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 , **and ending**

Name of foundation
THE UNIVERSITY FINANCING FOUNDATION, INC.

A Employer identification number
58-1505902

Number and street (or P O box number if mail is not delivered to street address): 3333 BUSBEE DRIVE
Room/suite: 150

B Telephone number: 404-214-9440

City or town, state, and ZIP code: KENNESAW, GA 30144

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 444,185,932.

J Accounting method: [ ] Cash [x] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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

Line	Description	(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				
2	Check ▶ [x] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	15,850,282.	15,820,142.	15,850,282.	STATEMENT1
4	Dividends and interest from securities				
5a	Gross rents	530,943.	184,443.	530,943.	STATEMENT2
b	Net rental income or (loss) <344,729.>				STATEMENT3
6a	Net gain or (loss) from sale of assets not on line 10	1,675,793.			STATEMENT4
b	Gross sales price for all assets on line 6a 6,720,020.				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain			0.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	22,977,791.	0.	22,977,791.	STATEMENT5
12	**Total.** Add lines 1 through 11	41,034,809.	16,004,585.	39,359,016.	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	1,826,437.	0.	0.	1,826,437.
14	Other employee salaries and wages	592,329.	0.	0.	592,329.
15	Pension plans, employee benefits	902,523.	0.	0.	902,523.
16a	Legal fees STMT 6	428,986.	0.	0.	428,986.
b	Accounting fees STMT 7	238,632.	0.	0.	238,632.
c	Other professional fees STMT 8	220,605.	0.	0.	220,605.
17	Interest	20,858,899.	0.	20,858,899.	0.
18	Taxes STMT 9	19,513.	0.	19,513.	0.
19	Depreciation and depletion	4,632,114.	55,626.	4,632,114.	
20	Occupancy	1,778,476.	142,167.	255,822.	1,522,654.
21	Travel, conferences, and meetings	76,943.	0.	0.	76,943.
22	Printing and publications	1,492.	0.	0.	1,492.
23	Other expenses STMT 10	6,513,705.	28,621.	28,621.	6,485,084.
24	**Total operating and administrative expenses.** Add lines 13 through 23	38,090,654.	226,414.	25,794,969.	12,295,685.
25	Contributions, gifts, grants paid	219,400.			219,400.
26	**Total expenses and disbursements.** Add lines 24 and 25	38,310,054.	226,414.	25,794,969.	12,515,085.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	2,724,755.			
b	**Net investment income** (if negative, enter -0-)		15,778,171.		
c	**Adjusted net income** (if negative, enter -0-)			13,564,047.	

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223501 12-05-12 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2012)

10401106 759874 67850.1 2012.04040 THE UNIVERSITY FINANCING FO 67850_11

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	33,421,883.	49,911,571.	49,911,571.
	3	Accounts receivable ▶ 417,342.			
		Less: allowance for doubtful accounts ▶	272,368.	417,342.	417,342.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ 11,342,203.			
		Less: allowance for doubtful accounts ▶ 0.	11,870,301.	11,342,203.	11,342,203.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	11,181,527.	11,020,101.	11,020,101.
	10a	Investments - U.S. and state government obligations STMT 14	11,248,519.	2,905,244.	2,905,244.
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶ 3,667,443.			
		Less accumulated depreciation STMT 12 ▶ 967,164.	2,796,346.	2,700,279.	2,700,279.
	12	Investments - mortgage loans			
	13	Investments - other STMT 15	25,697,224.	32,697,356.	32,697,356.
	14	Land, buildings, and equipment: basis ▶ 180,918,979.			
		Less accumulated depreciation STMT 13 ▶ 45,946,384.	138,741,249.	134,972,595.	134,972,595.
	15	Other assets (describe ▶ STATEMENT16)	199,078,663.	198,219,241.	198,219,241.
	16	Total assets (to be completed by all filers)	434,308,080.	444,185,932.	444,185,932.
Liabilities	17	Accounts payable and accrued expenses	15,481,182.	12,177,943.	
	18	Grants payable			
	19	Deferred revenue	3,753,716.	3,088,761.	
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT17)	405,029,757.	413,902,709.	
	23	Total liabilities (add lines 17 through 22)	424,264,655.	429,169,413.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ [x] and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	10,043,425.	15,016,519.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances	10,043,425.	15,016,519.	
	31	Total liabilities and net assets/fund balances	434,308,080.	444,185,932.	

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	10,043,425.
2	Enter amount from Part I, line 27a	2	2,724,755.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	2,249,649.
4	Add lines 1, 2, and 3	4	15,017,829.
5	Decreases not included in line 2 (itemize) ▶ INVESTMENT LOSS FROM ATLANTIC TRUST	5	1,310.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,016,519.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,244,332.		1,288,241.	<40,018.>

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				
b				
c				
d				
e				<40,018.>

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	<40,018.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	<22,067.>

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.) N/A

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011			
2010			
2009			
2008			
2007			

2 **Total** of line 1, column (d)	2	
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [X] and enter "N/A" on line 1. Date of ruling or determination letter: 05/09/89 (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [ ] and enter 1% of Part I, line 27b	1	N/A
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	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9	X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ WWW.TUFF.ORG

14 The books are in care of ▶ THOMAS H. HALL Telephone no. ▶ 404-214-9440
Located at ▶ 3333 BUSBEE DRIVE, STE 150, KENNESAW, GA ZIP+4 ▶ 30144

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 18		1,826,438.	399,321.	31,200.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
VIC CLEMENTS - 3333 BUSBEE DRIVE, STE 150, KENNESAW, GA 30144	ADMIN MANAGER 40.00	230,500.	71,160.	9,600.
NEIL HERCEG - 75 FIFTH STREET, STE 1050, ATLANTA, GA 30144	MANAGER 40.00	108,485.	33,139.	0.
TERRI KEMP - 3333 BUSBEE DRIVE, STE 150, KENNESAW, GA 30144	PROJECT ACCOUNTANT 40.00	77,450.	23,854.	0.
SHERRY BILLINGS - 3333 BUSBEE DRIVE, STE 150, KENNESAW, GA 30144	OFFICE MANAGER 40.00	58,500.	18,018.	0.
KATHERINE SMITH - 75 FIFTH STREET, STE 1050, ATLANTA, GA 30144	EXECUTIVE ASSISTANT 35.00	58,500.	18,018.	0.

Total number of other employees paid over $50,000 ▶ 1

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
HOLT, NEY, ZATCOFF & WASSERMAN - 100 GALLERIA PKWY, STE 1800, ATLANTA, GA 30339-5947	LEGAL SERVICES	555,941.
GATEWAY DEVELOPMENT SERVICES - 75 FIFTH STREET NW, STE 1000, ATLANTA, GA 30308	PROJECT MANAGEMENT	471,767.
WINDHAM BRANNON, P.C. - 3630 PEACHTREE ROAD NE, SUITE 600, ATLANTA, GA 30326	AUDIT AND TAX SERVICES	271,532.
OGLETREE DEAKINS - 191 PEACHTREE STREET, NE, SUITE 4800, ATLANTA, GA 30303	COUNSEL ON EMPLOYEE COMPENSATION	189,378.
MURRAY BARNES FINISTER LLP 1180 PEACHTREE STREET, ATLANTA, GA 30309	BOND COUNSEL	121,023.
Total number of others receiving over $50,000 for professional services ▶		1

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 THE FOUNDATION FINANCES AND ACQUIRES FACILITIES AND EQUIPMENT FOR THE BENEFIT OF SCHOOLS, COLLEGES, UNIVERSITIES, AND OTHER NONPROFIT EDUCATIONAL ORGANIZATIONS	0.
2 AND MAKES THE FACILITIES AND EQUIPMENT AVAILABLE TO SUCH NONPROFIT ORGANIZATIONS AT RENTAL OR INTEREST RATES LESS THAN COMMERCIAL RATES FOR COMPARABLE FACILITIES.	0.
3 THE FOUNDATION ALSO UNDERTAKES, FOR BELOW-MARKET CHARGES, EXTRAORDINARY TASKS REQUESTED OF IT BY NONPROFIT EDUCATIONAL AND GOVERNMENTAL ORGANIZATIONS.	12,515,085.
4	0.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 THE FOUNDATION PURCHASED EQUIPMENT AND REAL ESTATE DURING THE YEAR FOR RENT BY NONPROFIT EDUCATIONAL ORGANIZATIONS	467,516.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	467,516.

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	27,191,369.
b	Average of monthly cash balances	1b	8,467,662.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	35,659,031.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	35,659,031.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	534,885.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	35,124,146.
6	**Minimum investment return.** Enter 5% of line 5	6	1,756,207.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ [X] and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	12,515,085.
b	Program-related investments - total from Part IX-B	1b	467,516.
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	12,982,601.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	12,982,601.

