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Form

990-PF

Department of the Treasury  
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation 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 type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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 type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,323,413	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.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (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 <b>not</b> 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				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 Total. Add lines 1 through 11 . . . . .	95,149	95,149	70,410	
	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 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	17,599	17,599		0
	25 Contributions, gifts, grants paid . . . . .	97,500			97,500
	26 Total expenses and disbursements. Add lines 24 and 25	115,099	17,599		97,500
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-19,950			
	b Net investment income (if negative, enter -0-)		77,550		
	c Adjusted net income (if negative, enter -0-)			70,410	

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

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

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a	See Additional Data Table			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	24,739
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	-1,923

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	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

2	Total of line 1, column (d). . . . .	2	0 286433
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . .	3	0 057287
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	2,295,336
5	Multiply line 4 by line 3. . . . .	5	131,493
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	776
7	Add lines 5 and 6. . . . .	7	132,269
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	97,500

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

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

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶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 <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(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	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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)?		5b		
Organizations relying on a current notice regarding disaster assistance check here.		<input checked="" type="checkbox"/>		
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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b No		
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JACK FISHER 750 HAMMOND DR BLDG 17 ATLANTA, GA 30328	CHAIRMAN 0 25	0	0	0
SALLY TOMLINSON 750 HAMMOND DR BLDG 17 ATLANTA, GA 30328	DIRECTOR 0 25	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

## Part VIII

[illegible]

## 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
<b>1</b>		
<b>2</b>		
<b>3</b>		
<b>4</b>		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	

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	2,271,726
b	Average of monthly cash balances. . . . .	1b	58,564
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (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	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,295,336
6	Minimum investment return. 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	Distributable amount 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	Qualifying distributions. 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	Adjusted qualifying distributions. 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
1 Distributable amount for 2012 from Part XI, line 7				113,216
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .	4,900			
b From 2008. . . . .	42,651			
c From 2009. . . . .				
d From 2010. . . . .	14,813			
e From 2011. . . . .	45,893			
f Total of lines 3a through e. . . . .	108,257			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 97,500				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2012 distributable amount. . . . .				97,500
e Remaining amount distributed out of corpus				
5 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
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	92,541			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
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. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. . . . .	92,541			
10 Analysis of line 9				
a Excess from 2008. . . .	31,835			
b Excess from 2009. . . .				
c Excess from 2010. . . .	14,813			
d Excess from 2011. . . .	45,893			
e Excess from 2012. . . .				

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

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)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	97,500
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<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 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		95,149

[illegible]

<p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>    <b>(1)</b> Cash. . . . .</p> <p>    <b>(2)</b> Other assets. . . . .</p> <p><b>b</b> Other transactions</p> <p>    <b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .</p> <p>    <b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .</p> <p>    <b>(3)</b> Rental of facilities, equipment, or other assets. . . . .</p> <p>    <b>(4)</b> Reimbursement arrangements. . . . .</p> <p>    <b>(5)</b> Loans or loan guarantees. . . . .</p> <p>    <b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received</p>		<b>Yes</b>	<b>No</b>
	<b>1a(1)</b>		<b>No</b>
	<b>1a(2)</b>		<b>No</b>
	<b>1b(1)</b>		<b>No</b>
	<b>1b(2)</b>		<b>No</b>
	<b>1b(3)</b>		<b>No</b>
	<b>1b(4)</b>		<b>No</b>
	<b>1b(5)</b>		<b>No</b>
	<b>1b(6)</b>		<b>No</b>
	<b>1c</b>		<b>No</b>

[illegible]

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

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

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

**Sign  
Here**

**Paid  
Preparer  
Use Only**

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	***** Signature of officer or trustee		2013-08-08 Date		***** Title
<div style="border: 1px solid black; padding: 5px; text-align: right;">       May the IRS discuss this return with the preparer shown below (see instr. 9)? <input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b> </div>					
<b>Paid Preparer Use Only</b>	Print/Type preparer's name  COREY T AGEE		Preparer's Signature  COREY T AGEE		Date  2013-08-14
	Check if self-employed <input checked="" type="checkbox"/>		PTIN		
	Firm's name <input type="checkbox"/>		AGEEFISHERBARRETT LLC 750 HAMMOND DR NE BLDG 17 ATLANTA, GA 303285518		Firm's EIN <input type="checkbox"/>
Firm's address <input type="checkbox"/>		ATLANTA, GA 303285518			Phone no (404) 250-4570

