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Form 990-PF

## Return of Private Foundation

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

2012

Open to Public  
Inspection

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

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation KATE AND ELWYN TOMLINSON FOUNDATION		A Employer identification number 58-0634727			
Number and street (or P O box number if mail is not delivered to street address) 750 HAMMOND DRIVE BUILDING 17		B Telephone number (see instructions) (404) 250-4570			
City or town, state, and ZIP code ATLANTA, GA 30328		C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 2,323,413</b>		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	44	44	44	
	4 Dividends and interest from securities. . . . .	70,366	70,366	70,366	
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	24,739			
	b Gross sales price for all assets on line 6a 149,343				
	7 Capital gain net income (from Part IV, line 2) . . .		24,739		
	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 <b>Total.</b> Add lines 1 through 11 . . . . .	95,149	95,149	70,410		
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) . . . . .	3,051	3,051		
	c Other professional fees (attach schedule) . . . . .	14,423	14,423		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	75	75		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	50	50		
	24 <b>Total operating and administrative expenses.</b>	17,599	17,599	0	
25 Contributions, gifts, grants paid. . . . .	97,500		97,500		
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	115,099	17,599	97,500		
27 Subtract line 26 from line 12					
a <b>Excess of revenue over expenses and disbursements</b>	-19,950				
b <b>Net investment income</b> (if negative, enter -0-) . . .		77,550			
c <b>Adjusted net income</b> (if negative, enter -0-) . . .			70,410		

<b>Part III</b> <b>Balance Sheets</b>	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>1</b>	Cash—non-interest-bearing . . . . .			
<b>2</b>	Savings and temporary cash investments . . . . .	36,195	75,896	76,986
<b>3</b>	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
<b>4</b>	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
<b>5</b>	Grants receivable . . . . .			
<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
<b>7</b>	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
<b>8</b>	Inventories for sale or use . . . . .			
<b>9</b>	Prepaid expenses and deferred charges . . . . .			
<b>10a</b>	Investments—U S and state government obligations (attach schedule)			
<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	2,201,745	2,246,154	2,246,427
<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .			
<b>11</b>	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
<b>12</b>	Investments—mortgage loans . . . . .			
<b>13</b>	Investments—other (attach schedule) . . . . .			
<b>14</b>	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
<b>15</b>	Other assets (describe ►) . . . . .			
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,237,940	2,322,050	2,323,413
<b>17</b>	Accounts payable and accrued expenses . . . . .			
<b>18</b>	Grants payable . . . . .			
<b>19</b>	Deferred revenue . . . . .			
<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
<b>22</b>	Other liabilities (describe ►) . . . . .			
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
	<b>Foundations that follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
<b>24</b>	Unrestricted . . . . .	2,237,940	2,322,050	
<b>25</b>	Temporarily restricted . . . . .			
<b>26</b>	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ►</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
<b>28</b>	Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
<b>30</b>	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	2,237,940	2,322,050	
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	2,237,940	2,322,050	

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

<b>1</b>	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>1</b>	2,237,940
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-19,950
<b>3</b>	Other increases not included in line 2 (itemize) ►	<b>3</b>	104,060
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	2,322,050
<b>5</b>	Decreases not included in line 2 (itemize) ►	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	2,322,050

**Part IV Capital Gains and Losses for Tax on Investment Income**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
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<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
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<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

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

<b>2</b> Capital gain net income or (net capital loss)	<b>(i)</b> If gain, also enter in Part I, line 7 <b>(j)</b> If (loss), enter -0- in Part I, line 7	<b>2</b>	24,739
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<b>3</b>	-1,923

<b>3</b> 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	<b>3</b>	-1,923
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**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part**1** Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2011	159,904	2,303,015	0 069432
2010	125,630	2,235,630	0 056194
2009	90,350	1,994,866	0 045291
2008	170,246	2,590,069	0 065730
2007	229,625	4,612,230	0 049786

<b>2</b> <b>Total</b> of line 1, column (d).	<b>2</b>	0 286433
<b>3</b> 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	<b>3</b>	0 057287
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	<b>4</b>	2,295,336
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	131,493
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	776
<b>7</b> Add lines 5 and 6.	<b>7</b>	132,269
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	97,500