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)

N/A

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years: ______, ______, ______				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $				
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				
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).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr.				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

1 a 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 ▶ 05/09/89

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	1,756,207.	1,540,375.	1,265,050.	427,041.	4,988,673.
b 85% of line 2a	1,492,776.	1,309,319.	1,075,293.	362,985.	4,240,372.
c Qualifying distributions from Part XII, line 4 for each year listed	12,982,601.	46,960,866.	28,928,380.	49,579,141.	138,450,988.
d Amounts included in line 2c not used directly for active conduct of exempt activities	219,400.	989,976.	223,213.	170,400.	1,602,989.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	12,763,201.	45,970,890.	28,705,167.	49,408,741.	136,847,999.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets	444,185,932.	434,308,080.	433,614,982.	421,573,985.	1,733,682,979.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	358,876,726.	372,392,627.	385,559,025.	364,313,746.	1,481,142,124.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.
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)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 19

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE EXHIBIT A	NONE	501(C)(3)	SEE EXHIBIT A	219,400.
Total			▶ 3a	219,400.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a RENTAL INCOME-PRI					19,094,225.
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	531190	326,175.	14	15,524,107.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property	531190	<331,379.>			
b Not debt-financed property			16	<13,350.>	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	531190	15,955.	01	1,659,838.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a ENERGY SERVICE REVENUE					3,865,933.
b MISCELLANEOUS					17,633.
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		10,751.		17,170,595.	22,977,791.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 40,159,137.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1A	THE FOUNDATION FINANCES AND ACQUIRES FACILITIES AND EQUIPMENT FOR THE BENEFIT OF SCHOOLS, COLLEGES, UNIVERSITIES AND OTHER NONPROFIT EDUCATIONAL ORGANIZATIONS AND MAKES THE FACILITIES AND EQUIPMENT AVAILABLE TO SUCH NONPROFIT ORGANIZATIONS AT RENTAL OR INTEREST RATES LESS THAN COMMERCIAL RATES FOR COMPARABLE FACILITIES.
11A	AT THE REQUEST OF TWO UNIVERSITIES, THE FOUNDATION RENOVATED A FACILITY LOCATED ON THE CAMPUS OF ONE OF THEM AND USES IT TO FURNISH STEAM, HOT WATER AND CHILLED WATER TO THOSE UNIVERSITIES AT BELOW-MARKET RATES.

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

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

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

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

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
N/A		

Sign Here

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

Thomas H. Hall III President | Date 11/11/13 | OFFICER
Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CARLYE W. DOOLEY	CARLYE W. DOOLEY	11/06/13		P00292964

Firm's name ▶ WINDHAM BRANNON, P.C. | Firm's EIN ▶ 58-1763439

Firm's address ▶ 3630 PEACHTREE RD., NE SUITE 600
ATLANTA, GA 30326 | Phone no. 404-898-2000

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	GAIN FROM EUCLIDIAN FUND I, LP	P	VARIOUS	12/31/12
b	GAIN FROM EUCLIDIAN FUND I, LP	P	VARIOUS	12/31/12
c	LOSS FROM MORGAN STANLEY INVESTMENTS	P	VARIOUS	12/31/12
d	LOSS FROM MORGAN STANLEY INVESTMENTS	P	VARIOUS	12/31/12
e	LOSS FROM ATLANTIC TRUST	P	VARIOUS	12/31/12
f	GAIN FROM ATLANTIC TRUST	P	VARIOUS	12/31/12
g	CAPITAL GAIN DISTRIBUTION - ATLANTIC TRUST	P	VARIOUS	12/31/12
h	UNRECAPTURED SECTION 1250 GAIN - ATLANTIC TRUST	P	VARIOUS	12/31/12
i	LOSS FROM GEORGIA VENTURE PARTNERS, LLC	P	VARIOUS	12/31/12
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				<9,776.>
b				100,205.
c	363,456.		376,367.	<12,911.>
d	376,396.		410,328.	<33,932.>
e	379,076.		381,316.	<2,240.>
f	123,090.		120,230.	2,860.
g	2,300.			2,300.
h	14.			14.
i				<86,538.>
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				** <9,776.>
b				100,205.
c				** <12,911.>
d				<33,932.>
e				** <2,240.>
f				** 2,860.
g				2,300.
h				14.
i				<86,538.>
j				
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	<40,018.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	<22,067.>

223591
05-01-12

** (SHORT-TERM)

The University Financing Foundation, Inc
Contributions Expense Detail
FYE 12/31/2012

Posting Date	Document No	External Document No	Source Name	Description			Amount	Address
2/2/2012	PO-07759	6176	Association of University Research Parks	Gold Corp Partner 2012-Pymt 1 of 3	6,500 00			
7/2/2012	PO-08070	6282	Association of University Research Parks	Gold Corp Partner 2012-Pymt 2 of 3	2,000 00			
8/29/2012	PO-08185	6312	Association of University Research Parks	2012 Gold Corporate Sponsorship- Pmt #3 of 3	6,500 00			
							15,000 00	c/o Wachovia Bk, Lockbox 758936, Baltimore, MD 21275-8936
12/31/2012	PO-08433	2012 MATCHING GIFT	Atlanta Botanical Garden	2012 Matching gift- T Hall		*	1,250 00	1345 Piedmont Avenue NE, Atlanta, GA 30309
4/10/2012	PO-07899	G1004	Capacity, Inc	BBC Silver Sponsor less discount & in-kind contrib			1,500 00	50 Hurt Plaza, Grand Lobby, Atlanta, GA 30303
9/10/2012	PO-08214	2012 DWNTN DEV DAY	Central Atlanta Progress Inc	Bronze sponsor- Downtown Development Day 11/7/12			1,500 00	50 Hurt Plaza, Grand Lobby, Atlanta, GA 30303
12/31/2012	PO-08429	2012 MATCHING GIFT	Children's Healthcare of Atlanta	2012 Matching gift- T Hall		*	2,500 00	1687 Tullie Circle, Atlanta, GA 30329
5/2/2012	PO-07955	2012 RFTS DONATION	Christian Motorcyclists Association	5/2/12 Matching gift- T Kemp	500 00			
12/31/2012	PO-08431	MATCHING GIFT- KEMP	Christian Motorcyclists Association	Matching donation- T Kemp	500 00	*		
							1,000 00	PO Box 9, Hatfield, AR 71945
12/31/2012	PO-08434	2012 MATCHING GIFT	City of Refuge, Inc	2012 Matching gift- T Kemp		*	150 00	1300 Joseph Boone Boulevard, Atlanta, GA 30314
2/22/2012	PO-07813	2012 DONATION	Clayton State University Foundation	2012 Donation- Friends of Spivey Hall			3,000 00	2000 Clayton State Boulevard, Morrow, GA 30260
9/19/2012	PO-08226	2012 MATCHING GIFT	Crohns & Colitis Foundation	2012 Matching gift- K Smith			150 00	386 Park Avenue South, 17th Floor, New York, NY 10016
12/18/2012	PO-08387	2012 MATCHING GIFT	Cumberland Communities Communications Corp	2012 Matching gift- L Beall			150 00	PO Box 27568, Knoxville, TN 37927
12/31/2012	PO-08461	2012 MATCHING GIFT	Cure Childhood Cancer	2012 Matching gift- Lisa Beall			200 00	1117 Perimeter Center W, Suite N402, Atlanta, GA 30338
12/31/2012	PO-08444	2012 MATCHING GIFT	Fernbank Inc	2012 Matching gift- T Hall		*	500 00	767 Clifton Rd Ne, Atlanta, GA 30307
4/24/2012	PO-07941	2012 SPONSOR	Florida Institute of Technology	2012 Fl Tech Sporting Affair Sponsor-Bronze level			2,500 00	150 W University Blvd, Melbourne, FL 32901
12/27/2012	PO-08422	2012 MATCHING GIFT	Fordham University	2012 Matching gift- L Beall			150 00	441 East Fordham Road, Bronx, NY 10458
3/9/2012	PO-07832	2012 DONATION	Friends of the Georgia Archives	2012 Legacy membership donation			1,000 00	P O Box 711, Morrow, GA 30260-0711
8/31/2012	PO-01239	2005 GRANT-YR 7	Georgia Advanced Tech Ventures	Annual grant for 5th Fl tax-exempt savings- Yr 7			50,000 00 A	75 5th Street, Suite 320, Atlanta, GA 30308
4/10/2012	PO-07897	2012 DONATION	GA Independent College Association	2012 Donation			1,000 00	One Georgia Center, 600 West Peachtree Street NW, Suite 1510, Atlanta GA 30308
9/26/2012	PO-08249	2012 MATCHING GIFT	Georgia College & State University	2012 Matching donation- L Beall			300 00	Campus Box 96, Milledgeville, GA 31061
4/10/2012	PO-07896	GTRI GIFT	Georgia Tech Foundation, Inc	Donation for Ga Tech Research Institute	80,000 00			
12/27/2012	PO-08420	2012 MCKENNEY MATCH	Georgia Tech Foundation, Inc	2012 Matching gift- D McKenney	10,000 00			
12/31/2012	PO-08498	2012 HALL MATCH	Georgia Tech Foundation, Inc	2012 Matching gift- T Hall	2,500 00	*		
							92,500 00	760 Spring St NW, 4th Floor, Atlanta, GA 30308
12/31/2012	PO-08436	2012 MATCHING GIFT	Highlands Biological Foundation	2012 Matching gift- T Hall		*	650 00	PO Box 580, Highlands, NC 28741
12/31/2012	PO-08460	2012 MATCHING GIFT	Highlands Land Trust, Inc	2012 Matching gift- T Hall		*	500 00	PO Box 1703, Highlands, NC 28741
1/31/2012	PO-07803	2012 MATCHING GIFT	Leukemia & Lymphoma Society, Inc	2012 Matching donation- T Kemp			100 00	1311 Mamaroneck Ave, Suite 310, White Plains, NY 10605
10/23/2012	PO-08297	2012 MATCHING GIFT	National Park Foundation	2012 matching gift- Lisa Beall			225 00	1201 Eye St NW, #550B, Washington DC 20005
2/20/2012	PO-07797	65306	NBIA	26th Int'l Conf on Business Incub Beyond			3,000 00	20 E Circle Drive, #37198, Athens, OH 45701-3751
10/23/2012	PO-08296	2012 MATCHING GIFT	Pancreatic Cancer Action Network	2012 matching gift- K Smith			125 00	1500 Rosecrans Ave #200, Manhattan Beach, CA 90266
12/31/2012	PO-08492	2012 MATCHING GIFT	Reflections Ministries, Inc	2012 Matching gift- T Hall		*	500 00	One Piedmont Center, Suite 130, Atlanta, GA 30305
3/20/2012	PO-07862	2011 MATCHING GIFT	Robert W Woodruff Arts Center	2011 Matching gift- T Hall			900 00	1280 Peachtree St NE, Atlanta, GA 30309
12/31/2012	PO-08430	2012 MATCHING GIFT	St George's Episcopal School	2012 Matching gift- L Beall		*	100 00	103 Birch Street, Milner, GA 30257
9/5/2012	PO-08199	2012 MATCHING GIFT	Stanford University	7/11/12 Matching gift- N Herceg			500 00	326 Galvez St , Stanford, CA 94305-6105
5/31/2012	PO-08011	2600	State Science & Tech Institute	SSTI 16th Annual Conf Sponsorship			3,000 00	5015 Pine Creek Drive, Westerville, OH 43081
12/31/2012	PO-08435	2012 MATCHING GIFT	The Bascom	2012 Matching gift- T Hall	500 00	*		
12/31/2012	PO-08485	2011 MATCHING GIFT	The Bascom	2011 Matching gift- T Hall	1,500 00	*		
							2,000 00	323 Franklin Rd , Highlands, NC 28741
12/19/2012	PO-08395	2012 MATCHING GIFT	The Community Foundation for Greater Atlanta	2012 Matching gift- AJ Robinson			10,000 00	50 Hurt Plaza, Suite 449, Atlanta, GA 30303
12/31/2012	PO-08428	2012 MATCHING GIFT	The Land Trust for the Little Tennessee, Inc	2012 Matching donation- T Hall		*	500 00	PO Box 1148, Franklin, TN 28744
10/2/2012	PO-08265	2013 SPONSORSHIP	ULI Atlanta District Council	2013 Contributor Sponsorship			900 00	300 Galleria Parkway, SE, Suite 100, Atlanta, GA 30339
9/26/2012	PO-08248	2012 MATCHING GIFT	University of Southern Miss Foundation	2012 Matching donation- L Beall			300 00	118 College Drive #10026, Hattiesburg, MS 39406
2/2/2012	PO-07753	2012 BOR GALA	University System of Georgia Foundation	2012 Regents' Award - Gold Sponsorship			10,000 00	394 South Milledge Ave, Athens, GA 30602
8/16/2012	PO-08152	2012 AWARDS FOR EXC	Urban Land Institute	2012 Awards for Excellence Sponsor			1,750 00	PO Box 418363, Boston, MA 02241-8363
8/31/2012	PO-08204	2012 MATCHING GIFT	Young Life Metro Atlanta-Urban	2012 Matching gift- K Byrne			10,000 00	1874 Piedmont Ave NE #305C, Atlanta, GA 30324
				Total 2012 Contributions Expense			219,400 00	
				Add Contributions Accrued in 2011 and Paid in 2012			863,412 12	
				Less Contributions Accrued at 12/31/12	sum of *		(11,650 00)	
				Total Contributions Paid in 2012			1,071,162 12	

