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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
THE PITTULLOCH FOUNDATION INC

A Employer identification number
58-1651352

Number and street (or P O box number if mail is not delivered to street address) Room/suite
5830 EAST PONCE DE LEON AVENUE

B Telephone number (see instructions)
(770) 938-6366

City or town, state, and ZIP code
STONE MOUNTAIN, GA 30083

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 32,394,258

J Accounting method ☑ Cash ☐ 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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	526,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	214,086	214,086		
	4	Dividends and interest from securities	550,727	550,727		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	647,122			
	b	Gross sales price for all assets on line 6a 62,049,209				
	7	Capital gain net income (from Part IV, line 2)		647,122		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	77	77		
	12	**Total.** Add lines 1 through 11	1,938,012	1,412,012		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,502			7,502
	c	Other professional fees (attach schedule)	28,277	28,277		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	14,892	14,892		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	95			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	50,766	43,169		7,502
	25	Contributions, gifts, grants paid	1,544,500			1,544,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,595,266	43,169		1,552,002
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	342,746			
	b	**Net investment income** (if negative, enter -0-)		1,368,843		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	554,472	565,401	565,401
	2 Savings and temporary cash investments	7,699,391	6,607,002	6,607,159
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	3,410,715	3,087,509	3,106,287
	b Investments—corporate stock (attach schedule)	11,510,402	12,688,722	17,827,431
	c Investments—corporate bonds (attach schedule)	3,704,375	4,273,467	4,287,980
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	26,879,355	27,222,101	32,394,258
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶** ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	1,398,347	1,398,347	
	29 Retained earnings, accumulated income, endowment, or other funds	25,481,008	25,823,754	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	26,879,355	27,222,101	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	26,879,355	27,222,101	

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	26,879,355
2	Enter amount from Part I, line 27a	2	342,746
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	27,222,101
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	27,222,101

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)
1 a	UBS SHORT TERM SALES	P	2012-01-01	2012-12-06
b	UBS LONG TERM SALES	P	2011-01-01	2012-12-01
c	SUNTRUST INVESTMENTS	P	2011-01-01	2012-12-01
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	52,810,000		52,807,172	2,828
b	774,840		165,850	608,990
c	8,464,369		8,429,065	35,304
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				2,828
b				608,990
c				35,304
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	647,122
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	2,828

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,484,602	31,703,278	0 046828
2010	1,364,058	29,854,871	0 045690
2009	1,453,747	27,291,042	0 053268
2008	1,592,929	31,039,932	0 051319
2007	1,612,232	32,883,476	0 049029

2	**Total** of line 1, column (d).	2	0 246134
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 049227
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	32,146,772
5	Multiply line 4 by line 3.	5	1,582,489
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	13,688
7	Add lines 5 and 6.	7	1,596,177
8	Enter qualifying distributions from Part XII, line 4.	8	1,552,002

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	27,377
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	27,377
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	27,377
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	14,400		
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	14,400
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	12,977
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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶N/A

14 The books are in care of ▶LAWRENCE P CALLAHAN Telephone no ▶(770) 938-6366

Located at ▶5830 E PONCE DE LEON AVE STONE MOUNTAIN GA ZIP +4 ▶30083

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

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 page 20 of the instructions)?	1b		
	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		No
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)? (see instructions) ☐ 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)?	**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? ☐ 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
	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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
LYNN L PATTILLO-COHEN PO BOX 67 TUCKER, GA 300850067	DIR\CHAIRMAN 1 00	0	0	0
ROBERT C GODDARD PO BOX 67 TUCKER, GA 300850067	DIRECTOR 1 00	0	0	0
MICHAEL G KERMAN PO BOX 67 TUCKER, GA 300850067	SECRETARY 1 00	0	0	0
ANITA KERN PO BOX 67 TUCKER, GA 300850067	DIRECTOR 1 00	0	0	0

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	24,615,343
b	Average of monthly cash balances	1b	8,020,974
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	32,636,317
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) **1e**		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	32,636,317
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	489,545
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	32,146,772
6	**Minimum investment return.** Enter 5% of line 5	6	1,607,339

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

1	Minimum investment return from Part X, line 6			1	1,607,339
2a	Tax on investment income for 2012 from Part VI, line 5	2a	27,377		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	27,377
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,579,962
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,579,962
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	1,579,962

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	1,552,002
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,552,002
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,552,002

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,579,962
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			1,542,677	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,552,002				
a Applied to 2011, but not more than line 2a			1,542,677	
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.				9,325
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 instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,570,637
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
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)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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 ATTACHED SCHEDULE 6 VARIOUS VARIOUS ATLANTA, GA 30303			EDUCATIONAL	1,544,500
Total . . . . ▶ 3a				1,544,500
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	214,086	
4 Dividends and interest from securities. . . .			14	550,727	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	77	
8 Gain or (loss) from sales of assets other than inventory			18	2,828	644,294
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				767,718	644,294

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,412,012

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-05-15	******
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
KELLY K JACKSON	KELLY K JACKSON	2013-05-15		

Firm's name ▶	GARY L BLACK & ASSOCIATES PC	Firm's EIN ▶
Firm's address ▶	PO BOX 1467 CONYERS, GA 300127567	Phone no (770) 760-0900

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2012

Name of the organization
THE PITTULLOCH FOUNDATION INC

Employer identification number
58-1651352

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
THE PITTULLOCH FOUNDATION INC

Employer identification number
58-1651352

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STONE MOUNTAIN INDUSTRIAL PARK 5830 EAST PONCE DE LEON AVENUE TUCKER, GA 30085	$ 525,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
THE PITTULLOCH FOUNDATION INC

Employer identification number
58-1651352

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

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

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

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

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

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

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

Name of organization
THE PITTULLOCH FOUNDATION INC

Employer identification number
58-1651352

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,502			7,502

TY 2012 Compensation Explanation

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Person Name	Explanation
LYNN L PATTILLO-COHEN	
ROBERT C GODDARD	
MICHAEL G KERMAN	
ANITA KERN	

TY 2012 Investments Corporate Bonds Schedule

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SUNTRUST SECURITIES	4,273,467	4,287,980

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135014613

TY 2012 Investments Corporate Stock Schedule

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UBS FINANCIAL SERVICES	12,688,722	17,827,431

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TY 2012 Investments Government Obligations Schedule

Name:	THE PITTULLOCH FOUNDATION INC
EIN:	58-1651352
US Government Securities - End of Year Book Value:	3,087,509
US Government Securities - End of Year Fair Market Value:	3,106,287
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2012 Other Expenses Schedule

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MISCELLANEOUS	95			

TY 2012 Other Income Schedule

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
STOCK LITIGATION SETTLEMENT	77	77	

TY 2012 Other Professional Fees Schedule

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK INVESTMENT FEES AND CHARGES	28,277	28,277		

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TY 2012 Taxes Schedule

Name: THE PITTULLOCH FOUNDATION INC

EIN: 58-1651352

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	1,840	1,840		
FEDERAL TAX - ESTIMATED PAYMENT	13,052	13,052		