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	1,551	
	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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		
3	Add lines 1 and 2. . . . .	3		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5		
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,373	
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	2,373	
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> 822 <b>Refunded</b> <input type="checkbox"/> 11	11		

**Part VII-A Statements Regarding Activities**

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

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

11		No
12		No
13	Yes	

Website address ► N/A

14 The books are in care of ► JACK FISHER Telephone no ► (404) 250-4570  
 Located at ► 750 HAMMOND DR BLDG 17 ATLANTA GA ZIP +4 ► 30328

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

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? ►	1b	
Organizations relying on a current notice regarding disaster assistance check here. ►		
1c 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	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3a	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) ►	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ►	4a	No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? ►	4b	No

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p><b>5b</b></p>
<p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? . . . . .</p> <p>Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/></p>	
<p><b>c</b> 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? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p>	
<p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p><b>6b</b></p>
<p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p>	<p><b>No</b></p>
<p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .</p>	<p><b>7b</b></p>

**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)**

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
JACK FISHER 	CHAIRMAN 0 25	0	0	
SALLY TOMLINSON 	DIRECTOR 0 25	0	0	

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

**Total** number of other employees paid over \$50,000.

**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	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities. . . . .	1a 2,271,726
b	Average of monthly cash balances. . . . .	1b 58,564
c	Fair market value of all other assets (see instructions). . . . .	1c 0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d 2,330,290
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 2,330,290
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4 34,954
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,295,336
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6 114,767

**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. . . . .	1 114,767
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a 1,551
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b
c	Add lines 2a and 2b. . . . .	2c 1,551
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3 113,216
4	Recoveries of amounts treated as qualifying distributions. . . . .	4
5	Add lines 3 and 4. . . . .	5 113,216
6	Deduction from distributable amount (see instructions). . . . .	6
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7 113,216

**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 97,500
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 97,500
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
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6 97,500

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				113,216
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007. . . . .	4,900			
<b>b</b> From 2008. . . . .	42,651			
<b>c</b> From 2009. . . . .				
<b>d</b> From 2010. . . . .	14,813			
<b>e</b> From 2011. . . . .	45,893			
<b>f Total of lines 3a through e. . . . .</b>	108,257			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 97,500				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2012 distributable amount. . . . .				97,500
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	15,716			15,716
<b>6</b> Enter the net total of each column as indicated below:	92,541			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	92,541			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008. . . . .	31,835			
<b>b</b> Excess from 2009. . . . .				
<b>c</b> Excess from 2010. . . . .	14,813			
<b>d</b> Excess from 2011. . . . .	45,893			
<b>e</b> Excess from 2012. . . . .				

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

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

## 1 Information Regarding Foundation Managers:

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

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

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

- a** The name, address, and telephone number of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	97,500
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

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 (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments			14	44	
<b>4</b>	Dividends and interest from securities			14	70,366	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property					
<b>b</b>	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	24,739	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue <b>a</b>					
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>12</b>	Subtotal Add columns (b), (d), and (e)				95,149	
<b>13</b>	<b>Total</b> Add line 12, columns (b), (d), and (e)					95,149
	(See worksheet in line 13 instructions to verify calculations.)					

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



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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
SEE STMT 1 - WF LT	P	2011-06-06	2012-12-18
SEE STMT 1 - WF LT	P	2006-02-22	2012-12-18
SEE STMT 1 - WF ST	P	2012-07-03	2012-07-03
SEE STMT 1 - WF ST	P	2011-12-22	2012-08-16
SEE STMT 2 - ML ST	P	2012-03-29	2012-11-27
SEE STMT 2 - ML ST	P	2011-12-16	2012-03-08
SEE STMT 2 - ML LT	P	2010-10-05	2012-09-20
SEE STMT 2 - ML LT	P	2010-10-05	2012-03-08
SEE STMT 2 - ML LT	P	2010-10-07	2012-11-27

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

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
20,000		19,877	123
20,000		20,414	-414
23			23
8,061		10,010	-1,949
39		38	1
33		31	2
20,000		14,004	5,996
49,967		13,672	36,295
29,961		46,558	-16,597

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	
			123
			-414
			23
			-1,949
			1
			2
			5,996
			36,295
			-16,597