Expense Allocation by Company	
TUFF Parent	169,400 00
TUFF ATDC LLC - A	50,000 00
Total 2012 Contributions Expense	219,400 00

EXHIBIT A

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

SOURCE	AMOUNT
ATDC	316,805.
FROM K-1 - GA VENTURE PARTNERS, LLC	149.
KROM K-1 - EUCLIDEAN FUND I, LP	22,624.
VARIOUS SOURCES	15,501,334.
YAMACRAW	9,370.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,850,282.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
ALBANY AGSERV	1	184,443.
YAMACRAW - TSRB MIDTOWN PARK RENTAL SPACE	3	297,653.
ATDC LLC	4	48,847.
TOTAL TO FORM 990-PF, PART I, LINE 5A		530,943.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		55,626.	
OTHER EXPENSES		142,167.	
- SUBTOTAL -	1		197,793.
DEPRECIATION		40,441.	
OTHER EXPENSES		54,312.	
INTEREST EXPENSE		408,429.	
- SUBTOTAL -	3		503,182.
OTHER EXPENSES		59,343.	
INTEREST EXPENSE		115,354.	
- SUBTOTAL -	4		174,697.
TOTAL RENTAL EXPENSES			875,672.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			<344,729.>

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 4

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GAIN FROM EUCLIDIAN FUND I, LP				PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<9,776.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GAIN FROM EUCLIDIAN FUND I, LP	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	100,205.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOSS FROM MORGAN STANLEY INVESTMENTS	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
363,456.	376,367.	0.	0.	<12,911.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOSS FROM MORGAN STANLEY INVESTMENTS	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
376,396.	410,328.	0.	0.	<33,932.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOSS FROM ATLANTIC TRUST	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
379,076.	381,316.	0.	0.	<2,240.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GAIN FROM ATLANTIC TRUST	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
123,090.	120,230.	0.	0.	2,860.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION - ATLANTIC TRUST	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,300.	0.	0.	0.	2,300.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNRECAPTURED SECTION 1250 GAIN - ATLANTIC TRUST	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14.	0.	0.	0.	14.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOSS FROM GEORGIA VENTURE PARTNERS, LLC	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<86,538.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL LEASE - ATLANTA HOUSING	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
959,095.	705,623.	0.	0.	253,472.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL LEASE - ATDC	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
555,600.	425,691.	0.	0.	129,909.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL LEASE - GWINNETT CENTER	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
878,304.	615,946.	0.	0.	262,358.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL LEASE - MOREHOUSE	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
466,821.	403,290.	0.	0.	63,531.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL LEASE - BUILDING AND LAND - YAMACRAW	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,274,518.	592,629.	0.	0.	681,889.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL LEASE - TEPB	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,325,395.	1,016,698.	0.	0.	308,697.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL LEASE - ATDC	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,955.	0.	0.	0.	15,955.

NET GAIN OR LOSS FROM SALE OF ASSETS	1,675,793.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,675,793.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
RENTAL INCOME-PRI	19,094,225.	0.	19,094,225.
ENERGY SERVICE REVENUE	3,865,933.	0.	3,865,933.
MISCELLANEOUS	17,633.	0.	17,633.
TOTAL TO FORM 990-PF, PART I, LINE 11	22,977,791.	0.	22,977,791.

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	428,986.	0.	0.	428,986.
TO FM 990-PF, PG 1, LN 16A	428,986.	0.	0.	428,986.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	238,632.	0.	0.	238,632.
TO FORM 990-PF, PG 1, LN 16B	238,632.	0.	0.	238,632.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER	220,605.	0.	0.	220,605.
TO FORM 990-PF, PG 1, LN 16C	220,605.	0.	0.	220,605.

FORM 990-PF TAXES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAX	19,513.	0.	19,513.	0.
TO FORM 990-PF, PG 1, LN 18	19,513.	0.	19,513.	0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMORTIZATION OF DEBT ISSUE COST & BOND DISCOUNT, PREMIUM	358,076.	0.	0.	358,076.
COMPUTER EXPENSE	41,035.	0.	0.	41,035.
INSURANCE	83,518.	0.	0.	83,518.
LICENSES EXPENSE	1,908.	0.	0.	1,908.
PARKING	12,439.	0.	0.	12,439.
PENALTIES & FINES	<21.>	0.	0.	<21.>
SUPPLIES	30,034.	0.	0.	30,034.
MEALS AND ENTERTAINMENT	33,110.	0.	0.	33,110.
CONDO FEES-UNALLOCATED	1,346,852.	0.	0.	1,346,852.
MANAGEMENT FEES	360,526.	0.	0.	360,526.
ADMINISTRATION	477,852.	0.	0.	477,852.
CAPITAL REPLACEMENT FUND	213,019.	0.	0.	213,019.
OPERATING RESERVE FUND	25,000.	0.	0.	25,000.
SUPPLEMENTAL RESERVE FUND	92,307.	0.	0.	92,307.
CLEANING	283,431.	0.	0.	283,431.
LANDSCAPING	13,660.	0.	0.	13,660.
REPAIRS AND MAINTENANCE	351,856.	0.	0.	351,856.
SECURITY	224,679.	0.	0.	224,679.
TRAINING & SEMINAR	113,672.	0.	0.	113,672.
ENERGY SERVICES-STEAM, WATER	2,341,864.	0.	0.	2,341,864.
TRUSTEE FEES	44,105.	0.	0.	44,105.
EQUIPMENT RENTAL	11,162.	0.	0.	11,162.
INVESTMENT EXPENSE	28,621.	28,621.	28,621.	0.
LEASE CHARGE FUND	25,000.	0.	0.	25,000.
TO FORM 990-PF, PG 1, LN 23	6,513,705.	28,621.	28,621.	6,485,084.