TY 2012 IRS Payment

Name:	THE PITTULLOCH FOUNDATION INC
EIN:	58-1651352
Routing Transit Number:	
Bank Account Number:	
Type of Account:	Checking
Payment Amount in Dollars and Cents:	12,977
Requested Payment Date:	2013-05-15
Taxpayer's Daytime Phone Number:	(770) 938-6366

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
		SALES					
03/26/12	50,000	AMERICAN EXPRESS	5.875	5/02/13	52,652.50	51,067.65-	1,584.85
07/16/12	65,000	AMXCA 2007-7	0.28804	2/17/15	65,000.00	64,837.50-	162.50
06/27/12	70,000	AT&T INC	2.500	8/15/15	72,939.30	73,588.20-	648.90-
10/10/12	1,862.01	BACM 2004-3 A5	5.54881	6/10/39	1,862.01	2,009.52-	147.51-
11/13/12	261.22	BACM 2004-3 A5	5.54881	6/10/39	261.22	281.91-	20.69-
05/10/12	267.53	BACM 2004-3 A5	5.54944	6/10/39	267.53	288.72-	21.19-
12/10/12	1,840.02	BACM 2004-3 A5	5.55594	6/10/39	1,840.02	1,985.78-	145.76-
06/11/12	257.59	BACM 2004-3 A5	5.73612	6/10/39	257.59	278.00-	20.41-
07/10/12	280.59	BACM 2004-3 A5	5.73612	6/10/39	280.59	302.82-	22.23-
08/10/12	260.3	BACM 2004-3 A5	5.73612	6/10/39	260.30	280.92-	20.62-
09/10/12	261.61	BACM 2004-3 A5	5.73612	6/10/39	261.61	282.33-	20.72-
04/10/12	253.03	BACM 2004-3 A5	5.73637	6/10/39	253.03	273.07-	20.04-
03/12/12	297.31	BACM 2004-3 A5	89.00291	6/10/39	297.31	320.86-	23.55-
		TOTAL BACM 2004-3 A5	5.54881	6/10/39	5,841.21	6,303.93-	462.72-
01/23/12	15,000	BANK OF AMERICA CORP	3.625	3/17/16	14,306.85	14,951.10-	644.25-
01/23/12	10,000	BANK OF AMERICA CORP	3.625	3/17/16	9,537.90	9,967.40-	429.50-
		TOTAL BANK OF AMERICA CORP	3.625	3/17/16	23,844.75	24,918.50-	1,073.75-
01/18/12	40,000	BANK OF MONTREAL	1.750	4/29/14	40,610.80	40,016.25-	594.55
01/13/12	25,000	BANK OF NOVA SCOTIA	2.375	12/17/13	25,568.75	24,912.50-	656.25
03/20/12	90,000	BB&T CORP	3.200	3/15/16	94,235.40	89,802.50-	4,432.90

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
05/29/12	70,000	BLACKROCK INC	3.500	12/10/14	74,316.90	70,524.30-	3,792.60
02/29/12	55,000	CATERPILLAR INC	1.375	5/27/14	55,917.95	54,958.20-	959.75
01/19/12	1,646.2	CITIGROUP COML MTG	5.2514	4/15/40	1,646.20	1,709.22-	63.02-
02/17/12	424.82	CITIGROUP COML MTG	5.2514	4/15/40	424.82	441.08-	16.26-
03/15/12	493.42	CITIGROUP COML MTG	5.2514	4/15/40	493.42	512.31-	18.89-
04/17/12	430.24	CITIGROUP COML MTG	5.2514	4/15/40	430.24	446.71-	16.47-
05/18/12	464.79	CITIGROUP COML MTG	5.2514	4/15/40	464.79	482.58-	17.79-
06/15/12	434.46	CITIGROUP COML MTG	5.2514	4/15/40	434.46	451.09-	16.63-
07/16/12	468.9	CITIGROUP COML MTG	5.2514	4/15/40	468.90	486.85-	17.95-
08/17/12	438.64	CITIGROUP COML MTG	5.2514	4/15/40	438.64	455.43-	16.79-
09/17/12	440.66	CITIGROUP COML MTG	5.2514	4/15/40	440.66	457.53-	16.87-
11/19/12	1,481.88	CITIGROUP COML MTG	5.2514	4/15/40	1,481.88	1,538.61-	56.73-
12/17/12	477.01	CITIGROUP COML MTG	5.2514	4/15/40	477.01	495.27-	18.26-
10/17/12	474.82	CITIGROUP COML MTG	2.45284	4/15/40	474.82	493.00-	18.18-
		TOTAL CITIGROUP COML MTG	5.2514	4/15/40	7,675.84	7,969.68-	293.84-
01/17/12	369.79	CMAT 1999-C1A4	6.975	1/17/32	369.79	410.47-	40.68-
02/17/12	380.95	CMAT 1999-C1A4	6.975	1/17/32	380.95	422.85-	41.90-
03/19/12	435.26	CMAT 1999-C1A4	6.975	1/17/32	435.26	483.14-	47.88-
04/17/12	385.02	CMAT 1999-C1A4	6.975	1/17/32	385.02	427.37-	42.35-
05/17/12	1,836.88	CMAT 1999-C1A4	6.975	1/17/32	1,836.88	2,038.94-	202.06-
06/18/12	388.19	CMAT 1999-C1A4	6.975	1/17/32	388.19	430.89-	42.70-
07/17/12	2,355.13	CMAT 1999-C1A4	6.975	1/17/32	2,355.13	2,614.19-	259.06-
08/20/12	386.37	CMAT 1999-C1A4	6.975	1/17/32	386.37	428.87-	42.50-
09/17/12	23,523.1	CMAT 1999-C1A4	6.975	1/17/32	23,523.10	26,110.64-	2,587.54-
10/17/12	833.69	CMAT 1999-C1A4	6.975	1/17/32	833.69	925.40-	91.71-
11/19/12	341.16	CMAT 1999-C1A4	6.975	1/17/32	341.16	378.69-	37.53-
12/17/12	479.64	CMAT 1999-C1A4	6.9755	1/17/32	479.64	532.40-	52.76-
		TOTAL CMAT 1999-C1A4	6.975	1/17/32	31,715.18	35,203.85-	3,488.67-

