



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE MADDREY FOUNDATION		A Employer identification number 57-6125748
Number and street (or P.O. box number if mail is not delivered to street address) 201 CRESCENT AVENUE	Room/suite	B Telephone number 864-232-8301
City or town, state, and ZIP code GREENVILLE, SC 29605		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 ☐
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,364,562. (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 ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		7,300.			
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,014.	1,014.		STATEMENT 1
4 Dividends and interest from securities		921.	912.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		525,922.			
b Gross sales price for all assets on line 6a 1,487,734.					
7 Capital gain net income (from Part IV, line 2)			525,922.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		535,157.	527,848.	0.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		1,300.	1,300.	0.	0.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		6,851.	6,851.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		8,151.	7,826.	0.	0.
25 Contributions, gifts, grants paid		127,250.			127,250.
26 Total expenses and disbursements. Add lines 24 and 25		135,401.	7,826.	0.	127,250.
27 Subtract line 26 from line 12		399,756.			
a Excess of revenue over expenses and disbursements			520,022.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				0.	

2-18

6

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	3,462.	184,033.	184,033.
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			
7	Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	1,613,334.	1,433,087.	1,773,661.
	c Investments - corporate bonds STMT 6	0.	399,363.	406,868.
11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers)	1,616,796.	2,016,483.	2,364,562.

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			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	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	1,616,746.	1,616,746.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	50.	399,737.	
30	Total net assets or fund balances	1,616,796.	2,016,483.	
31	Total liabilities and net assets/fund balances	1,616,796.	2,016,483.	

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	1,616,796.
2	Enter amount from Part I, line 27a	2	399,756.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,016,552.
5	Decreases not included in line 2 (itemize) ▶ FUND BALANCE RECONCILIATION ADJ	5	69.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,016,483.

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				
b SEE ATTACHED STATEMENT				
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			
b			
c			
d			
e 1,487,734.		961,812.	525,922.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			525,922.

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	525,922.
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) If (loss), enter -0- in Part I, line 8		3	N/A

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	119,800.	2,779,520.	.043101
2010	108,150.	2,422,444.	.044645
2009	107,150.	1,197,105.	.089508
2008	148,300.	979,353.	.151427
2007	153,133.	2,719,011.	.056319

2 Total of line 1, column (d)	2	.385000
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	.077000
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,528,604.
5 Multiply line 4 by line 3	5	194,703.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,200.
7 Add lines 5 and 6	7	199,903.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	127,250.

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)		1	10,400.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	10,400.
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	10,400.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		0.
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		10,400.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be credited to 2013 estimated tax ☐ Refunded ☐	11		

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ SC		
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		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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

SEE STATEMENT 7

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► MR. AND MRS. ERWIN MADDREY II Telephone no ► 864-232-8301 Located at ► 201 CRESCENT AVE., GREENVILLE, SC ZIP+4 ► 29605			
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 N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	1b	
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) N/A	2b	
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	X
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 ☒ 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)?

☐ 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)?

N/A

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?

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 ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**

If "Yes" to 6b, file Form 8870

X

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?

N/A

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.

(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
E ERWIN MADDREY II 201 CRESCENT AVENUE GREENVILLE, SC 29605	TRUSTEE 5.00	0.	0.	0.
NANCY B MADDREY 201 CRESCENT AVENUE GREENVILLE, SC 29605	TRUSTEE 5.00	0.	0.	0.
EDWIN ERWIN MADDREY III 201 CRESCENT AVENUE GREENVILLE, SC 29605	TRUSTEE 5.00	0.	0.	0.
ALEXANDER SMITH MADDREY 201 CRESCENT AVENUE GREENVILLE, SC 29605	TRUSTEE 5.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2012)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2012)

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	2,473,072.
b	Average of monthly cash balances	1b	94,039.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,567,111.
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	2,567,111.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,507.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,528,604.
6	Minimum investment return. Enter 5% of line 5	6	126,430.

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	126,430.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	10,400.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,400.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	116,030.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	116,030.
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	116,030.

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	127,250.
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	
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	127,250.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	127,250.