FORM 990-PF | OTHER INCREASES IN NET ASSETS OR FUND BALANCES | STATEMENT 11

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENT/LOSS ON DEBT REFUNDING	2,150,462.
INVESTMENT LOSS FROM GEORGIA VENTURE PARTNERS, LLC K-1	99,187.
TOTAL TO FORM 990-PF, PART III, LINE 3	2,249,649.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
BUILDING - AGSERV	1,924,687.	520,414.	1,404,273.	1,404,273.
BUILDING - AGSERV	32,781.	8,410.	24,371.	24,371.
AGSERV-IMPROVEMENT	53,129.	12,145.	40,984.	40,984.
BUILDING - YAMACRAW	1,577,215.	413,937.	1,163,278.	1,163,278.
WINDOWS REPLACEMENT	8,890.	1,311.	7,579.	7,579.
TUFF AGSERVE - FURNITURE & FIXTURES	17,320.	9,072.	8,248.	8,248.
TUFF AGSERVE - 15 TON HVAC UNIT	18,510.	831.	17,679.	17,679.
TUFF AGSERVE - 1/2 COST ROOF REPAIRS	34,911.	1,044.	33,867.	33,867.
TO 990-PF, PART II, LN 11	3,667,443.	967,164.	2,700,279.	2,700,279.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
BUILDING - SAVANNAH	3,000,000.	807,692.	2,192,308.	2,192,308.
BUILDING - SAVANNAH	712,950.	173,669.	539,281.	539,281.
BUILDING - GTREP - MISC	903,857.	218,239.	685,618.	685,618.
BUILDING - YAMACRAW	167,948.	43,060.	124,888.	124,888.
BUILDING - YAMACRAW	1,322,110.	339,000.	983,110.	983,110.
BUILDING - YAMACRAW	13,546,358.	3,473,430.	10,072,928.	10,072,928.
BUILDING - COBB CTY	5,143,413.	5,143,413.	0.	0.
BUILDING - COBB CTY	72,590.	32,102.	40,488.	40,488.
BUILDING - COBB CTY	26,186.	11,463.	14,723.	14,723.
BUILDING - COBB CTY	98,666.	41,534.	57,132.	57,132.
BUILDING - COBB CTY	181,808.	72,649.	109,159.	109,159.
BUILDING - COBB CTY	17,880.	7,290.	10,590.	10,590.
BUILDING - COBB CTY	153,633.	62,696.	90,937.	90,937.
BUILDING - COBB CTY	1,920.	776.	1,144.	1,144.
BUILDING - COBB CTY	101,933.	37,903.	64,030.	64,030.
BUILDING - COBB CTY	460,000.	126,796.	333,204.	333,204.
BUILDING - CLAYTON	30,858,839.	7,846,583.	23,012,256.	23,012,256.
BUILDING - GCTR	6,585.	1,535.	5,050.	5,050.
BUILDING - 10TH ST.	14,536,874.	14,536,874.	0.	0.
FIN. & ISSUE COST	246,386.	246,386.	0.	0.
BUILDING - 10TH ST.	119,294.	119,294.	0.	0.
BUILDING - 10TH ST.	2,526.	2,409.	117.	117.
JOHNSON CONTROLS	62,348.	29,581.	32,767.	32,767.
JOHNSON CONTROLS	30,162.	14,301.	15,861.	15,861.
JOHNSON CONTROLS	22,208.	10,527.	11,681.	11,681.

ROAD IMPROVEMENTS	10,073.	10,071.	2.	2.
ROAD IMPROVEMENTS	4,778.	4,778.	0.	0.
ANTENNA RANGE	440,553.	440,553.	0.	0.
EQUIP. - FULTON CTY	210,249.	210,249.	0.	0.
TUFF EQUIPMENT	14,000.	14,000.	0.	0.
ARCHIVES EQUIP.	1,048,453.	1,039,713.	8,740.	8,740.
FILE CABINET	2,299.	2,299.	0.	0.
OFFICE FURNITURE	10,749.	10,749.	0.	0.
OFFICE FURNITURE	6,370.	6,370.	0.	0.
SOFTWARE	2,253.	2,253.	0.	0.
SOFTWARE	9,132.	9,132.	0.	0.
TUFF FURNITURE	6,074.	5,868.	206.	206.
TUFF FURNITURE	2,591.	2,417.	174.	174.
CENTERGY FURNITURE	255,150.	229,636.	25,514.	25,514.
CENTERGY FURNITURE	12,859.	11,574.	1,285.	1,285.
CENTERGY FURNITURE	17,861.	16,074.	1,787.	1,787.
ARCHIVES FURN.	2,594,424.	2,572,800.	21,624.	21,624.
CENTERGY LHI	321,394.	289,251.	32,143.	32,143.
LAND - FULTON COUNTY	773,341.	0.	773,341.	773,341.
LAND - COBB COUNTY	1,309,083.	0.	1,309,083.	1,309,083.
VACANT LAND-FULTON	329,746.	0.	329,746.	329,746.
LAND - FULTON COUNTY	4,656.	0.	4,656.	4,656.
VACANT LAND-FULTON	4,367.	0.	4,367.	4,367.
VACANT LAND-FULTON	978.	0.	978.	978.
VACANT LAND-FULTON	1,856.	0.	1,856.	1,856.
LAND	3,025.	0.	3,025.	3,025.
LAND	921.	0.	921.	921.
LAND	3,312.	0.	3,312.	3,312.
LAND	3,009.	0.	3,009.	3,009.
LAND-962 STATE ST.	1,200.	0.	1,200.	1,200.
LAND-962 STATE ST.	700.	0.	700.	700.
LAND-962 STATE ST.	2,500.	0.	2,500.	2,500.
LAND-962 STATE ST.	124,833.	0.	124,833.	124,833.
LAND-962 STATE ST.	7,500.	0.	7,500.	7,500.
LAND-384 TENTH ST.	622.	0.	622.	622.
LAND-384 TENTH ST.	204.	0.	204.	204.
LAND-938 CURRAN ST.	225.	0.	225.	225.
LAND-964 CENTER ST.	809.	0.	809.	809.
LAND-485 EIGHTH ST.	632.	0.	632.	632.
LAND-938 CURRAN ST.	1,185.	0.	1,185.	1,185.
LAND-374 TENTH ST	8,175.	0.	8,175.	8,175.
LAND-384 TENTH ST.	622.	0.	622.	622.
LAND-388 TENTH ST.	622.	0.	622.	622.
LAND-485 EIGHTH ST.	3,486.	0.	3,486.	3,486.
LAND-964 CENTER ST.	849.	0.	849.	849.
LAND-374 TENTH ST	152,673.	0.	152,673.	152,673.
LAND-384 TENTH ST.	912.	0.	912.	912.
LAND-388 TENTH ST.	628.	0.	628.	628.
LAND-485 EIGHTH ST.	2,605.	0.	2,605.	2,605.
LAND-938 CURRAN ST.	275.	0.	275.	275.
LAND-964 CENTER ST.	1,116.	0.	1,116.	1,116.
LAND-374 TENTH ST	2,110.	0.	2,110.	2,110.
LAND-384 TENTH ST.	708.	0.	708.	708.
LAND-388 TENTH ST.	597.	0.	597.	597.

LAND-485 EIGHTH ST.	2,378.	0.	2,378.	2,378.
LAND-938 CURRAN ST.	211.	0.	211.	211.
LAND-964 CENTER ST.	964.	0.	964.	964.
LAND-374 TENTH ST	1,895.	0.	1,895.	1,895.
LAND - COBB COUNTY	5,385.	0.	5,385.	5,385.
LAND - TENTH STREET	4,950.	0.	4,950.	4,950.
LAND-384 TENTH ST.	675.	0.	675.	675.
LAND-388 TENTH ST.	539.	0.	539.	539.
LAND 962 STATE ST.	1,758.	0.	1,758.	1,758.
LAND 938 CURRAN ST.	286.	0.	286.	286.
LAND-964 CENTER ST.	901.	0.	901.	901.
LAND-374 10TH ST.	551.	0.	551.	551.
LAND-CLAYTON CTY.	1,464,072.	0.	1,464,072.	1,464,072.
LAND-384 TENTH ST.	1,033.	0.	1,033.	1,033.
LAND-388 TENTH ST.	826.	0.	826.	826.
LAND-962 STATE ST.	2,620.	0.	2,620.	2,620.
LAND-938 CURRAN ST.	142.	0.	142.	142.
LAND-964 CENTER ST.	1,228.	0.	1,228.	1,228.
LAND-374 TENTH ST	2,245.	0.	2,245.	2,245.
LAND-SAV TECH DTAE	527,633.	0.	527,633.	527,633.
LAND-SAVANNAH	963,306.	0.	963,306.	963,306.
LAND-384 TENTH ST.	1,041.	0.	1,041.	1,041.
LAND-388 TENTH ST.	832.	0.	832.	832.
LAND-962 STATE ST.	2,757.	0.	2,757.	2,757.
LAND-938 CURRAN ST.	479.	0.	479.	479.
LAND-964 CENTER ST.	1,285.	0.	1,285.	1,285.
CRB-IMPROVEMENT	78,019.	17,334.	60,685.	60,685.
CENTERGY-LHI	51,951.	46,322.	5,629.	5,629.
MIDTOWN-FURN.&FIX.	98,946.	88,230.	10,716.	10,716.
KENNESAW SOFTWARE	36,083.	36,083.	0.	0.
KENNESAW EQUIPMENT	5,359.	5,359.	0.	0.
OFFICE FURNITURE	9,978.	9,978.	0.	0.
CAP INT-BLDG IMP.	100,060.	21,811.	78,249.	78,249.
EQUIPMENT-KENNESAW	2,384.	2,384.	0.	0.
EQUIPMENT-KENNESAW	2,100.	2,100.	0.	0.
MIDTOWN-EQUIPMENT	1,404.	1,404.	0.	0.
EQUIPMENT-KENNESAW	1,499.	1,499.	0.	0.
KENNESAW SOFTWARE	49,551.	49,551.	0.	0.
MISC. YAMACRAW	303.	303.	0.	0.
EQUIPMENT-TUFF PARENT	7,105.	7,105.	0.	0.
FURNITURE & FIXTURES-TUFF PARENT	2,877.	2,603.	274.	274.
FURNITURE & FIXTURES-TUFF PARENT	1,158.	1,059.	99.	99.
FURNITURE & FIXTURES-TUFF PARENT	10,920.	9,490.	1,430.	1,430.
LAND-YAMACRAW-MISC	2,293,559.	0.	2,293,559.	2,293,559.
HYDRAULIC PASSENGER ELEVATOR-COBB RESEARCH	83,531.	29,237.	54,294.	54,294.
WORKTABLE,ERGO KYBRD-FRONT OFF-KENNESAW	1,261.	1,065.	196.	196.
WOODEN 4 DRAWER FILE CABINET-KENNESAW	1,495.	1,106.	389.	389.
WOODEN 4 DRAWER FILE CABINET-KENNESAW	1,495.	1,106.	389.	389.

