,049**

EXHIBIT H
PART II, LINE 10B - INVESTMENTS - CORPORATE STOCK

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1,220.212 SHS AQR DIVERSIFIED ARBITRAGE FUND - 1	13,471	13,471
1,494.905 SHS GOLDMAN SACHS ABSOLUTE RETURN TRACKER	13,469	13,604
419.473 SHS OPPENHEIMER DEVLPNG MKTS INC CL A	13,636	14,803
3,934.248 SHS PIMCO COMMODITY REAL RETURN STRATEGY INSTL	27,018	26,123
4,945.404 SHS ROWE T. PRICE CAP OPPORTUNITIES FD	80,782	81,698
TOTAL	**148,376**	**149,699**

EXHIBIT I
PART II, LINE 10C - INVESTMENTS - CORPORATE BONDS

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3,558.570 SHS MAINSTAY HIGH YIELD CORPORATE BD	21,458	21,743
6,009 092 SHS PIMCO TOTAL RETURN INSTITUTIONAL CLASS I SHARES	68,674	67,542
2,508.476 SHS PIMCO EMERGING LOCAL BOND FUND - IS FD	26,982	27,543
TOTAL	**117,114**	**116,828**

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
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EXHIBIT J
PART II, LINE 11, COLUMN B - INVESTMENTS-LAND, BUILDINGS, EQUIPMENT

DESCRIPTION	DATE AQCUIRED	COST	ACCUMULATED DEPRECIATION	ADJUSTED BOOK VALUE
LAND - RENTAL - 221 MAIN ST, POLLOCKSVILLE, NC	12/31/99	35,000	-	35,000
LAND - INVESTMENT - 71.47 ACRES, JONES COUNTY, NC	12/31/99	76,000	-	76,000
LAND - INVESTMENT - 55% INTEREST IN 37.34 ACRES, JONES COUNTY, NC	12/31/99	52,000	-	52,000
LAND - RENTAL - 4458 US 70 W, PRINCETON NC	12/18/00	50,000	-	50,000
LAND - RENTAL - 1569 HWY 24 EAST WARSAW NC	12/18/00	60,000	-	60,000
TOTAL LAND		**273,000**	**-**	**273,000**
BUILDINGS & IMPROVEMENTS				
COMMERCIAL BUILDING - RENTAL - 221 MAIN ST, POLLOCKSVILLE, NC	12/31/99	378,000	126,404	251,596
COMMERCIAL BUILDING - RENTAL - 4458 US 70 WEST, PRINCETON, NC	12/18/00	94,000	29,024	64,976
COMMERCIAL BUILDING - RENTAL - 1569 HWY 24 EAST, WARSAW, NC	12/18/00	200,000	61,752	138,248
SITE IMPROVEMENT - RENTAL - 4458 HWY 70 WEST, PRINCETON, NC	12/18/00	26,000	20,872	5,128
SITE IMPROVEMENT - RENTAL - 1569 HWY 24 WARSAW, NC	09/02/04	6,100	3,372	2,728
TOTAL BUILDINGS & IMPROVEMENTS		**704,100**	**241,424**	**462,676**
FURNITURE & FIXTURES				
EQUIPMENT - 1569 HWY 24 EAST, WARSAW, NC	12/18/00	60,000	60,000	-
TOTAL FURNITURE & FIXTURES		**60,000**	**60,000**	**-**
TOTAL		**1,037,100**	**301,424**	**735,676**

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
56-6554789
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EXHIBIT K
PART II, LINE 11, COLUMN C - INVESTMENTS - LAND, BUILDINGS, EQUIPMENT

DESCRIPTION	COST - BOOK VALUE	FAIR MARKET VALUE
LAND & COMMERICAL BUILDING - 221 MAIN ST, POLLOCKSVILLE, NC	413,000	221,700
LAND - 71 5 ACRES MAYSVILLE, NC	76,000	76,000
LAND & COMMERICAL BUILDING - 1569 HWY 24 E, WARSAW, NC	326,100	239,490
LAND & COMMERICAL BUILDING - 4458 HWY 70 W, PRINCETON, NC	170,000	153,000
LAND - JONES COUNTY, NC (55% OF 37.34 ACRES)	52,000	52,000
TOTAL	**1,037,100**	**742,190**

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
56-6554789
2012 FORM 990-PF