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				116,030.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			19,912.	
b Total for prior years		0.		
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	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 127,250.				
a Applied to 2011, but not more than line 2a			19,912.	
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				107,338.
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 instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				8,692.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	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				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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				
ARTS & SCIENCE COUNCIL 227 W. TRADE STREET, SUITE 250 CHARLOTTE, NC 28202	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	500.
BECHTLER MUSEUM OF MODERN ART 420 SOUTH TRYON STREET CHARLOTTE, NC 28202	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
CENTRE STAGE - SC 501 RIVER STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
CHARLOTTE COUNTRY DAY SCHOOL 1440 CARMEL ROAD CHARLOTTE, NC 28226	NONE	GRANT	TO SUPPORT ANNUAL FUND AND CLASS OF 1987	100.
CHILDREN'S MUSEUM OF THE UPSTATE 300 COLLEGE STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
Total	SEE CONTINUATION SHEET(S)			127,250.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	1,014.	
4 Dividends and interest from securities			14	921.	
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	525,922.	
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)		0.		527,857.	0.
13 Total. Add line 12, columns (b), (d), and (e)				527,857.	527,857.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- [illegible]

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

May the IRS discuss this return with the preparer shown below (see instr)?

☒ X	Yes	☐	No
---------------------------------------	-----	--------------------------	----

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN	
------	--

WILLIAM NATHAN WARD

Walter J. Allen
S LLC PLLC

5/13/13

Firm's name ▶ ELLIOTT DAVIS LLC/PLLC

Firm's EIN ▶ 57-0381582

Firm's address ► PO BOX 6286

GREENVILLE, SC 29606-6286

Phone no 864-242-3370

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

THE MADDREY FOUNDATION

Employer identification number

57-6125748

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

THE MADDREY FOUNDATION

57-6125748

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	E. ERWIN MADDREY 201 CRESCENT AVENUE GREENVILLE, SC 29606	\$ 7,300.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE MADDREY FOUNDATION

57-6125748

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE MADDREY FOUNDATION**57-6125748**