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
ALLIANCE THEATER AT WOODRUFF 1280 PEACHTREE ST ATLANTA, GA 30309	CHARITY	CHARITABLE	FUNDING	35,000
ATLANTA HISTORY CENTER 130 WEST PACES FERRY ATLANTA, GA 30305	CHARITY	CHARITABLE	FUNDING	2,500
ATLANTA HISTORY CENTER 130 WEST PACES FERRY ATLANTA, GA 30305	CHARITY	CHARITABLE	FUNDING	550
ATLANTA UNION MISSION 2352 BOLTON ROAD ATLANTA, GA 30318	CHARITY	CHARITABLE	FUNDING	1,000
BETHEL EAST BAPTIST CHURCH 2226 GLYNN AVENUE BRUNSWICK, GA 31520	CHARITY	CHARITABLE	FUNDING	5,000
C MATEYA WILDLIFE FDN 245 TOWNPARK DR NW KENNESAW, GA 301443725	CHARITY	CHARITABLE	FUNDING	1,000
CHEROKEE CHAPTER NS DAR 196 MONTGOMERY FERRY DR ATLANTA, GA 30309	CHARITY	CHARITABLE	FUNDING	3,000
DEKALB CO FRATERNAL ORDER OF POLICE 1238 RIDGE AVENUE STONEMOUNTAIN, GA 30083	CHARITY	CHARITABLE	FUNDING	1,200
FERBANK 767 CLIFTON RD NE ATLANTA, GA 30307	CHARITY	CHARITABLE	FUNDING	5,000
FIRST BAPTIST CHURCH OF BREMEN 331 PACIFIC AVE BREMEN, GA 30110	CHARITY	CHARITABLE	FUNDING	5,000
FORWARD ARTS FDN 3130 SLATON DR ATLANTA, GA 30305	CHARITY	CHARITABLE	FUNDING	500
FORWARD ARTS FDN 3130 SLATON DR ATLANTA, GA 30305	CHARITY	CHARITABLE	FUNDING	5,000
FORWARD ARTS FDN 3130 SLATON DR ATLANTA, GA 30305	CHARITY	CHARITABLE	FUNDING	1,000
HIGH MUSEUM OF ART 1280 PEACHTREE ST NE ATLANTA, GA 30309	CHARITY	CHARITABLE	FUNDING	12,500
HOSPICE OF GOLDEN ISLE 1692 GLYNCO PARKWAY BRUNSWICK, GA 31525	CHARITY	CHARITABLE	FUNDING	50

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

## TY 2012 Accounting Fees Schedule

**Name:** KATE AND ELWYN TOMLINSON FOUNDATION

**EIN:** 58-0634727

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND LEGAL FEES	3,051	3,051		

## TY 2012 Compensation Explanation

**Name:** KATE AND ELWYN TOMLINSON FOUNDATION

**EIN:** 58-0634727

Person Name	Explanation
JACK FISHER	
SALLY TOMLINSON	

## TY 2012 Investments Corporate Stock Schedule

**Name:** KATE AND ELWYN TOMLINSON FOUNDATION

**EIN:** 58-0634727

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS - CORPORATE STOCKS	1,910,013	1,910,013
UNREALIZED GAIN (LOSS)	336,141	336,414