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
01/19/12	28.69	CSFB 2004-C5	4.499	11/15/37	28.69	29.38-	0.69-
02/17/12	231.94	CSFB 2004-C5	4.499	11/15/37	231.94	237.54-	5.60-
03/19/12	139.85	CSFB 2004-C5	4.499	11/15/37	139.85	143.23-	3.38-
04/17/12	140.82	CSFB 2004-C5	4.499	11/15/37	140.82	144.22-	3.40-
05/17/12	385.15	CSFB 2004-C5	4.499	11/15/37	385.15	394.45-	9.30-
06/15/12	26.43	CSFB 2004-C5	4.499	11/15/37	26.43	27.07-	0.64-
07/16/12	438.48	CSFB 2004-C5	4.499	11/15/37	438.48	449.07-	10.59-
08/17/12	95.93	CSFB 2004-C5	4.499	11/15/37	95.93	98.25-	2.32-
09/17/12	113.28	CSFB 2004-C5	4.499	11/15/37	113.28	116.01-	2.73-
10/17/12	31.79	CSFB 2004-C5	4.499	11/15/37	31.79	32.56-	0.77-
12/17/12	9,595.6	CSFB 2004-C5	4.499	11/15/37	9,595.60	9,827.24-	231.64-
		TOTAL CSFB 2004-C5	4.499	11/15/37	11,227.96	11,499.02-	271.06-
05/15/12	30,000	DIRECTV HLDGS LLC /	7.625	5/15/16	31,143.90	33,043.75-	1,899.85-
08/02/12	20,000	EBAY INC	1.350	7/15/17	20,111.00	19,988.60-	122.40
05/10/12	30,000	ENTERPRISE PRODS	5.600	10/15/14	33,147.00	32,798.10-	348.90
05/01/12	250,000	FED HOME LN BK	1.750	12/14/12	252,399.00	251,825.00-	574.00
01/18/12	110,000	FED HOME LN MTG	0.750	7/18/14	110,000.00	110,038.50-	38.50-
11/01/12	75,000	FED HOME LN MTG CORP	0.625	11/01/13	75,000.00	75,210.00-	210.00-
01/25/12	220,000	FED HOME LN MTG CORP	0.700	7/25/13	220,000.00	220,272.80-	272.80-
01/06/12	35,000	FED HOME LN MTG CORP	1.350	1/06/15	35,000.00	34,965.00-	35.00
08/28/12	70,000	FED NATL MTG ASSN	0.650	8/28/14	70,000.00	70,154.00-	154.00-

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
09/21/12	35,000	FED NATL MTG ASSN	1.070	9/21/15	35,000.00	35,098.00-	98.00-
01/18/12	145,000	FED NATL MTG ASSN	1.250	7/18/14	145,000.00	145,508.95-	508.95-
02/16/12	140,000	FED NATL MTG ASSN	5.000	2/16/12	140,000.00	150,537.38-	10,537.38-
VARIOUS	3,632,416.42	FEDERATED TRSY OBLIG MM-I #68 FFS			3,632,416.42	3,632,416.42-	0.00
03/12/12	35,000	FIFTH THIRD BANCORP	3.625	1/25/16	37,139.20	35,490.25-	1,648.95
03/26/12	105.26	FNMA POOL #462018	5.186	9/01/15	105.26	114.16-	8.90-
05/25/12	97.16	FNMA POOL #462018	5.365	9/01/15	97.16	105.37-	8.21-
07/25/12	98.04	FNMA POOL #462018	5.365	9/01/15	98.04	106.33-	8.29-
10/25/12	99.35	FNMA POOL #462018	5.365	9/01/15	99.35	107.75-	8.40-
12/26/12	100.25	FNMA POOL #462018	5.365	9/01/15	100.25	108.72-	8.47-
01/25/12	86.4	FNMA POOL #462018	5.543	9/01/15	86.40	93.70-	7.30-
02/27/12	86.82	FNMA POOL #462018	5.543	9/01/15	86.82	94.16-	7.34-
04/25/12	87.76	FNMA POOL #462018	5.543	9/01/15	87.76	95.18-	7.42-
06/25/12	88.66	FNMA POOL #462018	5.543	9/01/15	88.66	96.15-	7.49-
08/27/12	89.57	FNMA POOL #462018	5.543	9/01/15	89.57	97.14-	7.57-
09/25/12	90	FNMA POOL #462018	5.543	9/01/15	90.00	97.61-	7.61-
11/26/12	90.93	FNMA POOL #462018	5.543	9/01/15	90.93	98.62-	7.69-
		TOTAL FNMA POOL #462018	5.186	9/01/15	1,120.20	1,214.89-	94.69-
03/26/12	82.49	FNMA POOL #462085	5.137	11/01/15	82.49	92.12-	9.63-
05/25/12	76.12	FNMA POOL #462085	5.315	11/01/15	76.12	85.01-	8.89-
07/25/12	76.8	FNMA POOL #462085	5.315	11/01/15	76.80	85.77-	8.97-
10/25/12	77.81	FNMA POOL #462085	5.315	11/01/15	77.81	86.90-	9.09-
12/26/12	78.51	FNMA POOL #462085	5.315	11/01/15	78.51	87.68-	9.17-
01/25/12	67.67	FNMA POOL #462085	5.492	11/01/15	67.67	75.57-	7.90-

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
02/27/12	68	FNMA POOL #462085	5.492	11/01/15	68.00	75.94-	7.94-
04/25/12	68.73	FNMA POOL #462085	5.492	11/01/15	68.73	76.76-	8.03-
06/25/12	69.42	FNMA POOL #462085	5.492	11/01/15	69.42	77.53-	8.11-
08/27/12	70.13	FNMA POOL #462085	5.492	11/01/15	70.13	78.32-	8.19-
09/25/12	70.47	FNMA POOL #462085	5.492	11/01/15	70.47	78.70-	8.23-
11/26/12	71.18	FNMA POOL #462085	5.492	11/01/15	71.18	79.49-	8.31-
		TOTAL FNMA POOL #462085	5.137	11/01/15	877.33	979.79-	102.46-
12/26/12	150,000	FNMA POOL #464234	2.990	1/01/15	150,000.00	152,015.63-	2,015.63-
03/26/12	46.44	FNMA POOL #555505	4.507	5/01/13	46.44	45.95-	0.49
12/26/12	35.64	FNMA POOL #555505	4.636	5/01/13	35.64	35.26-	0.38
10/25/12	39.41	FNMA POOL #555505	4.644	5/01/13	39.41	38.99-	0.42
07/25/12	41.31	FNMA POOL #555505	4.659	5/01/13	41.31	40.87-	0.44
05/25/12	1,413.22	FNMA POOL #555505	4.663	5/01/13	1,413.22	1,398.20-	15.02
11/26/12	1,294.43	FNMA POOL #555505	4.799	5/01/13	1,294.43	1,280.68-	13.75
06/25/12	38.26	FNMA POOL #555505	4.814	5/01/13	38.26	37.85-	0.41
08/27/12	38.64	FNMA POOL #555505	4.814	5/01/13	38.64	38.23-	0.41
09/25/12	1,201.49	FNMA POOL #555505	4.814	5/01/13	1,201.49	1,188.72-	12.77
01/25/12	39.86	FNMA POOL #555505	4.818	5/01/13	39.86	39.44-	0.42
02/27/12	40.05	FNMA POOL #555505	4.818	5/01/13	40.05	39.62-	0.43
04/25/12	40.47	FNMA POOL #555505	4.818	5/01/13	40.47	40.04-	0.43
		TOTAL FNMA POOL #555505	4.507	5/01/13	4,269.22	4,223.85-	45.37
03/26/12	73.22	FNMA POOL #555910	4.755	10/01/13	73.22	78.70-	5.48-
05/25/12	68.33	FNMA POOL #555910	4.920	10/01/13	68.33	73.44-	5.11-
07/25/12	68.95	FNMA POOL #555910	4.920	10/01/13	68.95	74.11-	5.16-
10/25/12	69.87	FNMA POOL #555910	4.920	10/01/13	69.87	75.10-	5.23-
12/26/12	1,763.6	FNMA POOL #555910	4.920	10/01/13	1,763.60	1,895.59-	131.99-