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$*

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CLEMENTS KINDNESS 27 CLEVELAND STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
COMMUNITY FOUNDATION OF GREENVILLE 630 E. WASHINGTON STREET, STE. A GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
CONSERVATION VOTERS OF SC PO BOX 50632 COLUMBIA, SC 29250	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
DAVIDSON COLLEGE DAVIDSON COLLEGE DAVIDSON, NC 28035	NONE	GRANT	TO SUPPORT THE ANNUAL FUND AND THE DAVIDSON TRUST	12,000.
DAVIDSON COLLEGE PO BOX 7173 DAVIDSON, NC 28035	NONE	GRANT	TO SUPPORT ANNUAL FUND AND CLASS OF 1991	500.
DREAM BIG GREENVILLE 148 RIVER STREET, STE 222 GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	5,000.
EASTOVER ELEMENTARY PTA 500 CHEROKEE ROAD CHARLOTTE, NC 28207	NONE	GRANT	TO SUPPORT INVEST IN YOUR CHILD	250.
ETV ENDOWMENT 401 E. KENNEDY STREET, STE B-1 SPARTANBURG, SC 29302	NONE	GRANT	TO SUPPORT MEMBERSHIP AND REIMAGINING PUBLIC RADIO	2,000.
FIRST PRESBYTERIAN CHURCH 200 W. TRADE STREET CHARLOTTE, NC 28202	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
FLAT ROCK PLAYHOUSE PO BOX 310 FLAT ROCK, NC 28731	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
Total from continuation sheets				124,400.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FURMAN UNIVERSITY 3300 POINSETT HWY GREENVILLE, SC 29613	NONE	GRANT	TO SUPPORT ANNUAL FUND, DAVID SHI CENTER, AND HERRING CENTER	10,000.
GREENVILLE CHAUTAUQUA 943 RUTHERFORD ROAD GREENVILLE, SC 29609	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
GREENVILLE FORWARD 24 CLEVELAND STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
GREENVILLE FREE MEDICAL CLINIC INC PO BOX 8993 GREENVILLE, SC 29604	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
GREENVILLE SYMPHONY ASSOCIATION 200 MAIN STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT THE ANNUAL FUND	1,000.
LAKE SUMMIT FOUNDATION 15 WESTMINSTER COURT HENDERSONVILLE, NC 28739	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
MCCOLL CENTER FOR VISUAL ARTS 721 N. TRYON STREET CHARLOTTE, NC 28202	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
MEALS ON WHEELS 15 OREGON STREET GREENVILLE, SC 29605	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
MENTAL HEALTH ASSOCIATION 3701 LATROBE DRIVE, SUITE 140 CHARLOTTE, NC 28211	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	100.
METROPOLITAN ARTS COUNCIL 16 AUGUSTA STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MINT MUSEUM OF ART 2730 RANDOLPH ROAD CHARLOTTE, NC 28207	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	500.
MUSEUM ASSOCIATION, INC. 420 COLLEGE STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT 2012 ANTIQUES SHOW	2,500.
NATURE CONSERVANCY PO BOX 5475 COLUMBIA, SC 29250	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	2,000.
PALMETTO PROJECT 1031 CHUCK DAWLEY BLVD, STE 5 MT. PLEASANT, SC 29464	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
PEACE CENTER 101 W. BROAD STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT PEACEKEEPERS AND CAPITAL CAMPAIGN	15,000.
PUBLIC EDUCATION PARTNERS 225 S. PLEASANTBURG DR, STE B1 GREENVILLE, SC 29607	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	5,000.
SC INDEPENDENT COLLEGES & UNIVERSITIES PO BOX 12007 COLUMBIA, SC 29211	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
SOCIETY OF INTERNATIONAL BUSINESS FELLOWS 191 PEACHTREE ST, NE STE 3950 ATLANTA, GA 30303	NONE	GRANT	TO SUPPORT GLOBAL NETWORK FOUNDATION	1,000.
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN ST., SUITE 14 CHARLOTTESVILLE, VA 22902-5065	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	5,000.
ST FRANCIS FOUNDATION 1 ST FRANCIS DRIVE GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNC CHAPEL HILL CAMPUS BOX 6100 CHAPEL HILL, NC 27599	NONE	GRANT	TO SUPPORT KENAN FLAGLER SCHOOL OF BUSINESS	1,000.
UNC CHAPEL HILL 208 W FRANKLIN STREET CHAPEL HILL, NC 27516	NONE	GRANT	TO SUPPORT ANNUAL FUND AND CLASS OF 1991	500.
UNC-TV 10 T.W. ALEXANDER DRIVE RESEARCH TRIANGLE PARK, NC 27709	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
UNITED MINISTRIES 606 PENDLETON STREET GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
UNITED WAY 105 EDINBURGH CT GREENVILLE, SC 29607	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	10,000.
UPSTATE CHAPTER AMERICAN RED CROSS PO BOX 9035 GREENVILLE, SC 29604	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	2,000.
UPSTATE FOREVER PO BOX 2308 GREENVILLE, SC 29602	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	5,000.
VIRGINIA EPISCOPAL SCHOOL 400 VES ROAD LYNCHBURG, VA 24503	NONE	GRANT	TO SUPPORT ANNUAL FUND AND CLASS OF 1987	100.
WDAV PO BOX 8990 DAVIDSON, NC 28036	NONE	GRANT	TO SUPPORT CLASS OF 1991	100.
WFAE 8801 JM KEYNES DRIVE, STE 91 CHARLOTTE, NC 28262	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