## TY 2012 Other Expenses Schedule

**Name:** KATE AND ELWYN TOMLINSON FOUNDATION

**EIN:** 58-0634727

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	50	50		

## TY 2012 Other Increases Schedule

**Name:** KATE AND ELWYN TOMLINSON FOUNDATION

**EIN:** 58-0634727

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	104,060

## TY 2012 Other Professional Fees Schedule

**Name:** KATE AND ELWYN TOMLINSON FOUNDATION

**EIN:** 58-0634727

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY	14,423	14,423		

## TY 2012 Taxes Schedule

**Name:** KATE AND ELWYN TOMLINSON FOUNDATION**EIN:** 58-0634727

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHOLDING	75	75		



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KATE &amp; ELWYN TOMLINSON

## 2012 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2012 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

1099-B

### 2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1c. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.</b>								
<b>COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)</b>								
TCW TOTAL RETURN BOND I 6750 Sale	CUSIP Number 10/31/12	11/27/12	6.96	6.93	0.00	0.03		
FEDRTD STRG VL DV FD INS 2460 Sale	CUSIP Number 11/01/12	11/27/12	1.23	1.25	0.00	(0.02)		
PIMCO REAL RETURN FUND 1470 Sale	CUSIP Number 10/31/12	11/27/12	5.65	5.62	0.00	0.03		
PIMCO TOTAL RETURN FUND 0230 Sale	CUSIP Number 10/31/12	11/27/12	0.27	0.27	0.00	0.00		
AMERICAN CAPITAL INCOME 3350 Sale	CUSIP Number 09/24/12	11/27/12	17.63	16.92	0.00	0.71		
L SAYLES STRT INC CL Y 0710 Sale	CUSIP Number 11/23/12	11/27/12	1.06	1.07	0.00	0.01		
VICTRY INV GRD CONV FD A 1480 Sale	CUSIP Number 03/29/12	11/27/12	1.60	1.60	0.00	0.00		

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KATE &amp; ELWYN TOMLINSON

## 2012 ANNUAL STATEMENT SUMMARY

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## 2012 PROCEEDS FROM BROKER &amp; BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1g. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
Covered Short Term Capital Gains and Losses Subtotal				34.42	33.66	0.00	0.76	
<b><u>NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)</u></b>								
NEUB BERM GENESIS INSTL 0020 Sale	CUSIP Number 1219/11	03/08/12		6.09	0.09	0.00	6.00	
CR SUISSE COM RTN STRT : 5588 Sale	CUSIP Number 1216/11	11/27/12		4.65	4.46	0.00	0.19	
AMERICAN CAPITAL INCOME .5610 Sale	CUSIP Number 1221/11	03/08/12		26.22	27.19	0.00	1.63	
VICTP FIN GRD CINV FD A 3460 Sale	CUSIP Number 1228/11	03/08/12		3.74	3.49	0.00	0.25	
Noncovered Short Term Capital Gains and Losses Subtotal				37.30	35.23	0.00	2.07	
NET SHORT TERM CAPITAL GAINS AND LOSSES				71.72	68.89	0.00	2.83	

## LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

**NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)**

TCW TOTAL RETURN BOND I 22,0000 Sale	CUSIP Number 10/05/10	11/27/12	226.82	227.48	0.66 (W)	0.00
19,0000 Sale	10/05/10	11/27/12	195.89	196.46	0.57 (W)	0.00
59,0000 Sale	10/05/10	11/27/12	606.29	610.06	0.00	(1.77)
<b>Security Subtotal</b>			<b>1,031.00</b>	<b>1,034.00</b>	<b>1.23</b>	<b>(1.77)</b>
NEUB BERM GENESIS INSTL 99,0000 Sale	CUSIP Number 10/05/10	03/08/12	4,821.30	4,030.29	0.00	791.01
4640 Sale	10/05/10	03/08/12	22.60	18.69	0.00	3.71
198,0000 Sale	10/05/10	09/20/12	9,977.22	3,080.58	0.00	1,916.64
4520 Sale	10/05/10	09/20/12	22.78	18.40	0.00	4.38
36,0000 Sale	10/05/10	11/27/12	1,508.10	1,221.30	0.00	286.80

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## 2012 ANNUAL STATEMENT SUMMARY

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## 2012 PROCEEDS FROM BROKER &amp; BARTER EXCHANGE TRANSACTIONS