TICKLER SYSTEM-TECHBRIDGE-KENNESA	8,325.	8,325.	0.	0.
TUFF GT LIBRARY IMPROVEMENT-BUILDING	466,180.	49,804.	416,376.	416,376.
BUILDING - CENTRAL UTILITY PLANT	12,497,164.	1,468,683.	11,028,481.	11,028,481.
TUFF SAVTECH - 100 TON AIR-COOLED CHILLER	63,985.	4,923.	59,062.	59,062.
BUILDING - TUFF FLORIDA TECH STUDENT HOUSING	26,549,393.	2,723,016.	23,826,377.	23,826,377.
BUILDING - TUFF FLORIDA TECH HARRIS BUILDING	7,325,739.	610,477.	6,715,262.	6,715,262.
TUFF FLORIDA TECH - HARRIS BUILDING	37,181.	2,621.	34,560.	34,560.
TUFF FLORIDA TECH - HARRIS BUILDING	446,275.	28,607.	417,668.	417,668.
TUFF KENNESAW - SOFTWARE	2,150.	1,972.	178.	178.
TUFF KENNESAW - PC SERVER	7,470.	3,735.	3,735.	3,735.
TUFF KENNESAW - BLACKBERRY SERVER	1,412.	658.	754.	754.
TUFF KENNESAW - SYMANTEC SOFTWARE	1,490.	1,118.	372.	372.
TUFF KENNESAW - VIDEO CONFERENCING SYSTEM	17,778.	7,408.	10,370.	10,370.
TUFF KENNESAW - 4 COMPUTER WORKSTATIONS	5,881.	2,940.	2,941.	2,941.
TUFF MIDTOWN - 7 COMPUTER WORKSTATIONS	10,291.	5,145.	5,146.	5,146.
CONSTRUCTION IN PROGRESS	388,288.	0.	388,288.	388,288.
TUFF FLORIDA TECH - BUILDING	14,196,554.	788,697.	13,407,857.	13,407,857.
TUFF KENNESAW - CANON IR ADVANCE COPIER	9,952.	2,488.	7,464.	7,464.
TUFF MIDTOWN - PROJECTOR	1,123.	412.	711.	711.
TUFF - CENTERGY 1, SUITE 1025 - FURNITURE	3,000.	715.	2,285.	2,285.
TUFF ARCHIVES - HIGH DENSITY STORAGE SYSTEM	200,000.	47,619.	152,381.	152,381.
TUFF KENNESAW - CRYSTAL BALL SOFTWARE	1,600.	711.	889.	889.
TUFF KENNESAW - CRYSTAL BALL SOFTWARE LICENSE	1,280.	498.	782.	782.
BUILDING	22,263,620.	856,293.	21,407,327.	21,407,327.
EASEMENT RIGHTS FOR 463 SPACES	4,951,303.	309,456.	4,641,847.	4,641,847.
EASEMENT RIGHTS FOR 500 SPACES	5,346,980.	334,186.	5,012,794.	5,012,794.
EQUIPMENT-TUFF YAMACRAW BUILDING	3,330.	2,856.	474.	474.
IMPROVEMENTS-YAMACRAW REPLACEMENT ROLLUP	47,643.	7,026.	40,617.	40,617.
DOOR-YAMACRAW	21,898.	16,422.	5,476.	5,476.
ADA DOOR-YAMACRAW	29,881.	3,958.	25,923.	25,923.

2 PULSE METERS MAGNITURE ELECTRICAL	3,700.	617.	3,083.	3,083.
SUBMETERING EQUIP	193,750.	29,986.	163,764.	163,764.
BUILDING-TUFF FLORIDA TECH	88,186.	2,073.	86,113.	86,113.
BUILDING-TUFF FLORIDA TECH	34,772.	520.	34,252.	34,252.
CANOPY-TUFF COBB RESEARCH	89,558.	1,340.	88,218.	88,218.
ADDL A/C - LIFEGUARD OFFICE TUFF-FLORIDA TECH	8,591.	55.	8,536.	8,536.
OUTDOOR BIRD NETTING-FOOD SVC - TUFF FLORIDA TECH	3,652.	55.	3,597.	3,597.
PASS-THRU WINDOW DESIGN DOCS - TUFF FLORIDA TECH	2,250.	29.	2,221.	2,221.
LEED GREEN BLDG CERTIFICATE-POOL - TUFF FLORIDA TECH	2,750.	12.	2,738.	2,738.
PA & POOL ENTRY SPEAKER SYSTEM - TUFF FLORIDA TECH	13,344.	86.	13,258.	13,258.
PARKING LOT SIGNS - TUFF FLORIDA TECH	6,021.	51.	5,970.	5,970.
DECK STANCHIONS & SOCKET ANCHORS - TUFF FLORIDA TECH	2,415.	26.	2,389.	2,389.
REPAVE OLIN & CLEMENTE CTR LOTS - TUFF FLORIDA TECH	60,525.	0.	60,525.	60,525.
HP M551DN COLOR LASERJET PRINT - TUFF KENNESAW	1,184.	39.	1,145.	1,145.
TSRB FX60 UPGRADE (GREEN PROJ-LEASE TO T-YAM LLC) - TUFF KENNESAW	51,809.	0.	51,809.	51,809.
EPSON POWERLITE PROJECTOR 1940W - TUFF MIDTOWN	1,299.	22.	1,277.	1,277.
AQUATIC FACILITY MISCEQUIPMENT - TUFF FLORIDA TECH	38,969.	7,794.	31,175.	31,175.
7 ROOFTOP HVAC UNITS - TUFF GWINNETT CENTER	42,248.	0.	42,248.	42,248.
WOODEN 4 DRAWER FILE CABINET - TUFF KENNESAW	3,604.	215.	3,389.	3,389.
MACBOOK PRO - TUFF MIDTOWN	2,591.	86.	2,505.	2,505.
GREEN SCREEN	13,747.	491.	13,256.	13,256.
TO 990-PF, PART II, LN 14	180,918,979.	45,946,384.	134,972,595.	134,972,595.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 14
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
DEBT SECURITIES	X		2,905,244.	2,905,244.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,905,244.	2,905,244.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,905,244.	2,905,244.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 15
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	COST	309,690.	309,690.
MUTUAL FUNDS - CASH EQUIVALENTS	COST	1,705,042.	1,705,042.
MUTUAL FUNDS	COST	13,465,579.	13,465,579.
LIMITED PARTNERSHIP INVESTMENT FUND	COST	3,990,845.	3,990,845.
MUNICIPAL BONDS	COST	542,811.	542,811.
CORPORATE FIXED INCOME	COST	4,193,298.	4,193,298.
U.S. GOVERNMENT SECURITIES	COST	2,133,389.	2,133,389.
COMMON AND PREFERRED SECURITIES	COST	5,489,963.	5,489,963.
COMMODITY FUTURES	COST	480,282.	480,282.
PRECIOUS METALS	COST	386,457.	386,457.
TOTAL TO FORM 990-PF, PART II, LINE 13		32,697,356.	32,697,356.

FORM 990-PF	OTHER ASSETS		STATEMENT 16
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST RECEIVABLE	1,073,069.	973,170.	973,170.
ACCRUED RENT RECEIVABLE	5,011,056.	6,061,905.	6,061,905.
LEASE RECEIVABLE	192,994,538.	191,184,166.	191,184,166.
TO FORM 990-PF, PART II, LINE 15	199,078,663.	198,219,241.	198,219,241.

FORM 990-PF OTHER LIABILITIES STATEMENT 17

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
BONDS PAYABLE	340,779,757.	334,777,709.
SUNTRUST BANK LOAN	64,250,000.	64,125,000.
LINE OF CREDIT	0.	15,000,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	405,029,757.	413,902,709.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 18

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS H. HALL III 75 FIFTH STREET NW, SUITE 1050 ATLANTA, GA 30308	PRESIDENT, CEO, ASST SECRE 40.00	694,988.	245,876.	15,600.
KEVIN T. BYRNE 75 FIFTH STREET NW, SUITE 1050 ATLANTA, GA 30308	VP, COO, ASST TREAS, ASST 40.00	630,500.	89,500.	15,600.
LISA A. BEALL 3333 BUSBEE DRIVE, STE 150 KENNESAW, GA 30144	CONTROLLER, ASST TREAS, AS 40.00	164,650.	58,945.	0.
THOMAS W. VENTULETT III 75 FIFTH STREET NW, SUITE 1050 ATLANTA, GA 30308	SECRETARY, DIRECTOR 1.00	115,500.	0.	0.
MICHAEL G. WASSERMAN 100 GALLERIA PARKWAY, SUITE 1800 ATLANTA, GA 30339	ASSISTANT SECRETARY 0.00	0.	0.	0.
DAVID M. MCKENNEY 75 FIFTH STREET NW, SUITE 1050 ATLANTA, GA 30308	TREASURER, ASST SECRETARY, DIRECTOR, 1.00	112,900.	0.	0.
A.J. ROBINSON 75 FIFTH STREET NW, SUITE 1050 ATLANTA, GA 30308	DIRECTOR 1.00	107,900.	5,000.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		1,826,438.	399,321.	31,200.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 19
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THOMAS H. HALL
3333 BUSBEE DRIVE, SUITE 150
KENNESAW, GA 30144

TELEPHONE NUMBER

404-214-9440

FORM AND CONTENT OF APPLICATIONS

NO SPECIFIC RESTRICTIONS EXIST. APPLICATION FOR ASSISTANCE MAY BE BY TELEPHONE, LETTER OR FAX, AND SHOULD INCLUDE A GENERAL DESCRIPTION OF THE REQUIREMENT AND ITS PROJECTED COST. APPLICATION WILL LEAD TO FURTHER INVESTIGATION, DISCUSSION AND EVALUATION OF THE REQUEST.