EXHIBIT L
PART IV, LINE 1A - CAPITAL GAINS/(LOSSES) - PUBLICLY TRADED SECURITIES

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST	GAIN/(LOSS)	LONG-TERM/SHORT-TERM
862 JP MORGAN EXCH TRADED	PURCHASE	01/03/12	05/04/12	33,922	33,739	183	SHORT-TERM
1,632 SHS SCHW US LCAPP VAL ETF	PURCHASE	01/03/12	05/04/12	49,765	47,147	2,618	SHORT-TERM
1,331 SHS SCHW US SCAP ETF	PURCHASE	05/04/12	06/01/12	44,117	47,405	(3,288)	SHORT-TERM
851 SHS VANGURARD DIV APPRECIATION	PURCHASE	01/03/12	05/04/12	48,875	47,085	1,790	SHORT-TERM
77 SHS JP MORGAN EXCH TRADED	PURCHASE	08/12/11	05/04/12	3,030	2,751	279	SHORT-TERM
107 SHS VANGUARD SMALL CAP	PURCHASE	08/12/11	06/01/12	7,554	7,101	453	SHORT-TERM
254 SHS JP MORGAN EXCH TRADED	PURCHASE	02/25/11	05/04/12	9,996	9,648	348	LONG-TERM
550 SHS VANGUARD MSCI EAFE ETF	PURCHASE	05/21/10	06/01/12	15,858	16,452	(594)	LONG-TERM
115 SHS VANGUARD SMALL CAP	PURCHASE	05/21/10	06/01/12	8,119	6,908	1,211	LONG-TERM
246.195 SHS AQR DIVERSIFIED ARBITRAGE FUND-1	PURCHASE	08/13/12	12/07/12	2,750	2,718	32	SHORT-TERM
303 197 SHS GOLDMAN SACHS ABSOLUTE RETURN TRACKER CL I	PURCHASE	08/13/12	12/07/12	2,750	2,732	18	SHORT-TERM
37 SHS ISHARES TR US TIPS BD FD	PURCHASE	08/12/11	08/08/12	4,468	4,315	153	SHORT-TERM
723.685 SHS MAINSTAY HIGH YIELD CORPORATE BD I FD	PURCHASE	08/08/12	12/07/12	4,400	4,364	36	SHORT-TERM
80 339 SHS OPPENHEIMER DEVLPNG MKTS INC CL A FD	PURCHASE	08/10/12	12/07/12	2,750	2,617	133	SHORT-TERM
798 258 SHS PIMCO COMMODITY REAL RETURN STRATEGY INSTL	PURCHASE	08/08/12	12/07/12	5,500	5,492	8	SHORT-TERM
499.546 SHS PIMCO EMERGING LOCAL BOND FUND - IS FD	PURCHASE	08/08/12	12/07/12	5,500	5,390	110	SHORT-TERM
1,181 271 SHS PIMCO FDS PAC INVT MGMT SER TOT RET FD INST	PURCHASE	08/13/12	12/07/12	13,750	13,502	248	SHORT-TERM
991.587 SHS ROWE T PRICE CAP OPPORTUNITIES FD	PURCHASE	08/10/12	12/07/12	16,500	16,242	258	SHORT-TERM
1,456 SHS SCHWAB US LARGE-CAP ETF	PURCHASE	05/04/12	08/08/12	48,425	47,535	890	SHORT-TERM
561 SHS SCHWAB US TIPS ETF	PURCHASE	VARIOUS	08/09/12	32,392	31,233	1,159	SHORT-TERM
415 SHS SCHWAB US AGGREGATE BOND ETF	PURCHASE	VARIOUS	08/09/12	21,791	21,474	317	SHORT-TERM
1,563 SHS SCHWAB US REIT ETF	PURCHASE	VARIOUS	08/08/12	47,686	47,373	313	SHORT-TERM
142 SHS VANGUARD TOTAL BOND MARKET	PURCHASE	VARIOUS	08/08/12	12,016	11,869	147	SHORT-TERM
94 SHS ISHARES TR US TIPS BD FD	PURCHASE	12/10/08	08/08/12	11,351	8,994	2,357	LONG-TERM
348 SHS VANGUARD FTSE EMERGING MARKETS ETF	PURCHASE	04/29/09	08/08/12	14,323	9,573	4,750	LONG-TERM
269 SHS VANGUARD LARGE -CAP ETF	PURCHASE	VARIOUS	08/08/12	17,197	13,344	3,853	LONG-TERM
266 SHS VANGUARD REIT ETF	PURCHASE	VARIOUS	08/08/12	17,494	11,569	5,925	LONG-TERM
181 SHS VANGUARD TOTAL BOND MARKET	PURCHASE	VARIOUS	08/08/12	15,316	14,330	986	LONG-TERM
TOTAL				**517,595**	**492,902**	**24,693**	