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
01/25/12	61.57	FNMA POOL #555910 5.083 10/01/13	61.57	66.18-	4.61-
02/27/12	61.87	FNMA POOL #555910 5.083 10/01/13	61.87	66.50-	4.63-
04/25/12	62.53	FNMA POOL #555910 5.083 10/01/13	62.53	67.21-	4.68-
06/25/12	63.16	FNMA POOL #555910 5.084 10/01/13	63.16	67.89-	4.73-
08/27/12	63.8	FNMA POOL #555910 5.084 10/01/13	63.80	68.58-	4.78-
09/25/12	64.11	FNMA POOL #555910 5.084 10/01/13	64.11	68.91-	4.80-
11/26/12	64.76	FNMA POOL #555910 5.084 10/01/13	64.76	69.61-	4.85-
		TOTAL FNMA POOL #555910 4.755 10/01/13	2,485.77	2,671.82-	186.05-
03/26/12	49.06	FNMA POOL #888969 5.734 11/01/17	49.06	54.03-	4.97-
05/25/12	43.37	FNMA POOL #888969 5.933 11/01/17	43.37	47.76-	4.39-
07/25/12	43.81	FNMA POOL #888969 5.933 11/01/17	43.81	48.25-	4.44-
10/25/12	44.45	FNMA POOL #888969 5.933 11/01/17	44.45	48.95-	4.50-
12/26/12	44.9	FNMA POOL #888969 5.933 11/01/17	44.90	49.45-	4.55-
01/25/12	2,837.28	FNMA POOL #888969 6.130 11/01/17	2,837.28	3,124.55-	287.27-
02/27/12	36.56	FNMA POOL #888969 6.130 11/01/17	36.56	40.26-	3.70-
04/25/12	37.03	FNMA POOL #888969 6.130 11/01/17	37.03	40.78-	3.75-
06/25/12	37.48	FNMA POOL #888969 6.130 11/01/17	37.48	41.27-	3.79-
08/27/12	37.93	FNMA POOL #888969 6.130 11/01/17	37.93	41.77-	3.84-
09/25/12	38.14	FNMA POOL #888969 6.130 11/01/17	38.14	42.00-	3.86-
11/26/12	38.6	FNMA POOL #888969 6.130 11/01/17	38.60	42.51-	3.91-
		TOTAL FNMA POOL #888969 5.734 11/01/17	3,288.61	3,621.58-	332.97-
03/26/12	102.93	FNMA POOL #958368 4.553 3/01/14	102.93	111.47-	8.54-
05/25/12	92.25	FNMA POOL #958368 4.710 3/01/14	92.25	99.90-	7.65-
07/25/12	93.08	FNMA POOL #958368 4.710 3/01/14	93.08	100.80-	7.72-
10/25/12	94.32	FNMA POOL #958368 4.710 3/01/14	94.32	102.15-	7.83-
12/26/12	95.17	FNMA POOL #958368 4.710 3/01/14	95.17	103.07-	7.90-
01/25/12	79.03	FNMA POOL #958368 4.867 3/01/14	79.03	85.59-	6.56-

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

IA PITTULLOCH FDN
ACCOUNT NO. 1128690 01/01/12 THROUGH 12/31/12

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
02/27/12	79.42	FNMA POOL #958368	4.867	3/01/14	79.42	86.01-	6.59-
04/25/12	80.32	FNMA POOL #958368	4.867	3/01/14	80.32	86.98-	6.66-
06/25/12	81.18	FNMA POOL #958368	4.867	3/01/14	81.18	87.92-	6.74-
08/27/12	82.04	FNMA POOL #958368	4.867	3/01/14	82.04	88.85-	6.81-
09/25/12	82.45	FNMA POOL #958368	4.867	3/01/14	82.45	89.29-	6.84-
11/26/12	83.33	FNMA POOL #958368	4.867	3/01/14	83.33	90.24-	6.91-
		TOTAL FNMA POOL #958368	4.553	3/01/14	1,045.52	1,132.27-	86.75-
03/26/12	77.25	FNMA POOL #995887	4.349	5/01/16	77.25	83.02-	5.77-
05/25/12	69.56	FNMA POOL #995887	4.500	5/01/16	69.56	74.76-	5.20-
07/25/12	70.18	FNMA POOL #995887	4.500	5/01/16	70.18	75.42-	5.24-
10/25/12	71.1	FNMA POOL #995887	4.500	5/01/16	71.10	76.41-	5.31-
12/26/12	71.73	FNMA POOL #995887	4.500	5/01/16	71.73	77.09-	5.36-
01/25/12	59.99	FNMA POOL #995887	4.649	5/01/16	59.99	64.47-	4.48-
02/27/12	60.28	FNMA POOL #995887	4.649	5/01/16	60.28	64.78-	4.50-
04/25/12	60.95	FNMA POOL #995887	4.649	5/01/16	60.95	65.50-	4.55-
06/25/12	61.58	FNMA POOL #995887	4.649	5/01/16	61.58	66.18-	4.60-
08/27/12	62.23	FNMA POOL #995887	4.649	5/01/16	62.23	66.88-	4.65-
09/25/12	62.53	FNMA POOL #995887	4.649	5/01/16	62.53	67.20-	4.67-
11/26/12	63.18	FNMA POOL #995887	4.649	5/01/16	63.18	67.90-	4.72-
		TOTAL FNMA POOL #995887	4.349	5/01/16	790.56	849.61-	59.05-
01/25/12	4,246.93	FNMA REMIC 2011-38	2.750	5/25/20	4,246.93	4,316.94-	70.01-
02/27/12	3,760.95	FNMA REMIC 2011-38	2.750	5/25/20	3,760.95	3,822.95-	62.00-
03/26/12	3,286.67	FNMA REMIC 2011-38	2.750	5/25/20	3,286.67	3,340.85-	54.18-
04/25/12	3,604.27	FNMA REMIC 2011-38	2.750	5/25/20	3,604.27	3,663.68-	59.41-
05/25/12	3,360.09	FNMA REMIC 2011-38	2.750	5/25/20	3,360.09	3,415.48-	55.39-
06/25/12	3,417.53	FNMA REMIC 2011-38	2.750	5/25/20	3,417.53	3,473.87-	56.34-
07/25/12	3,277.62	FNMA REMIC 2011-38	2.750	5/25/20	3,277.62	3,331.65-	54.03-