1a. Quantity	Transaction Description	1b. Date of Acquisition	1c. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
NEUBERG GENESIS INSTL 6830 Sale 0840 Sale		CUSIP Number 10/05/10 10/05/10	641233200 11/27/12 11/27/12	34.83 4.22	28.21 3.42	0.00 0.00	6.62 0.80	
	<b>Security Subtotal</b>			<b>16,391.05</b>	<b>13,381.09</b>	<b>0.00</b>	<b>3,009.96</b>	
FEDRTD STRG VL DV FD INS 795 0000 Sale		CUSIP Number 10/05/10	314172569 11/27/12	3,972.04	3,436.72	0.00	533.32	
CR SUISSE COM RTN STRT : 178 0000 Sale .1850 Sale		CUSIP Number 07/08/09 07/08/09	22544R305 11/27/12 11/27/12	1,479.18 1.53	1,332.15 1.38	0.00 0.00	147.03 0.15	
	<b>Security Subtotal</b>			<b>1,480.71</b>	<b>1,333.53</b>	<b>0.00</b>	<b>147.18</b>	
PIMCO REAL RETURN FUND 98 0000 Sale		CUSIP Number 11/16/05	72201M46J6 11/27/12	1,239.70	1,095.64	0.00	144.06	
PIMCO TOTAL RETURN FUND 228 0000 Sale		CUSIP Number 03/08/09	72201M4552 11/27/12	2,644.80	2,254.04	0.00	380.76	
AMERICAN CAPITAL INCOME 290 0000 Sale 105 0000 Sale		CUSIP Number 02/08/09 02/08/09	140194101 03/08/12 11/27/12	14,900.20 3,527.22	11,593.68 4,197.79	0.00 0.00	3,306.31 1,329.41	
	<b>Security Subtotal</b>			<b>20,427.40</b>	<b>15,791.68</b>	<b>0.00</b>	<b>4,635.72</b>	
BLKRK CPT APR FD INC INS 668 0000 Sale 0150 Sale 236 0000 Sale 5770 Sale		CUSIP Number 02/07/02 06/18/10 02/07/02 06/18/10	09251R500 03/08/12 03/08/12 11/27/12 11/27/12	16,185.64 0.36 5,741.88 16.47	11,502.96 0.30 4,053.92 13.63	0.00 0.00 0.00 0.00	4,582.68 0.06 1,677.96 2.84	
	<b>Security Subtotal</b>			<b>21,944.35</b>	<b>15,580.81</b>	<b>0.00</b>	<b>6,363.54</b>	
L SYLS INV GR BD FD CL Y 3150 Sale 26 0000 Sale		CUSIP Number 09/07/10 10/06/10	543487136 11/27/12 11/27/12	4.03 371.21	3.87 363.96	0.00 0.00	0.16 7.25	
	<b>Security Subtotal</b>			<b>375.24</b>	<b>367.63</b>	<b>0.00</b>	<b>7.41</b>	

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## 2012 ANNUAL STATEMENT SUMMARY

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## 2012 PROCEEDS FROM BROKER &amp; BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
L SAYLES STRT INC CL Y		CUSIP Number	543487250					
105 0000 Sale		02/06/09	11/27/12	1,501.25	1,129.60	0.00	471.45	
5890 Sale		02/06/09	11/27/12	8.98	6.33	0.00	2.65	
<b>Security Subtotal</b>				<b>1,610.23</b>	<b>1,136.13</b>	<b>0.00</b>	<b>474.10</b>	
WICTRY INV GRD CONV FD A		CUSIP Number	926464538					
635 0000 Sale		02/06/09	03/08/12	6,858.00	5,219.70	0.00	1,638.30	
0240 Sale		02/06/09	03/08/12	0.26	0.20	0.00	0.06	
223 0000 Sale		02/06/09	11/27/12	2,408.40	1,833.06	0.00	575.34	
0090 Sale		02/06/09	11/27/12	0.09	0.07	0.00	0.02	
<b>Security Subtotal</b>				<b>9,266.75</b>	<b>7,053.03</b>	<b>0.00</b>	<b>2,213.72</b>	
MUNDER MIDCAP CORE GR Y		CUSIP Number	626124242					
225 0000 Sale		11/11/04	03/08/12	7,161.45	4,391.93	0.00	2,769.55	
5580 Sale		11/11/04	03/08/12	17.53	10.74	0.00	5.79	
307 0000 Sale		11/11/04	09/20/12	9,980.57	5,913.69	0.00	4,066.88	
5010 Sale		11/11/04	09/20/12	16.28	9.65	0.00	6.63	
0970 Sale		11/11/04	09/20/12	3.15	1.87	0.00	1.28	
74 0000 Sale		11/11/04	11/27/12	2,348.54	1,425.45	0.00	921.09	
2290 Sale		11/11/04	11/27/12	7.26	4.47	0.00	2.85	
<b>Security Subtotal</b>				<b>19,532.81</b>	<b>11,757.74</b>	<b>0.00</b>	<b>7,775.07</b>	
<b>Noncovered Long Term Capital Gains and Losses Subtotal</b>				<b>99,916.08</b>	<b>74,234.24</b>	<b>1.23</b>	<b>25,683.07</b>	
<b>NET LONG TERM CAPITAL GAINS AND LOSSES</b>				<b>99,916.08</b>	<b>74,234.24</b>	<b>1.23</b>	<b>25,683.07</b>	
<b>OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)</b>								
CR SUISSE COM RTN STRT I		CUSIP Number	22544R305					
0012 Sale		07-17/12	11/27/12	0.00	N/A	0.00	N/A	
L SYLS INV GR BD FD CL Y		CUSIP Number	543487136					
1 0000 Sale		10/07/10	11/27/12	12.79	N/A	0.00	N/A	
<b>Other Transactions Subtotal</b>				<b>12.79</b>		<b>0.00</b>		