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
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

(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)
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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			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</b> <i>Paid during the year</i>				
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

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</b> <i>Paid during the year</i>				
JUVENILE DIABETES RESEARCH FDN 4345 PINEWALK DR ALPHARETTA,GA 30022	CHARITY	CHARITABLE	FUNDING	100
KIDS WISH NETWORK 4060 LOUIS AVE HOLIDAY,FL 34691	CHARITY	CHARITABLE	FUNDING	100
PACE ACADEMY 966 WEST PACES FERRY RD ATLANTA,GA 30327	CHARITY	CHARITABLE	FUNDING	2,000
SHEPHERD CENTER FDN 2020 PEACHTREE ROAD NW ATLANTA,GA 303091465	CHARITY	CHARITABLE	FUNDING	5,000
ST JUDE CHILDRENS RESEARCH HOSPITAL 5901-A PEACHTREE DUNWOODY ATLANTA,GA 30328	CHARITY	CHARITABLE	FUNDING	1,000
ST SIMONS LAND TR PO BOX 24615 ST SIMONS ISLAND,GA 31522	CHARITY	CHARITABLE	FUNDING	1,000
THE CATHEDRAL OF ST PHILLIP 2744 PEACHTREE RD NW ATLANTA,GA 30309	CHARITY	CHARITABLE	FUNDING	3,000
THE LOVETT SCHOOL 4075 PACES FERRY RD NW ATLANTA,GA 30327	CHARITY	CHARITABLE	FUNDING	2,000
THE SPRUILL CENTER FOR THE ARTS 5339 CHAMBLEE DUNWOODY RD ATLANTA,GA 30338	CHARITY	CHARITABLE	FUNDING	5,000
<b>Total . . . . .</b>				97,500

## 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

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
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 &amp; 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	CUSIP Number	87234N830					
6750	Sale	10/31/12	11/27/12	6.96	6.93	0.00	0.03	
	FEDRTD STRG VL DV FD INS	CUSIP Number	314172530					
2460	Sale	11/01/12	11/27/12	1.23	1.25	0.00	(0.02)	
	PIMCO REAL RETURN FUND	CUSIP Number	72201M636					
4470	Sale	10/31/12	11/27/12	5.65	5.62	0.00	0.03	
	PIMCO TOTAL RETURN FUND	CUSIP Number	72201M552					
0230	Sale	10/31/12	11/27/12	0.27	0.27	0.00	0.00	
	AMERICAN CAPITAL INCOME	CUSIP Number	140194101					
3350	Sale	09/24/12	11/27/12	17.53	16.92	0.00	0.71	
	L SAYLES STRT INC CL Y	CUSIP Number	543487250					
0710	Sale	11/23/12	11/27/12	1.06	1.07	0.00	0.01	
	VICTRY INV GRD CONV FD A	CUSIP Number	926464538					
1480	Sale	03/23/12	11/27/12	1.60	1.60	0.00	0.00	

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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	1a 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>NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)</b>								
	NEUB BERM GENESIS INSTL 0020 Sale	CUSIP Number 1219911	641233200 03/08/12	6.09	6.09	0.00	0.00	
	CR SUISSE COM RTN STRT 1 5588 Sale	CUSIP Number 1216111	22544R305 11/27/12	4.65	4.46	0.00	0.19	
	AMERICAN CAPITAL INCOME 15610 Sale	CUSIP Number 1212111	140194101 03/08/12	28.22	27.19	0.00	1.03	
	VICTORY INV GRD CONV FD A 3460 Sale	CUSIP Number 1212811	926464538 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 1		CUSIP Number	87234N850					
22.0000	Sale	10/05/10	11/27/12	226.82	227.48	0.66 (W)	0.00	
15.0000	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)	
Security Subtotal				1,031.00	1,034.00	1.23	(1.77)	
NEUB BERM GENESIS INSTL		CUSIP Number	641233200					
98.0000	Sale	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	18.89	0.00	3.71	
196.0000	Sale	10/05/10	09/20/12	9,977.22	9,050.58	0.00	1,916.64	
14520	Sale	10/05/10	09/20/12	22.78	18.40	0.00	4.38	
30.0000	Sale	10/05/10	11/27/12	1,508.10	1,221.30	0.00	286.80	