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
08/27/12	3,289.79	FNMA REMIC 2011-38 2.750 5/25/20	3,289.79	3,344.02-	54.23-
09/25/12	3,078.67	FNMA REMIC 2011-38 2.750 5/25/20	3,078.67	3,129.42-	50.75-
10/25/12	2,698.95	FNMA REMIC 2011-38 2.750 5/25/20	2,698.95	2,743.44-	44.49-
11/26/12	2,733.95	FNMA REMIC 2011-38 2.750 5/25/20	2,733.95	2,779.02-	45.07-
12/26/12	2,555.56	FNMA REMIC 2011-38 2.750 5/25/20	2,555.56	2,597.69-	42.13-
		TOTAL FNMA REMIC 2011-38 2.750 5/25/20	39,310.98	39,959.01-	648.03-
11/20/12	2,045.15	GEET 2011-1 1.000 10/20/14	2,045.15	2,044.85-	0.30
12/20/12	3,683.52	GEET 2011-1 1.000 10/20/14	3,683.52	3,682.98-	0.54
		TOTAL GEET 2011-1 1.000 10/20/14	5,728.67	5,727.83-	0.84
12/10/12	85,000	GENERAL ELEC CAP 4.875 3/04/15	92,345.70	90,812.30-	1,533.40
12/10/12	32.21	GMAC COML MTG SECS 5.44986 5/10/40	32.21	34.95-	2.74-
01/17/12	382.84	GNMA REMIC 2007-4-A 4.206 6/16/29	382.84	372.32-	10.52
02/16/12	12,050.33	GNMA REMIC 2007-4-A 4.206 6/16/29	12,050.33	11,719.09-	331.24
03/16/12	374.59	GNMA REMIC 2007-4-A 4.206 6/16/29	374.59	364.29-	10.30
04/16/12	13,935.21	GNMA REMIC 2007-4-A 4.206 6/16/29	13,935.21	13,552.16-	383.05
05/16/12	364.18	GNMA REMIC 2007-4-A 4.206 6/16/29	364.18	354.17-	10.01
06/18/12	6,334.54	GNMA REMIC 2007-4-A 4.206 6/16/29	6,334.54	6,160.41-	174.13
07/16/12	8,354.67	GNMA REMIC 2007-4-A 4.206 6/16/29	8,354.67	8,125.01-	229.66
08/16/12	8,164.32	GNMA REMIC 2007-4-A 4.206 6/16/29	8,164.32	7,939.90-	224.42
09/17/12	9,251.68	GNMA REMIC 2007-4-A 4.206 6/16/29	9,251.68	8,997.37-	254.31
		TOTAL GNMA REMIC 2007-4-A 4.206 6/16/29	59,212.36	57,584.72-	1,627.64
05/04/12	25,000	GOLDMAN SACHS GROUP 3.700 8/01/15	25,323.50	25,074.75-	248.75

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
05/04/12	25,000	GOLDMAN SACHS GRP	5.150	1/15/14	26,111.25	26,700.25-	589.00-
01/13/12	56.35	GREENWICH CAP COML	4.305	8/10/42	56.35	57.34-	0.99-
02/10/12	167.22	GREENWICH CAP COML	4.305	8/10/42	167.22	170.17-	2.95-
03/12/12	57.18	GREENWICH CAP COML	4.305	8/10/42	57.18	58.19-	1.01-
04/12/12	58.81	GREENWICH CAP COML	4.305	8/10/42	58.81	59.85-	1.04-
05/11/12	70.75	GREENWICH CAP COML	4.305	8/10/42	70.75	72.00-	1.25-
06/12/12	8,136.4	GREENWICH CAP COML	4.305	8/10/42	8,136.40	8,280.06-	143.66-
		TOTAL GREENWICH CAP COML	4.305	8/10/42	8,546.71	8,697.61-	150.90-
01/17/12	1,285.09	HAROT 2009-3 A3	2.310	5/15/13	1,285.09	1,284.87-	0.22
02/15/12	1,221.7	HAROT 2009-3 A3	2.310	5/15/13	1,221.70	1,221.49-	0.21
03/15/12	1,156.49	HAROT 2009-3 A3	2.310	5/15/13	1,156.49	1,156.30-	0.19
04/16/12	1,168.22	HAROT 2009-3 A3	2.310	5/15/13	1,168.22	1,168.02-	0.20
07/16/12	235.36	HAROT 2009-3 A3	2.30993	5/15/13	235.36	235.32-	0.04
05/15/12	1,049.04	HAROT 2009-3 A3	2.30999	5/15/13	1,049.04	1,048.86-	0.18
06/15/12	1,021.1	HAROT 2009-3 A3	2.30999	5/15/13	1,021.10	1,020.93-	0.17
		TOTAL HAROT 2009-3 A3	2.310	5/15/13	7,137.00	7,135.79-	1.21
03/19/12	1,693.37	HAROT 2010-2A3	1.340	3/18/14	1,693.37	1,693.16-	0.21
04/18/12	1,745.43	HAROT 2010-2A3	1.340	3/18/14	1,745.43	1,745.22-	0.21
05/18/12	1,605.71	HAROT 2010-2A3	1.340	3/18/14	1,605.71	1,605.52-	0.19
06/18/12	1,516.58	HAROT 2010-2A3	1.340	3/18/14	1,516.58	1,516.40-	0.18
07/18/12	1,480.67	HAROT 2010-2A3	1.340	3/18/14	1,480.67	1,480.49-	0.18
08/20/12	1,381.74	HAROT 2010-2A3	1.340	3/18/14	1,381.74	1,381.57-	0.17
09/18/12	1,382.99	HAROT 2010-2A3	1.340	3/18/14	1,382.99	1,382.82-	0.17
10/18/12	1,196.17	HAROT 2010-2A3	1.340	3/18/14	1,196.17	1,196.02-	0.15
11/19/12	1,204.7	HAROT 2010-2A3	1.340	3/18/14	1,204.70	1,204.55-	0.15
12/18/12	1,114.17	HAROT 2010-2A3	1.340	3/18/14	1,114.17	1,114.04-	0.13

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
01/18/12	1,764.5	HAROT 2010-2A3	1.340	5/20/13	1,764.50	1,764.28-	0.22
02/21/12	1,770.7	HAROT 2010-2A3	1.340	5/20/13	1,770.70	1,770.48-	0.22
		TOTAL HAROT 2010-2A3	1.340	3/18/14	17,856.73	17,854.55-	2.18
03/20/12	30,000	HARTFORD FINL SVCS	6.300	3/15/18	32,633.10	32,780.70-	147.60-
08/30/12	25,000	INGERSOLL RAND	6.000	8/15/13	26,241.00	24,989.25-	1,251.75
07/17/12	55,000	JPMORGAN CHASE & CO	3.150	7/05/16	57,023.45	54,969.20-	2,054.25
12/04/12	30,000	MCKESSON CORP	3.250	3/01/16	32,267.10	32,026.20-	240.90
01/31/12	2,000	MCKESSON CORP NEW	5.250	3/01/13	2,093.24	2,131.66-	38.42-
07/18/12	65,000	METLIFE INC	5.500	6/15/14	70,413.85	71,603.10-	1,189.25-
11/21/12	65,000	MLMT 2005-CIP1	5.107	7/12/38	70,514.84	68,155.08-	2,359.76
01/18/12	5,000	MORGAN STANLEY	4.200	11/20/14	4,917.20	5,156.50-	239.30-
02/22/12	40,000	MORGAN STANLEY	4.200	11/20/14	40,336.40	41,245.85-	909.45-
		TOTAL MORGAN STANLEY	4.200	11/20/14	45,253.60	46,402.35-	1,148.75-
05/15/12	2,028.42	MORGAN STANLEY CAP	4.800	1/13/41	2,028.42	2,153.61-	125.19-
06/13/12	129.04	MORGAN STANLEY CAP	4.800	1/13/41	129.04	137.00-	7.96-
07/13/12	142.07	MORGAN STANLEY CAP	4.800	1/13/41	142.07	150.84-	8.77-
08/13/12	130.47	MORGAN STANLEY CAP	4.800	1/13/41	130.47	138.52-	8.05-
09/13/12	131.16	MORGAN STANLEY CAP	4.800	1/13/41	131.16	139.26-	8.10-
10/15/12	143.93	MORGAN STANLEY CAP	4.800	1/13/41	143.93	152.81-	8.88-
11/13/12	132.6	MORGAN STANLEY CAP	4.800	1/13/41	132.60	140.78-	8.18-