ROBERT L. MATTOCKS, II & CAROL J. MATTOCKS CHARITABLE TRUST
56-6554789
2012 FORM 990-PF

EXHIBIT M
PART XV, LINE 3A - CONTRIBUTIONS PAID

RECIPIENT ORGANIZATION	ADDRESS	STATUS	PURPOSE OF CONTRIBUTION	AMOUNT
AMERICAN CANCER SOCIETY, SOUTHEAST DIVISION, INC	250 WILLIAMS ST, ATLANTA, GA 30303	PUBLIC CHARITY	CANCER RESEARCH	500
AMERICAN HEART ASSOCIATION, MID-ATLANTIC AFFILIATE	7272 GREENVILLE AVE, DALLAS, TX 75231	PUBLIC CHARITY	HEART RESEARCH	3,000
BARIUM SPRINGS HOME FOR CHILDREN	PO BOX 1, BARIUM SPRINGS, NC 28010	PUBLIC CHARITY	ASSISTANCE FOR CHILDREN	2,000
BOYS AND GIRLS HOME OF NORTH CAROLINA, INC.	PO BOX 127, LAKE WACCAMAW, NC 28450	PUBLIC CHARITY	ASSISTANCE FOR CHILDREN	2,000
CAROLINA BALLET, INC.	3401-131 ATLANTIC AVE, RALEIGH, NC 27604	PUBLIC CHARITY	PROMOTE DANCE	1,500
CRAVEN ARTS COUNCIL AND GALLERY, INC	PO BOX 596, NEW BERN, NC 28563	PUBLIC CHARITY	PROMOTE ART	500
CRAVEN COMMUNITY COLLEGE FOUNDATION	800 COLLEGE CT, NEW BERN, NC 28562	PUBLIC CHARITY	SUPPORT CRAVEN COMMUNITY COLLEGE IN PROVIDING EDUCATIONAL SERVICES	5,000
GRANDFATHER HOME FOR CHILDREN, INC.	PO BOX 98, BANNER ELK, NC 28604	PUBLIC CHARITY	ASSISTANCE FOR CHILDREN	2,000
HABITAT FOR HUMANITY OF CRAVEN COUNTY	PO BOX 1231, NEW BERN, NC 28563	PUBLIC CHARITY	BUILD LOW COST HOUSING	500
MEDIATION CENTER OF EASTERN CAROLINA, INC.	PO BOX 4428, GREENVILLE, NC 27836	PUBLIC CHARITY	MEDIATION SERVICES	250
MEDICAL FOUNDATION OF EAST CAROLINA UNIVERSITY, INC	525 MOYE RD, GREENVILLE, NC 27834	PUBLIC CHARITY	SUPPORT HEALTH RELATED EDUCATIONAL SERVICES	1,000
MERCI CLINIC	1315 TATUM DR, NEW BERN, NC 28560	PUBLIC CHARITY	MEDICAL SERVICES FOR INDIGENT	750
NEUSE RIVER FOUNDATION, INC.	PO BOX 15451, NEW BERN, NC 28561	PUBLIC CHARITY	PRESERVATION OF RIVER	500
NORTH CAROLIINA PUBLIC TELEVISION FOUNDATION, INC	PO BOX 12231, RTP, NC 27709	PUBLIC CHARITY	SUPPORT PUBLIC TELEVISION	150
NCSU STUDENT AID ASSOCIATION, INC			ATHLETIC SCHOLARSHIPS AND SUPPORT ATHLETIC FACILITIES AT NCSU	
NORTH CAROLINA STATE UNIVERSITY FOUNDATION, INC.	NCSU BOX 7207, RALEIGH, NC 27695	PUBLIC CHARITY	FUND SCHOLARSHIPS	37,150
NORTH CAROLINA SYMPHONY SOCIETY, INC	3700 GLENWOOD AVE, RALEIGH, NC 27612	PUBLIC CHARITY	PROMOTE MUSIC	1,500
POLLOCKSVILLE PRESBYTERIAN CHURCH	311 MAIN ST, POLLOCKSVILLE, NC 28573	PUBLIC CHARITY	FUND CHURCH ACTIVITIES	35,600
SALVATION ARMY	1402 RHEM AVE, NEW BERN, NC 28560	PUBLIC CHARITY	ASSISTANCE TO INDIGENT FAMILIES	500
TRYON PALACE COUNCIL OF FRIENDS, INC	PO BOX 1007, NEW BERN, NC 28563	PUBLIC CHARITY	PRESERVATION OF HISTORIC SITES	2,600
UNC-G EXCELLENCE FOUNDATION	PO BOX 26170, GREENSBORO, NC 27402	PUBLIC CHARITY	FUND SCHOLARSHIPS, FELLOWSHIPS, AND STUDENT LOANS	2,000
UNITED WAY OF COASTAL CAROLINA, INC	PO BOX 1385, NEW BERN, NC 28563	PUBLIC CHARITY	SUPPORT MULTIPLE CHARITIES	5,000
PUBLIC RADIO EAST FOUNDATION, INC.	800 COLLEGE CT, NEW BERN, NC 28562	PUBLIC CHARITY	SUPPORT PUBLIC RADIO STATIONS	2,000
TOTAL CONTRIBUTIONS				**106,000**