Account No.  
7PH-04G59

Taxpayer No.  
58-0634727

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KATE &amp; ELWYN TOMLINSON

## 2012 ANNUAL STATEMENT SUMMARY

1099-B

## 2012 PROCEEDS FROM BROKER &amp; BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1g. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	<b>TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES</b>			<b>100,000.59</b>				
	<b>TOTAL REPORTED SALES PROCEEDS</b>			<b>100,000.59</b>				

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Wash Sale Loss Disallowed column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary

## 2012 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
0.76	2.07	0.00	25,683.07



## 2012 ENHANCED SUMMARY

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As of Date: 2/08/13

KATE & ELWYN TOMLINSON  
FOUNDATION INC.  
505 RIVER VALLEY RD NW  
ATLANTA GA 30328-2917

Your Financial Advisor :  
JAY D'MEZA/WILLIAM BRUNING, FC  
2520 NORTHWINDS PARKWAY  
STE 200 TWO NORTH WINDS CNTR  
ALPHARETTA GA 30009  
(678) 336-0141

Account Number: 4646-8745

## Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.  
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For non covered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE

## SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

## Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION								
Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
DUKE ENERGY CORP COM NEW CUSIP 26441C204	0.3333	N/A	07/03/12	07/03/12	23.09	0.01	23.08	CASH IN LIEU
<b>TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES</b>					<b>23.09</b>	<b>0.01</b>	<b>23.08</b>	

## SHORT TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

## Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION								
Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
NATURAL RESOURCES PARTNR LP COM UNIT LTD PART INT CUSIP 63900P103	200.0000	21.20010	12/22/11	08/16/12	4,239.93	5,268.46	-1,028.53	SALE
	180.0000	21.22640	12/22/11	08/16/12	3,820.66	4,741.61	-920.95	SALE
<b>Subtotal</b>	<b>380.0000</b>				<b>8,060.59</b>	<b>10,010.07</b>	<b>-1,949.48</b>	
<b>TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES</b>					<b>8,060.59</b>	<b>10,010.07</b>	<b>-1,949.48</b>	

## LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

## Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION								
Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
EATON VANCE FLOATING RATE ADVISER SHS CUSIP 277911533	2,192.9820	9.12000	06/06/11	12/18/12	20,000.00	19,877.25	122.75	SALE

## 2012 ENHANCED SUMMARY

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As of Date: 2/08/13

KATE & ELWYN TOMLINSON  
FOUNDATION INC.  
505 RIVER VALLEY RD NW  
ATLANTA GA 30328-2917

Your Financial Advisor :  
JAY D'MEZA/WILLIAM BRUNING, FC  
2520 NORTHWINDS PARKWAY  
STE 200 TWO NORTH WINDS CNTR  
ALPHARETTA GA 30009  
(678) 336-0141

Account Number: 4646-8745

## Year-End Account Summary

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## LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

*continued*

## Proceeds from Broker and Barter Exchange Transactions for 2012

## SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price (Box 1b)	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
FPA NEW INCOME INC CUSIP 302544101	1,879.6990	10.64000	02/22/06	12/18/12	20,000.00	20,413.53	-413.53	SALE
<b>TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES</b>								<b>-290.78</b>

\*Box 2a Sales price less commissions and option premiums