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
12/13/12	145.72	MORGAN STANLEY CAP 4.800 1/13/41	145.72	154.71-	8.99-
		TOTAL MORGAN STANLEY CAP 4.800 1/13/41	2,983.41	3,167.53-	184.12-
10/17/12	354.69	MSC 2004-IQ7 A4 5.44596 6/15/38	354.69	380.07-	25.38-
11/15/12	160.31	MSC 2004-IQ7 A4 5.53176 6/15/38	160.31	171.78-	11.47-
12/17/12	2,134.66	MSC 2004-IQ7 A4 6.03911 6/15/38	2,134.66	2,287.42-	152.76-
		TOTAL MSC 2004-IQ7 A4 5.44596 6/15/38	2,649.66	2,839.27-	189.61-
02/15/12	372.09	MSC 2006-HQ8 5.47162 3/12/44	372.09	382.07-	9.98-
07/16/12	5,112.39	MSC 2006-HQ8 5.47241 3/12/44	5,112.39	5,249.38-	136.99-
01/17/12	1,663.31	MSC 2006-HQ8 5.65122 3/12/44	1,663.31	1,707.88-	44.57-
06/15/12	1,294.75	MSC 2006-HQ8 5.65282 3/12/44	1,294.75	1,329.44-	34.69-
08/14/12	9,575.75	MSC 2006-HQ8 5.65439 3/12/44	9,575.75	9,832.36-	256.61-
		TOTAL MSC 2006-HQ8 5.47162 3/12/44	18,018.29	18,501.13-	482.84-
02/02/12	65,000	NOVARTIS CAPITAL 4.125 2/10/14	69,637.75	70,097.40-	459.65-
06/01/12	100,000	ONTARIO PROV 4.950 6/01/12	100,000.00	99,920.00-	80.00
08/01/12	35,000	PEPSICO INC 0.750 3/05/15	35,118.65	34,984.60-	134.05
09/04/12	25,000	PLAINS ALL AMERN PLN 4.250 9/01/12	25,000.00	25,999.25-	999.25-
01/25/12	951.77	RESIDENTIAL FDG MTG 4.750 3/25/19	951.77	927.23-	24.54
02/27/12	434.47	RESIDENTIAL FDG MTG 4.750 3/25/19	434.47	423.27-	11.20
03/26/12	485.5	RESIDENTIAL FDG MTG 4.750 3/25/19	485.50	472.98-	12.52
04/26/12	12,631.02	RESIDENTIAL FDG MTG 4.750 3/25/19	12,725.75	12,305.39-	420.36
04/26/12	1,153.28	RESIDENTIAL FDG MTG 4.750 3/25/19	1,153.28	1,123.55-	29.73
		TOTAL RESIDENTIAL FDG MTG 4.750 3/25/19	15,750.77	15,252.42-	498.35

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
08/08/12	15,000	TECK RESOURCES LTD	2.500	2/01/18	15,027.60	14,953.50-	74.10
03/06/12	10,000	TIME WARNER INC	3.150	7/15/15	10,662.10	9,988.10-	674.00
06/01/12	40,000	UNITED TECHNOLOGIES	1.800	6/01/17	40,398.40	39,965.60-	432.80
05/08/12	75,000	US BANCORP	2.200	11/15/16	77,286.00	75,911.25-	1,374.75
01/26/12	45,000	US BANCORP	4.200	5/15/14	48,277.80	48,406.05-	128.25-
11/01/12	50,000	US TREAS	0.125	12/31/13	49,941.41	49,874.02-	67.39
11/01/12	120,000	US TREAS	0.250	1/31/14	120,032.81	120,016.41-	16.40
06/08/12	20,000	US TREAS	0.250	9/15/14	19,975.78	19,834.38-	141.40
06/25/12	5,000	US TREAS	0.250	9/15/14	4,989.65	4,958.59-	31.06
		TOTAL US TREAS	0.250	9/15/14	24,965.43	24,792.97-	172.46
04/02/12	50,000	US TREAS	0.500	10/15/13	50,150.39	49,531.25-	619.14
06/27/12	40,000	US TREAS	0.500	10/15/13	40,112.50	39,542.19-	570.31
07/03/12	215,000	US TREAS	0.500	10/15/13	215,638.28	211,689.26-	3,949.02
		TOTAL US TREAS	0.500	10/15/13	305,901.17	300,762.70-	5,138.47
11/01/12	90,000	US TREAS	0.500	10/15/14	90,365.63	90,338.67-	26.96
06/25/12	10,000	US TREAS	0.750	3/31/13	10,041.80	10,014.06-	27.74
08/10/12	105,000	US TREAS	0.750	6/30/17	105,065.63	105,505.07-	439.44-

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
06/25/12	25,000	US TREAS	0.875	2/28/17	25,182.62	25,046.88-	135.74
09/27/12	35,000	US TREAS	0.875	2/28/17	35,504.49	34,722.46-	782.03
		TOTAL US TREAS	0.875	2/28/17	60,687.11	59,769.34-	917.77
06/25/12	40,000	US TREAS	0.875	4/30/17	40,254.69	40,275.00-	20.31-
06/12/12	5,000	US TREAS	1.000	3/31/17	5,076.95	4,989.65-	87.30
12/05/12	40,000	US TREAS	1.000	3/31/17	40,820.31	39,917.19-	903.12
		TOTAL US TREAS	1.000	3/31/17	45,897.26	44,906.84-	990.42
01/09/12	75,000	US TREAS	1.000	9/30/16	75,723.63	75,058.59-	665.04
01/20/12	105,000	US TREAS	1.000	9/30/16	106,008.98	105,082.03-	926.95
01/25/12	50,000	US TREAS	1.000	9/30/16	50,408.20	49,875.00-	533.20
05/09/12	55,000	US TREAS	1.000	9/30/16	55,844.34	54,733.59-	1,110.75
05/25/12	70,000	US TREAS	1.000	9/30/16	70,970.70	69,660.94-	1,309.76
07/12/12	30,000	US TREAS	1.000	9/30/16	30,558.98	29,854.69-	704.29
11/16/12	45,000	US TREAS	1.000	9/30/16	45,949.22	44,782.03-	1,167.19
		TOTAL US TREAS	1.000	9/30/16	435,464.05	429,046.87-	6,417.18
01/27/12	30,000	US TREAS	1.250	9/30/15	30,890.63	29,005.08-	1,885.55
02/17/12	180,000	US TREAS	1.250	9/30/15	184,528.13	174,030.47-	10,497.66
		TOTAL US TREAS	1.250	9/30/15	215,418.76	203,035.55-	12,383.21
04/12/12	25,000	US TREAS	1.875	4/30/14	25,791.02	25,529.30-	261.72
06/25/12	5,000	US TREAS	2.250	3/31/16	5,316.02	5,012.89-	303.13