ANY SUBMISSION DEADLINES

NO SUBMISSION DEADLINES EXIST.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE UNIVERSITY FINANCING FOUNDATION, INC. RARELY MAKES OUTRIGHT GRANTS OR GIFTS BUT RATHER ASSISTS NONPROFIT EDUCATIONAL AND GOVERNMENTAL ORGANIZATIONS IN OBTAINING EQUIPMENT AND FACILITIES, AND IN ACHIEVING OTHER OBJECTIVES, FOR BELOW-MARKET RENTAL, INTEREST AND OTHER CHARGES. THIS MAY OCCASIONALLY INVOLVE AN OUTRIGHT GIFT OR GRANT, AND TO THAT END THIS INFORMATION IS FURNISHED. PROJECTS PROPOSED FOR ASSISTANCE MUST BE EITHER OF AN EDUCATION OR RESEARCH NATURE, MAY BE ACCEPTED FROM PUBLIC OR PRIVATE NON-PROFIT COLLEGES OR UNIVERSITIES ONLY, AND MUST BE FROM INSTITUTIONS WITHIN THE UNITED STATES OF AMERICA. THE FOUNDATION PREFERS TO ASSIST WITH FINANCING OR LEASING OF REAL PROPERTY (BUILDINGS), OR RESEARCH EQUIPMENT, HOWEVER, NO VALID NEED WILL BE REJECTED OUT OF HAND.

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	BUILDING - AGSERV	07/01/02	SL	39.00	MM	16	1,924,687.				1,924,687.	471,063.		49,351.	520,414.
2	BUILDING - AGSERV	01/01/03	SL	39.00	MM	16	32,781.				32,781.	7,569.		841.	8,410.
3	AGSERV-IMPROVEMENT	01/31/04	SL	39.00	MM	16	53,129.				53,129.	10,783.		1,362.	12,145.
395	WINDOWS REPLACEMENT	04/04/07	SL	39.00	MM	16	8,890.				8,890.	1,083.		228.	1,311.
525	TUFF AGSERVE - FURNITURE & FIXTURES	05/01/09	SL	7.00		16	17,320.				17,320.	6,598.		2,474.	9,072.
575	TUFF AGSERVE - 15 TON HVAC UNIT	03/17/11	SL	39.00	MM	16	18,510.				18,510.	356.		475.	831.
581	TUFF AGSERVE - 1/2 COST ROOF REPAIRS	11/01/11	SL	39.00	MM	16	34,911.				34,911.	149.		895.	1,044.
	* 990-PF RENTAL TOTAL OTHER						2,090,228.				2,090,228.	497,601.		55,626.	553,227.

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2012 DEPRECIATION AND AMORTIZATION REPORT