WILDACRES LEADERSHIP INITIATIVE 113 BROADWAY ST DURHAM, NC 27701	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	500.
YMCA 601 E MCBEE AVE, STE 212 GREENVILLE, SC 29601	NONE	GRANT	TO SUPPORT ANNUAL CAMPAIGN, OPEN DOORS CAMPAIGN, AND CAMP GREENVILLE	3,000.
GOVERNOR'S SCHOOL FOR THE ARTS FOUNDATION PO BOX 8458 GREENVILLE, SC 29604	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	10,000.
GREENVILLE TEXTILE HERITAGE SOCIETY PO BOX 4355 GREENVILLE, SC 29608	NONE	GRANT	TO SUPPORT TEXTILE HERITAGE PARK AND ANNUAL DUES	1,000.
PALMETTO CONSERVATION 722 KING STREET COLUMBIA, SC 29205	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
INSTITUTE FOR TRUTH IN ACCOUNTING 1500 SKOKIE BLVD, STE 304 NORTHBROOK, IL 60062	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
SC GOVERNOR'S SCHOOL FOR SCIENCE & MATHEMATICS 1201 MAIN ST., STE 2350 COLUMBIA, SC 29201	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
HOMES OF HOPE 3 DUNEAN ST GREENVILLE, SC 29611	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
SMITHSONIAN PO BOX 9016 PITTSFIELD, MA 01201	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
URBAN LEAGUE OF THE UPSTATE 15 REGENCY HILL DRIVE GREENVILLE, SC 29607	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NATIONAL ALOPECIA AREATA FOUNDATION 14 MITCHELL BLVD SAN RAFAEL, CA 94903	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
COMMUNITY BUILDING INITIATIVE 220 N. TRYON STREET CHARLOTTE, NC 28202	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	100.
UNITED WAY OF CENTRAL CAROLINAS PO BOX 601942 CHARLOTTE, NC 28260	NONE	GRANT	TO SUPPORT COMMUNITY CARE FUND	400.
SUSTAIN CHARLOTTE 1413 BRIAR CREEK RD CHARLOTTE, NC 28205	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	100.
HIGH COUNTRY NEWS PO BOX 152 BOONE, NC 28607	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	500.
PARTNERS IN HEALTH PO BOX 845578 BOSTON, MA 02284	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	500.
DOCTORS WITHOUT BORDERS PO BOX 5030 HAGERSTOWN, MD 21741	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	1,000.
NC OUTWARD BOUND 2582 RICEVILLE ROAD ASHEVILLE, NC 28805	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
NATIONAL EATING DISORDER ASSOCIATION 165 W. 46TH ST NEW YORK, NY 10036	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
WOONTANARA AID PO BOX 321 VICTOR, ID 83455	NONE	GRANT	TO SUPPORT GENERAL OPERATIONS OF THE ORGANIZATION	250.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
UBS ACCOUNT 13972	787.
UBS ACCOUNT 20101	1.
UBS ACCOUNT 20102	36.
UBS ACCOUNT 20102 - OID	185.
UBS ACCOUNT 20104	2.
UBS ACCOUNT 20105	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,014.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS ACCOUNT 13972	11.	8.	3.
UBS ACCOUNT 20101	291.	0.	291.
UBS ACCOUNT 20102	1.	0.	1.
UBS ACCOUNT 20104	793.	284.	509.
UBS ACCOUNT 20104 - NONDIVIDEND	5.	0.	5.
UBS ACCOUNT 20105	108.	0.	108.
UBS ACCOUNT 20119	4.	0.	4.
TOTAL TO FM 990-PF, PART I, LN 4	1,213.	292.	921.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,300.	975.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	1,300.	975.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEES	608.	608.	0.	0.	
ACCRUED INTEREST PAID	6,243.	6,243.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	6,851.	6,851.	0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
UBS ACCOUNT 20101	97,402.	97,134.		
UBS ACCOUNT 20102	180,374.	181,740.		
UBS ACCOUNT 20104	245,490.	252,242.		
UBS ACCOUNT 20105	243,035.	245,575.		
UBS ACCOUNT 20119	666,786.	996,970.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,433,087.	1,773,661.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
UBS ACCOUNT 13972	341,463.	348,317.		
UBS ACCOUNT 20102	57,900.	58,551.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	399,363.	406,868.		

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	7
-------------	--	-----------	---

EXPLANATION

NO LONGER REQUIRED BY SC

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

E ERWIN MADDREY II
NANCY B MADDREY

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	UBS ACCOUNT 13972 - DELTA APPAREL 33,606 SHS	P	VARIOUS	VARIOUS
b	UBS ACCOUNT 20101 - VARIOUS SECURITIES	P	VARIOUS	VARIOUS
c	UBS ACCOUNT 20102 - VARIOUS SECURITIES	P	VARIOUS	VARIOUS
d	UBS ACCOUNT 20104 - VARIOUS SECURITIES	P	VARIOUS	VARIOUS
e	UBS ACCOUNT 20119 - DELTA APPAREL 67,668 SHS	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 489,841.		314,216.	175,625.
b 1,093.		1,063.	30.
c 11,219.		11,000.	219.
d 2,841.		2,837.	4.
e 982,448.		632,696.	349,752.
f 292.			292.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			175,625.
b			30.
c			219.
d			4.
e			349,752.
f			292.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	525,922.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A