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

IA PITTULLOCH FDN
ACCOUNT NO. 1128690 01/01/12 THROUGH 12/31/12

DATE	PAR VALUE OR SHARES	DESCRIPTION			PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
03/01/12	30,000	US TREAS	2.500	4/30/15	31,906.64	30,039.84-	1,866.80
12/10/12	65,000	US TREAS	2.500	4/30/15	68,432.81	65,086.33-	3,346.48
		TOTAL US TREAS	2.500	4/30/15	100,339.45	95,126.17-	5,213.28
02/01/12	45,000	VERIZON COMM INC	3.000	4/01/16	47,890.80	44,766.00-	3,124.80
06/28/12	35,000	WACHOVIA BK NA	4.875	2/01/15	37,760.80	37,731.05-	29.75
04/19/12	40,000	WAL-MART STORES INC	1.500	10/25/15	40,953.20	39,783.60-	1,169.60
01/25/12	385.24	WAMU MTG 2003-S12	4.750	11/25/18	385.24	397.52-	12.28-
03/26/12	350.74	WAMU MTG 2003-S12	4.7468	11/25/18	350.74	361.92-	11.18-
07/25/12	554.72	WAMU MTG 2003-S12	4.72978	11/25/18	554.72	572.40-	17.68-
06/25/12	697.98	WAMU MTG 2003-S12	4.74227	11/25/18	697.98	720.23-	22.25-
05/25/12	310.25	WAMU MTG 2003-S12	4.74523	11/25/18	310.25	320.14-	9.89-
08/27/12	467.31	WAMU MTG 2003-S12	4.74538	11/25/18	467.31	482.21-	14.90-
08/28/12	5,841.28	WAMU MTG 2003-S12	4.74538	11/25/18	5,987.31	6,027.45-	40.14-
04/25/12	107.03	WAMU MTG 2003-S12	4.74633	11/25/18	107.03	110.44-	3.41-
02/27/12	495.06	WAMU MTG 2003-S12	4.74987	11/25/18	495.06	510.84-	15.78-
		TOTAL WAMU MTG 2003-S12	4.750	11/25/18	9,355.64	9,503.15-	147.51-
03/30/12	35,000	WELLS FARGO CO	3.625	4/15/15	37,290.40	36,004.85-	1,285.55
11/19/12	15,000	WESTPAC BANKING CORP	2.250	11/19/12	15,000.00	14,987.40-	12.60
		TOTAL SALES			**8,464,369.07**	**8,429,065.58-**	**35,303.49**
		TOTAL INVESTMENTS SOLD / MATURED / DISTRIBUTED			**8,464,369.07**	**8,429,065.58-**	**35,303.49**

THE REALIZED GAIN/LOSS NOTED ABOVE IS BASED ON THE FEDERAL TAX COST VALUE OF THE POSITION SOLD, NOT THE ADJUSTED BOOK VALUE.

THE PITTULLOCH FOUNDATION, INC

EI# 58-1651352
TAX RETURN FOR THE YEAR ENDED
DECEMBER 31, 2012

FORM 990-PF, PAGE 1, PART 1, LINE 1
CONTRIBUTIONS RECEIVED

DONOR	AMOUNT RECEIVED	DATE RECEIVED
ALONZO MCDONALD	$ 1,000	01/09/12
STONE MOUNTAIN INDUSTRIAL PARK, INC	525,000	12/28/12
	$ 526,000	

THE PITTULLOCH FOUNDATION, INC

CHARITABLE DISTRIBUTIONS-INCOME TAX BASIS

SCHEDULE 6

FOR THE YEAR ENDED DECEMBER 31, 2012

GEORGIA CENTER FOR CHILD ADVOCACY (STATEWIDE CSA)	$ 350,000
GEORGIA STATE - READING RECOVERY	200,000
CHILDREN'S HEALTHCARE OF ATLANTA	150,000
INTERNATIONAL COMMUNITY SCHOOL	150,000
GEORGIA CENTER FOR CHILD ADVOCACY (CHALLENGE GRANT)	120,000
DARKNESS TO LIGHT	100,000
METS	75,000
FAITH	55,000
ART STATION	30,000
CHRIS KIDS	25,000
DEKALB LIBRARY FOUNDATION	25,000
GEORGIA CASA (HONOR JAMES SIBLEY)	25,000
GEORGIA COUNCIL ON ECONOMIC EDUCATION	25,000
GEORGIA PARTNERSHIP FOR EXCELLENCE IN EDUCATION	25,000
PREMIER ACADEMY	25,000
MARR	20,000
NEW HOPE ENTERPRISES	20,000
DEKALB RAPE CRISIS CENTER	15,000
ODYSSEY ATLANTA	15,000
ADULTS PROTECTING CHILDREN	10,000
BARTON CHILD LAW & POLICY CENTER	10,000
CANINE ASSISTANTS	10,000
GEORGIA SHAKESPEARE	10,000
GOOD SAMARITAN HEALTH CLINIC	10,000
MICHAEL C CARLOS MUSEUM	10,000
PATH	10,000
GEORIGA BUDGET & POLICY INSTITUTE	7,500
CENTER FOR PUPPETRY ARTS	5,000
ZOO ATLANTA	5,000
SE COUNCIL OF FOUNDATIONS	3,000
MERCER UNIVERSITY PRESS	1,500
EASTER SEALS	1,000
ELAINE DRAEGER SCHOLARSHIP FUND	1,000
GEORGIA FOUNDATION FOR INDEPENDENT COLLEGES	500
TOTAL CHARITABLE DISTRIBUTIONS	$1,544,500
REQUIRED MINIMUM 2012 DISTRIBUTIONS	$1,542,677

Pittulloch Foundation
Contributions, Address & Purpose
Year End 2012

[redacted]