YAMACRAW - TSRB MIDTOWN PARK RENTAL SP RENT 3

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
101	BUILDING - YAMACRAW	12/31/02	SL	39.00	MM	16	1,577,215.				1,577,215.	373,496.		40,441.	413,937.
	* 990-PF RENTAL TOTAL OTHER						1,577,215.				1,577,215.	373,496.		40,441.	413,937.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
201	BUILDING - SAVANNAH	07/01/02	SL	39.00	MM	16	3,000,000.				3,000,000.	730,769.		76,923.	807,692.
202	BUILDING - SAVANNAH	07/01/03	SL	39.00	MM	16	712,950.				712,950.	155,388.		18,281.	173,669.
203	BUILDING - GTREP - MISC	08/01/03	SL	39.00	MM	16	903,857.				903,857.	195,063.		23,176.	218,239.
204	BUILDING - YAMACRAW	01/01/03	SL	39.00	MM	16	167,948.				167,948.	38,754.		4,306.	43,060.
205	BUILDING - YAMACRAW	01/01/03	SL	39.00	MM	16	1,322,110.				1,322,110.	305,100.		33,900.	339,000.
206	BUILDING - YAMACRAW	12/31/02	SL	39.00	MM	16	13546358.				13546358.	3,126,087.		347,343.	3,473,430.
207	BUILDING - COBB CTY	10/19/83	SL	31.50		16	5,143,413.				5,143,413.	5,143,413.		0.	5,143,413.
208	BUILDING - COBB CTY	10/03/95	SL	39.00	MM	16	72,590.				72,590.	30,241.		1,861.	32,102.
209	BUILDING - COBB CTY	11/29/95	SL	39.00	MM	16	26,186.				26,186.	10,792.		671.	11,463.
210	BUILDING - COBB CTY	08/01/96	SL	39.00	MM	16	98,666.				98,666.	39,004.		2,530.	41,534.
211	BUILDING - COBB CTY	06/01/97	SL	39.00	MM	16	181,808.				181,808.	67,987.		4,662.	72,649.
212	BUILDING - COBB CTY	01/28/97	SL	39.00	MM	16	17,880.				17,880.	6,832.		458.	7,290.
213	BUILDING - COBB CTY	02/11/97	SL	39.00	MM	16	153,633.				153,633.	58,757.		3,939.	62,696.
214	BUILDING - COBB CTY	03/10/97	SL	39.00	MM	16	1,920.				1,920.	727.		49.	776.
215	BUILDING - COBB CTY	07/01/98	SL	39.00	MM	16	101,933.				101,933.	35,289.		2,614.	37,903.
216	BUILDING - COBB CTY	03/26/02	SL	39.00	MM	16	460,000.				460,000.	115,001.		11,795.	126,796.
217	BUILDING - CLAYTON	02/01/03	SL	39.00	MM	16	30858839.				30858839.	7,055,331.		791,252.	7,846,583.
221	BUILDING - GCTR	12/01/03	SL	39.00	MM	16	6,585.				6,585.	1,366.		169.	1,535.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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Asset No.	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
222	BUILDING - 10TH ST.	03/01/85	SL	18.00		16	14536874.				14536874.	14536874.		0.	14536874.
223	FIN. & ISSUE COST	03/01/85	SL	5.00		16	246,386.				246,386.	246,386.		0.	246,386.
224	BUILDING - 10TH ST.	01/01/86	SL	18.00		16	119,294.				119,294.	119,294.		0.	119,294.
225	BUILDING - 10TH ST.	03/10/87	SL	15.00		16	2,526.				2,526.	2,409.		0.	2,409.
226	JOHNSON CONTROLS	01/20/94	SL	39.00	MM	16	62,348.				62,348.	27,982.		1,599.	29,581.
227	JOHNSON CONTROLS	03/07/94	SL	39.00	MM	16	30,162.				30,162.	13,528.		773.	14,301.
228	JOHNSON CONTROLS	07/31/94	SL	39.00	MM	16	22,208.				22,208.	9,958.		569.	10,527.
229	ROAD IMPROVEMENTS	04/01/85	SL	10.00		16	10,073.				10,073.	10,071.		0.	10,071.
230	ROAD IMPROVEMENTS	02/01/86	SL	10.00		16	4,778.				4,778.	4,778.		0.	4,778.
231	ANTENNA RANGE	06/01/86	SL	10.00		16	440,553.				440,553.	440,553.		0.	440,553.
232	EQUIP. - FULTON CTY	07/01/85	SL	15.00		16	210,249.				210,249.	210,249.		0.	210,249.
234	TUFF EQUIPMENT	12/16/03	SL	3.00		16	14,000.				14,000.	14,000.		0.	14,000.
236	ARCHIVES EQUIP.	02/01/03	SL	10.00		16	1,048,453.				1,048,453.	934,868.		104,845.	1,039,713.
237	FILE CABINET	04/09/87	SL	10.00		16	2,299.				2,299.	2,299.		0.	2,299.
238	OFFICE FURNITURE	12/03/01	SL	10.00		16	10,749.				10,749.	10,749.		0.	10,749.
239	OFFICE FURNITURE	12/15/01	SL	10.00		16	6,370.				6,370.	6,370.		0.	6,370.
240	SOFTWARE	12/15/01	SL	3.00		16	2,253.				2,253.	2,253.		0.	2,253.
241	SOFTWARE	12/15/01	SL	3.00		16	9,132.				9,132.	9,132.		0.	9,132.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
242	TUFF FURNITURE	05/05/03	SL	10.00		16	6,074.				6,074.	5,261.		607.	5,868.
243	TUFF FURNITURE	09/15/03	SL	10.00		16	2,591.				2,591.	2,158.		259.	2,417.
244	CENTERGY FURNITURE	12/31/03	SL	10.00		16	255,150.				255,150.	204,121.		25,515.	229,636.
245	CENTERGY FURNITURE	12/31/03	SL	10.00		16	12,859.				12,859.	10,288.		1,286.	11,574.
246	CENTERGY FURNITURE	12/31/03	SL	10.00		16	17,861.				17,861.	14,288.		1,786.	16,074.
247	ARCHIVES FURN.	02/01/03	SL	10.00		16	2,594,424.				2,594,424.	2,313,358.		259,442.	2,572,800.
248	CENTERGY LHI	12/31/03	SL	10.00		16	321,394.				321,394.	257,112.		32,139.	289,251.
311	CRB-IMPROVEMENT	04/30/04	SL	39.00	MM	16	78,019.				78,019.	15,334.		2,000.	17,334.
315	CENTERGY-LHI	01/31/04	SL	10.00		16	51,951.				51,951.	41,127.		5,195.	46,322.
320	MIDTOWN-FURN.&FIX.	01/31/04	SL	10.00		16	98,946.				98,946.	78,335.		9,895.	88,230.
321	KENNESAW SOFTWARE	01/31/04	SL	3.00		16	36,083.				36,083.	36,083.		0.	36,083.
323	KENNESAW EQUIPMENT	03/31/04	SL	5.00		16	5,359.				5,359.	5,359.		0.	5,359.
326	(D)MIDTOWN-EQUIPMENT	10/31/04	SL	5.00		16	2,359.				2,359.	2,359.		0.	
327	OFFICE FURNITURE	07/30/99	SL	10.00		16	9,978.				9,978.	9,978.		0.	9,978.
328	CAP INT-BLDG IMP.	07/01/04	SL	39.00	MM	16	100,060.				100,060.	19,245.		2,566.	21,811.
335	EQUIPMENT-KENNESAW	01/01/05	SL	5.00		16	2,384.				2,384.	2,384.		0.	2,384.
336	EQUIPMENT-KENNESAW	09/01/05	SL	5.00		16	2,100.				2,100.	2,100.		0.	2,100.
337	MIDTOWN-EQUIPMENT	12/02/05	SL	5.00		16	1,404.				1,404.	1,404.		0.	1,404.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
338	EQUIPMENT-KENNESAW	12/31/05	SL	5.00		16	1,499.				1,499.	1,499.		0.	1,499.
345	KENNESAW SOFTWARE	04/30/05	SL	3.00		16	49,551.				49,551.	49,551.		0.	49,551.
346	(D)MIDTOWN-EQUIPMENT	12/31/05	SL	5.00		16	2,129.				2,129.	2,129.		0.	
350	MISC. YAMACRAW	01/01/05	SL	5.00		16	303.				303.	303.		0.	303.
365	EQUIPMENT-TUFF PARENT	12/01/06	SL	5.00		16	7,105.				7,105.	7,105.		0.	7,105.
375	FURNITURE & FIXTURES-TUFF PARENT	09/01/06	SL	7.00		16	2,877.				2,877.	2,192.		411.	2,603.
376	FURNITURE & FIXTURES-TUFF PARENT	08/15/06	SL	7.00		16	1,158.				1,158.	894.		165.	1,059.
377	FURNITURE & FIXTURES-TUFF PARENT	12/01/06	SL	7.00		16	10,920.				10,920.	7,930.		1,560.	9,490.
405	HYDRAULIC PASSENGER ELEVATOR-COBB RESEARCH	10/01/07	SL	15.00		16	83,531.				83,531.	23,668.		5,569.	29,237.
454	WORKTABLE,ERGO KYBRD-FRONT OFF-KENNESAW	02/01/07	SL	7.00		16	1,261.				1,261.	885.		180.	1,065.
455	WOODEN 4 DRAWER FILE CABINET-KENNESAW	11/01/07	SL	7.00		16	1,495.				1,495.	892.		214.	1,106.
456	WOODEN 4 DRAWER FILE CABINET-KENNESAW	11/01/07	SL	7.00		16	1,495.				1,495.	892.		214.	1,106.
457	TICKLER SYSTEM-TECHBRIDGE-KENNESAW	10/01/07	SL	5.00		16	8,325.				8,325.	7,076.		1,249.	8,325.
474	TUFF GT LIBRARY IMPROVEMENT-BUILDING	11/10/08	SL	39.00	MM	16	466,180.				466,180.	37,851.		11,953.	49,804.
488	(D)TUFF PARENT-COMPUTERS	04/01/08	SL	5.00		16	3,369.				3,369.	2,527.		618.	
502	BUILDING - CENTRAL UTILITY PLANT	05/19/08	SL	39.00	MM	16	12497164.				12497164.	1,148,243.		320,440.	1,468,683.
516	TUFF SAVTECH - 100 TON AIR-COOLED CHILLER	12/23/09	SL	39.00	MM	16	63,985.				63,985.	3,282.		1,641.	4,923.
523	BUILDING - TUFF FLORIDA TECH STUDENT HOUSING	01/01/09	SL	39.00	MM	16	26549393.				26549393.	2,042,262.		680,754.	2,723,016.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
524	BUILDING - TUFF FLORIDA TECH HARRIS BUILDING	09/29/09	SL	39.00	MM	16	7,325,739.				7,325,739.	422,638.		187,839.	610,477.
537	TUFF FLORIDA TECH - HARRIS BUILDING	03/25/10	SL	39.00	MM	16	37,181.				37,181.	1,668.		953.	2,621.
538	TUFF FLORIDA TECH - HARRIS BUILDING	07/01/10	SL	39.00	MM	16	446,275.				446,275.	17,164.		11,443.	28,607.
546	TUFF KENNESAW - SOFTWARE	04/01/10	SL	3.00		16	2,150.				2,150.	1,255.		717.	1,972.
547	TUFF KENNESAW - PC SERVER	07/01/10	SL	5.00		16	7,470.				7,470.	2,241.		1,494.	3,735.
553	TUFF KENNESAW - BLACKBERRY SERVER	08/20/10	SL	5.00		16	1,412.				1,412.	376.		282.	658.
554	TUFF KENNESAW - SYMANTEC SOFTWARE	09/16/10	SL	3.00		16	1,490.				1,490.	621.		497.	1,118.
555	TUFF KENNESAW - VIDEO CONFERENCING SYSTEM	12/08/10	SL	5.00		16	17,778.				17,778.	3,852.		3,556.	7,408.
556	TUFF KENNESAW - 4 COMPUTER WORKSTATIONS	07/01/10	SL	5.00		16	5,881.				5,881.	1,764.		1,176.	2,940.
557	TUFF MIDTOWN - 7 COMPUTER WORKSTATIONS	07/01/10	SL	5.00		16	10,291.				10,291.	3,087.		2,058.	5,145.
563	CONSTRUCTION IN PROGRESS	01/01/10	NC	.000	HY		388,288.				388,288.			0.	
569	TUFF FLORIDA TECH - BUILDING	11/15/10	SL	39.00	MM	16	14196554.				14196554.	424,683.		364,014.	788,697.
589	TUFF KENNESAW - CANON IR ADVANCE COPIER	10/15/11	SL	5.00		16	9,952.				9,952.	498.		1,990.	2,488.
590	TUFF MIDTOWN - PROJECTOR	02/16/11	SL	5.00		16	1,123.				1,123.	187.		225.	412.
591	TUFF - CENTERGY 1, SUITE 1025 - FURNITURE	04/20/11	SL	7.00		16	3,000.				3,000.	286.		429.	715.
592	TUFF ARCHIVES - HIGH DENSITY STORAGE SYSTEM	04/20/11	SL	7.00		16	200,000.				200,000.	19,048.		28,571.	47,619.
593	TUFF KENNESAW - CRYSTAL BALL SOFTWARE	09/06/11	SL	3.00		16	1,600.				1,600.	178.		533.	711.
594	TUFF KENNESAW - CRYSTAL BALL SOFTWARE LICENSE	10/17/11	SL	3.00		16	1,280.				1,280.	71.		427.	498.

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2012 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
625	BUILDING	07/01/11	SL	39.00	MM	16	22263620.				22263620.	285,431.		570,862.	856,293.
631	EASEMENT RIGHTS FOR 463 SPACES	10/13/11	SL	20.00		16	4,951,303.				4,951,303.	61,891.		247,565.	309,456.
632	EASEMENT RIGHTS FOR 500 SPACES	10/13/11	SL	20.00		16	5,346,980.				5,346,980.	66,837.		267,349.	334,186.
642	EQUIPMENT-TUFF YAMACRAW BUILDING	12/22/06	SL	7.00		16	3,330.				3,330.	2,380.		476.	2,856.
643	IMPROVEMENTS-YAMACRAW REPLACEMENT ROLLUP	04/01/07	SL	39.00	MM	16	47,643.				47,643.	5,804.		1,222.	7,026.
644	DOOR-YAMACRAW	10/12/07	SL	7.00		16	21,898.				21,898.	13,294.		3,128.	16,422.
645	ADA DOOR-YAMACRAW	11/15/07	SL	39.00	MM	16	29,881.				29,881.	3,192.		766.	3,958.
646	2 PULSE METERS MAGNITURE ELECTRICAL	11/09/11	SL	7.00		16	3,700.				3,700.	88.		529.	617.
647	SUBMETERING EQUIP	12/01/11	SL	7.00		16	193,750.				193,750.	2,307.		27,679.	29,986.
653	BUILDING-TUFF FLORIDA TECH	02/01/12	SL	39.00		16	88,186.				88,186.			2,073.	2,073.
654	BUILDING-TUFF FLORIDA TECH	06/01/12	SL	39.00		16	34,772.				34,772.			520.	520.
655	CANOPY-TUFF COBB RESEARCH	06/01/12	SL	39.00		16	89,558.				89,558.			1,340.	1,340.
656	ADDL A/C - LIFEGUARD OFFICE TUFF-FLORIDA TECH	10/01/12	SL	39.00		16	8,591.				8,591.			55.	55.
657	OUTDOOR BIRD NETTING-FOOD SVC - TUFF FLORIDA TECH	06/12/12	SL	39.00		16	3,652.				3,652.			55.	55.
658	PASS-THRU WINDOW DESIGN DOCS - TUFF FLORIDA TECH	07/13/12	SL	39.00		16	2,250.				2,250.			29.	29.
659	LEED GREEN BLDG CERTIFICATE-POOL - TUFF FLOR	10/18/12	SL	39.00		16	2,750.				2,750.			12.	12.
660	PA & POOL ENTRY SPEAKER SYSTEM - TUFF FLORIDA TECH	10/04/12	SL	39.00		16	13,344.				13,344.			86.	86.
661	PARKING LOT SIGNS - TUFF FLORIDA TECH	08/23/12	SL	39.00		16	6,021.				6,021.			51.	51.