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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	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>NEUB BERM GENESIS INSTL</b>								
	CUSIP Number	641233200						
5930	Sale	10/05/10	11/27/12	34.83	28.21	0.00	6.62	
0840	Sale	10/05/10	11/27/12	4.22	3.42	0.00	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>	
<b>FEDRTD STRG VL DV FD INS</b>								
	CUSIP Number	314172560						
796.0000	Sale	10/05/10	11/27/12	3,972.04	3,436.72	0.00	535.32	
<b>CR SUISSE COM RTN STRT</b>								
	CUSIP Number	22544R305						
178.0000	Sale	07/08/09	11/27/12	1,479.18	1,332.15	0.00	147.03	
1.1850	Sale	07/08/09	11/27/12	1.53	1.38	0.00	0.15	
	<b>Security Subtotal</b>			<b>1,480.71</b>	<b>1,333.53</b>	<b>0.00</b>	<b>147.18</b>	
<b>PIMCO REAL RETURN FUND</b>								
	CUSIP Number	72201M636						
98.0000	Sale	11/16/05	11/27/12	1,239.70	1,095.64	0.00	144.06	
<b>PIMCO TOTAL RETURN FUND</b>								
	CUSIP Number	72201M552						
228.0000	Sale	03/05/09	11/27/12	2,644.80	2,264.04	0.00	380.76	
<b>AMERICAN CAPITAL INCOME</b>								
	CUSIP Number	140194101						
290.0000	Sale	02/06/09	03/08/12	14,900.20	11,583.69	0.00	3,306.31	
105.0000	Sale	02/06/09	11/27/12	5,527.20	4,197.79	0.00	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>	
<b>BLK RK CPT APR FD INC INS</b>								
	CUSIP Number	09251R500						
668.0000	Sale	02/07/02	03/08/12	16,185.64	11,502.96	0.00	4,682.68	
0150	Sale	06/18/10	03/09/12	0.36	0.30	0.00	0.06	
236.0000	Sale	02/07/02	11/27/12	5,741.88	4,053.92	0.00	1,677.96	
5770	Sale	06/18/10	11/27/12	16.47	13.63	0.00	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>	
<b>L SYLS INV GR BD FD CL V</b>								
	CUSIP Number	543487136						
3150	Sale	09/07/10	11/27/12	4.03	3.87	0.00	0.16	
29.0000	Sale	10/06/10	11/27/12	371.21	353.96	0.00	17.25	
	<b>Security Subtotal</b>			<b>375.24</b>	<b>357.83</b>	<b>0.00</b>	<b>17.41</b>	

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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	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>L SAYLES STRT INC CL Y</b>								
	CUSIP Number	543487250						
105 0000	Sale	02/06/09	11/27/12	1,601.25	1,129.80	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>	
<b>VICTRY INV GRD CONV FD A</b>								
	CUSIP Number	926464538						
535 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>	
<b>MUNDER MIDCAP CORE GR Y</b>								
	CUSIP Number	626124242						
225 0000	Sale	11/11/04	03/08/12	7,161.45	4,331.93	0.00	2,769.55	
5580	Sale	11/11/04	03/08/12	17.53	10.74	0.00	6.79	
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	2,346.54	1,425.45	0.00	921.09	
2290	Sale	11/11/04	11/27/12	7.26	4.41	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>								
<b>CR SUISSE COM RTN STRT I</b>								
	CUSIP Number	22544R305						
0012	Sale	07/17/12	11/27/12	0.00	N/A	0.00	N/A	
<b>L SYLS INV GR BD FD CL Y</b>								
	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>		



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KATE & ELWYN TOMLINSON

## 2012 ANNUAL STATEMENT SUMMARY

1099-B

### 2012 PROCEEDS FROM BROKER & 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
<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

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.

## 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	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>40,000.00</b>	<b>40,290.78</b>	<b>-290.78</b>	

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