Organization	Address	City	State	Zip	Purpose
Adults Protecting Children	5900 Sprouts Spring Rd , Ste 3C-188	Flowery Branch	GA	30542	CSA training
ART Station	POBox 1998	Stone Mountain	GA	30086	Education Partner
Barton Child Law & Policy Center	1301 Clifton Rd	Atlanta	GA	30322	CSA Training
Canine Assistants	3160 Francis Rd	Alpharetta	GA	30004	Canine Training/VETS
Carlos Museum	571 S Kilgo	Atlanta	GA	30322	Educational Programs
Center for Puppetry Arts	1404 Spring @ 18th St	Atlanta	GA	30309	Education - Arts
Children's Hospital of Atlanta	1655 Tullie Circle NE, Ste C	Atlanta	GA	30329	CSA training, medical & child protection center
CHRIS Kids	3109 Clairmont, Ste B	Atlanta	GA	30329	CSA training and capital campaing
Darkness to Light	7 Radcliff St , Ste 200	Charleston	SC	29403	CSA training
DeKalb Library Fnd	215 Sycamore St	Decatur	GA	30030	Literacy
DeKalb Rape Crisis Center	204 Church St	Decatur	GA	30030	Prevention/Training CSA
Easter Seals of North GA	1200 Lake Hearn Dr , Ste 250	Atlanta	GA	30319	Education
Elaine Draeger Scholarship Fund	385 Centennial Olympic Dr	Atlanta	GA	30313	Education
Emory University - METS	1531 Dickey Dr , Ste 520	Atlanta	GA	30322	Education
FAITH, Inc	POBox 1964	Clayton	GA	30525	Abused Children/Women Shelter
GA CASA	1776 Peachtree Rd NW	Atlanta	GA	30309	Education
GA Council for Economic Education	POBox 1619	Atlanta	GA	30301	Teacher Leadership Program
GA Partnership for Excellence in Ed	233 Peachtree St , Ste 2000	Atlanta	GA	30303	Early Childhood Education & CSA prevention awareness
GA Budget & Policy Institute	100 Edgewood Ave Ste 950	Atlanta	GA	30303	Education
GA Center for Child Advocacy	POBox 17770	Atlanta	GA	30316	CSA Education/Training
GA Fnd for Independent Colleges	600 W Peachtree St NW, Ste 1500	Atlanta	GA	30308	Education
GA Shakespeare	4484 Peachtree Rd NE	Atlanta	GA	30319	Art Education
GA State Univ Reading Recovery	POBox 3978	Atlanta	GA	30302	Teacher Training
Good Samaritan Health Clinic	1015 Donald Lee Hollowell Pkwy	Atlanta	GA	30318	Medical/CSA
MARR	2815 Clearview Place, Ste 100	Doraville	GA	30340	CSA
Mercer University Press	3001 Mercer Univ Dr	Atlanta	GA	30341	Education
New Hope Enterprises	970 Jefferson St	Atlanta	GA	30318	Education/training/families & CSA training
Odyssey Atlanta	1424 W Paces Ferry Rd NW	Atlanta	GA	30327	Education
PATH Fnd	POBox 14327	Atlanta	GA	30324	Education/Capital Campaing
Premier Academy	399 Macedonia Rd	Atlanta	GA	30354	Education
Southeastern Council of Fnd	50 Hurt Plaza, Ste 350	Atlanta	GA	30303	Education
Zoo Atlanta	800 Cherokee Ave SE	Atlanta	GA	30315	Educational Programs

UBS

UBS Financial Services Inc
3455 Peachtree Rd, NE
Suite 1700
Atlanta GA 30326-4201

APZ2000438463 1212 AX 1

2012 Year End Summary

Duplicate statement for the account of.
PITTULLOCH FOUNDATION INC
P O BOX 67
TUCKER GA 30085-0067
Account number AX 00774 51

KELLY JACKSON
7272 CORAL LAKE DR
FLOWERY BRANCH GA 30542-5595

Your Financial Advisor:
ADELE GABBAY MUIR
Phone 404-760-3000/800-234-9928

Summary of gains and losses

	Amount ($)	
Short term	2,827 63	
Long term	508,990 54	**+100,000 = 608,991**
Total	**$511,818.17**	**+100,000 = 611818 (UNITED REMOVED FROM UBS IN 2012, A/C ADVISOR STATED WORTHLESS 2011, THEY JUST COULDN'T BACK REPORT TO GET IT OFF THE BOOKS.)**

Realized gains and losses

Estimated 2012 gains and losses for transactions with trade dates through 12/31/12 have been incorporated into this statement Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss Please check with your tax advisor To calculate gains and losses, we liquidate the oldest security lot first This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order This is known as a versus purchases or VSP order

See Important information about your statement on the last page of this statement for more information We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
UNITED STATES TREAS BILL DUE 09/20/12	FIFO	6,450,000 000	Aug 15, 12	Sep 20, 12	6,450,000 00	6,449,472 22			527 78

continued next page

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
UNITED STATES TREAS BILL DUE 03/22/12	FIFO	6,950,000 000	Dec 20, 11	Mar 22, 12	6,950,000 00	6,949,934 20			65 80
UNITED STATES TREAS BILL DUE 04/19/12	FIFO	6,950,000 000	Mar 20, 12	Apr 19, 12	6,950,000 00	6,949,572 90			427 10
UNITED STATES TREAS BILL DUE 05/24/12	FIFO	6,950,000 000	Apr 18, 12	May 24, 12	6,950,000 00	6,949,680 91			319 09
UNITED STATES TREAS BILL DUE 07/05/12	FIFO	6,950,000 000	May 24, 12	Jul 05, 12	6,950,000 00	6,949,585 74			414 26
UNITED STATES TREAS BILL DUE 08/16/12	FIFO	6,450,000 000	Jul 06, 12	Aug 16, 12	6,450,000 00	6,449,698 88			301 12
UNITED STATES TREAS BILL DUE 10/25/12	FIFO	6,110,000 000	Sep 20, 12	Oct 25, 12	6,110,000 00	6,109,803 27			196 73
UNITED STATES TREAS BILL DUE 12/06/12	FIFO	6,000,000 000	Oct 24, 12	Dec 06, 12	6,000,000 00	5,999,424 25			575 75
Total					**$52,810,000.00**	**$52,807,172.37**			**$2,827.63**
Net short-term capital gains and losses									**$2,827.63**

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
EATON CORP *MERGER EFF 12/12*	FIFO	15,000 000	Aug 02, 06	Dec 03, 12	774,825 00	165,838 15			608,986 85
KRAFT FOODS GROUP INC	FIFO	0 333	Apr 17, 07	Oct 02, 12	15 08	11 40			3 68
~~UNITED AMERICAS BANKSHARES INC~~ **WORTHLESS IN 2011, THIS IS REPORTED TO REMOVE FROM BROKERAGE ACCOUNT ONLY. LOSS NOT REPORTED IN 2012.**	FIFO	~~10,000 000~~	~~Aug 02, 06~~	~~May 17, 12~~	~~0 00~~	~~100,000 00~~		~~99,999 99~~	
Total					**$774,840.08**	**$265,849.55**		~~$99,999.99~~	**$608,990.53**
Net long-term capital gains or losses						**(100,000)**			**$508,990.54**
Net capital gains/losses:									**$511,818.17**
									+100,000
									611,818