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2012 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
662	DECK STANCHIONS & SOCKET ANCHORS - TUFF FLORIDA TECH	07/18/12	SL	39.00		16	2,415.				2,415.			26.	26.
663	REPAVE OLIN & CLEMENTE CTR LOTS - TUFF FLORIDA TECH	01/01/13	SL	39.00		16	60,525.				60,525.			0.	
669	HP M551DN COLOR LASERJET PRINT - TUFF KENNESAW	11/01/12	SL	5.00		16	1,184.				1,184.			39.	39.
670	TSRB FX60 UPGRADE (GREEN PROJ-LEASE TO T-YAM LLC) - T	04/01/13	SL	5.00		16	51,809.				51,809.			0.	
671	EPSON POWERLITE PROJECTOR 1940W - TUFF MIDTOWN	12/15/12	SL	5.00		16	1,299.				1,299.			22.	22.
672	AQUATIC FACILITY MISCEQUIPMENT - TUFF FLORIDA	01/01/12	SL	5.00		16	38,969.				38,969.			7,794.	7,794.
673	7 ROOFTOP HVAC UNITS - TUFF GWINNETT CENTER	12/21/12	SL	39.00		16	42,248.				42,248.			0.	
674	WOODEN 4 DRAWER FILE CABINET - TUFF KENNESAW	08/10/12	SL	7.00		16	3,604.				3,604.			215.	215.
675	MACBOOK PRO - TUFF MIDTOWN	11/01/12	SL	5.00		16	2,591.				2,591.			86.	86.
696	GREEN SCREEN	10/01/12	SL	7.00		16	13,747.				13,747.			491.	491.
	LAND														
249	LAND - FULTON COUNTY	03/31/83	L				773,341.				773,341.			0.	
250	LAND - COBB COUNTY	10/19/83	L				1,309,083.				1,309,083.			0.	
251	VACANT LAND-FULTON	06/30/87	L				329,746.				329,746.			0.	
252	LAND - FULTON COUNTY	07/01/90	L				4,656.				4,656.			0.	
253	VACANT LAND-FULTON	08/01/90	L				4,367.				4,367.			0.	
254	VACANT LAND-FULTON	07/01/91	L				978.				978.			0.	
255	VACANT LAND-FULTON	07/01/92	L				1,856.				1,856.			0.	

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2012 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
256	LAND	08/05/94	L				3,025.				3,025.			0.	
257	LAND	10/12/94	L				921.				921.			0.	
258	LAND	08/05/95	L				3,312.				3,312.			0.	
259	LAND	06/30/96	L				3,009.				3,009.			0.	
260	LAND-962 STATE ST.	05/05/97	L				1,200.				1,200.			0.	
261	LAND-962 STATE ST.	06/09/97	L				700.				700.			0.	
262	LAND-962 STATE ST.	07/09/97	L				2,500.				2,500.			0.	
263	LAND-962 STATE ST.	09/24/97	L				124,833.				124,833.			0.	
264	LAND-962 STATE ST.	11/19/97	L				7,500.				7,500.			0.	
265	LAND-384 TENTH ST.	08/15/97	L				622.				622.			0.	
266	LAND-384 TENTH ST.	08/15/97	L				204.				204.			0.	
267	LAND-938 CURRAN ST.	08/15/97	L				225.				225.			0.	
268	LAND-964 CENTER ST.	08/15/97	L				809.				809.			0.	
269	LAND-485 EIGHTH ST.	06/30/98	L				632.				632.			0.	
270	LAND-938 CURRAN ST.	05/12/98	L				1,185.				1,185.			0.	
271	LAND-374 TENTH ST	05/19/98	L				8,175.				8,175.			0.	
272	LAND-384 TENTH ST.	07/01/98	L				622.				622.			0.	
273	LAND-388 TENTH ST.	07/01/98	L				622.				622.			0.	

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2012 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
274	LAND-485 EIGHTH ST.	07/01/98	L				3,486.				3,486.			0.	
275	LAND-964 CENTER ST.	07/01/98	L				849.				849.			0.	
276	LAND-374 TENTH ST	07/01/98	L				152,673.				152,673.			0.	
277	LAND-384 TENTH ST.	07/30/99	L				912.				912.			0.	
278	LAND-388 TENTH ST.	07/30/99	L				628.				628.			0.	
279	LAND-485 EIGHTH ST.	07/30/99	L				2,605.				2,605.			0.	
280	LAND-938 CURRAN ST.	07/30/99	L				275.				275.			0.	
281	LAND-964 CENTER ST.	07/30/99	L				1,116.				1,116.			0.	
282	LAND-374 TENTH ST	07/30/99	L				2,110.				2,110.			0.	
283	LAND-384 TENTH ST.	07/01/00	L				708.				708.			0.	
284	LAND-388 TENTH ST.	07/01/00	L				597.				597.			0.	
285	LAND-485 EIGHTH ST.	07/01/00	L				2,378.				2,378.			0.	
286	LAND-938 CURRAN ST.	07/01/00	L				211.				211.			0.	
287	LAND-964 CENTER ST.	07/01/00	L				964.				964.			0.	
288	LAND-374 TENTH ST	07/01/00	L				1,895.				1,895.			0.	
289	LAND - COBB COUNTY	07/01/00	L				5,385.				5,385.			0.	
290	LAND - TENTH STREET	07/01/00	L				4,950.				4,950.			0.	
291	LAND-384 TENTH ST.	07/01/01	L				675.				675.			0.	

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Asset No.	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
292	LAND-388 TENTH ST.	07/01/01	L				539.				539.			0.	
293	LAND 962 STATE ST.	07/01/01	L				1,758.				1,758.			0.	
294	LAND 938 CURRAN ST.	07/01/01	L				286.				286.			0.	
295	LAND-964 CENTER ST.	07/01/01	L				901.				901.			0.	
296	LAND-374 10TH ST.	07/01/01	L				551.				551.			0.	
297	LAND-CLAYTON CTY.	07/01/01	L				1,464,072.				1,464,072.			0.	
298	LAND-384 TENTH ST.	07/01/02	L				1,033.				1,033.			0.	
299	LAND-388 TENTH ST.	07/01/02	L				826.				826.			0.	
300	LAND-962 STATE ST.	07/01/02	L				2,620.				2,620.			0.	
301	LAND-938 CURRAN ST.	07/01/02	L				142.				142.			0.	
302	LAND-964 CENTER ST.	07/01/02	L				1,228.				1,228.			0.	
303	LAND-374 TENTH ST	07/01/02	L				2,245.				2,245.			0.	
304	LAND-SAV TECH DTAE	07/01/02	L				527,633.				527,633.			0.	
305	LAND-SAVANNAH	07/01/02	L				963,306.				963,306.			0.	
306	LAND-384 TENTH ST.	07/01/03	L				1,041.				1,041.			0.	
307	LAND-388 TENTH ST.	07/01/03	L				832.				832.			0.	
308	LAND-962 STATE ST.	07/01/03	L				2,757.				2,757.			0.	
309	LAND-938 CURRAN ST.	07/01/03	L				479.				479.			0.	

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
310	LAND-964 CENTER ST.	07/01/03	L				1,285.				1,285.			0.	
387	LAND-YAMACRAW-MISC	07/01/01	L				2,293,559.				2,293,559.			0.	
	* 990-PF PG 1 TOTAL - LAND						8,033,633.				8,033,633.	0.		0.	0.
	* GRAND TOTAL 990-PF PG 1 DEPR						180926836.				180926836.	41417970.		4,536,047.	45946384.

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Form **8868** (Rev January 2013) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE UNIVERSITY FINANCING FOUNDATION, INC.	Employer identification number (EIN) or 58-1505902
	Number, street, and room or suite no. If a P.O. box, see instructions. 3333 BUSBEE DRIVE, NO. 150	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions KENNESAW, GA 30144	

Enter the Return code for the return that this application is for (file a separate application for each return) [0][4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THOMAS H. HALL 3333 BUSBEE DRIVE, STE 150 - KENNESAW, GA 30144
  Telephone No. ▶ 404-214-9440 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning ______, and ending ______.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [x]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

● If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE UNIVERSITY FINANCING FOUNDATION, INC.	Employer identification number (EIN) or 58-1505902
	Number, street, and room or suite no. If a P.O. box, see instructions. 3333 BUSBEE DRIVE, NO. 150	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. KENNESAW, GA 30144	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	[illegible]	[illegible]
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ THOMAS H. HALL 3333 BUSBEE DRIVE, STE 150 - KENNESAW, GA 30144

Telephone No ▶ 404-214-9440 FAX No. ▶

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013 .

5 For calendar year 2012 , or other tax year beginning ________ , and ending ________ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 0.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	**8c**	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ OFFICER Date ▶