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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation REYNOLDS AMERICAN FOUNDATION		A Employer identification number 58-1681920
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 2959		B Telephone number (see instructions) (336) 741-5315
City or town, state, and ZIP code WINSTON SALEM, NC 27102-2959		C If exemption application is pending, check here ☐
G Check all that apply	☒ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 65,885,114.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	98.	98.		ATCH 1
	4 Dividends and interest from securities	1,183,438.	794,186.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,007,524.			
	b Gross sales price for all assets on line 6a	3,661,552.			
	7 Capital gain net income (from Part IV, line 2)		873,464.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales, less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	2,191,060.	1,667,748.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	16,240.			
	c Other professional fees (attach schedule) *	345,325.	319,770.		25,555.
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	361,565.	319,770.		25,555.
	25 Contributions, gifts, grants paid	4,110,752.			4,099,502.
26 Total expenses and disbursements. Add lines 24 and 25	4,472,317.	319,770.	0	4,125,057.	
27 Subtract line 26 from line 12	-2,281,257.				
a Excess of revenue over expenses and disbursements		1,347,978.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	853,954.	1,906,775.	1,906,775.	
	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 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				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 5	53,833,679.	55,301,610.	55,301,610.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 6	7,885,383.	8,544,436.	8,544,436.		
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ATCH 7)	107,568.	132,293.	132,293.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	62,680,584.	65,885,114.	65,885,114.		
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	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. ▶ ☒ X					
	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	62,680,584.	65,885,114.		
	30	Total net assets or fund balances (see instructions)	62,680,584.	65,885,114.		
31	Total liabilities and net assets/fund balances (see instructions)	62,680,584.	65,885,114.			

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	62,680,584.
2	Enter amount from Part I, line 27a	2	-2,281,257.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	5,485,787.
4	Add lines 1, 2, and 3	4	65,885,114.
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	65,885,114.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,007,524.	
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	0	

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

(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	3,511,499.	66,152,925.	0.053082
2010	2,983,560.	62,499,352.	0.047737
2009	2,857,903.	53,368,670.	0.053550
2008	3,347,371.	58,273,874.	0.057442
2007	2,748,070.	65,374,668.	0.042036
2 Total of line 1, column (d)			2 0.253847
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 0.050769
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 64,794,731.
5 Multiply line 4 by line 3			5 3,289,564.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13,480.
7 Add lines 5 and 6			7 3,303,044.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 4,125,057.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	13,480.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	13,480.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	13,480.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	76,939.
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	76,939.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	63,459.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 63,459. Refunded ☐ 11	11	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ ALAN CALDWELL Telephone no ☐ 336-741-0106			
Located at ☐ PO BOX 2959 WINSTON SALEM, NC ZIP+4 ☐ 27102				
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	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)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
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

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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** 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? ☐ **7b** X**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
ATCH 9		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 ☐

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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
ATCH 10		297,905.

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 N/A	
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 instructions	
3 N/A	

Total. Add lines 1 through 3 ▶

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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	64,595,685.
b	Average of monthly cash balances	1b	1,185,768.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	65,781,453.
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	65,781,453.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	986,722.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	64,794,731.
6	Minimum investment return. Enter 5% of line 5	6	3,239,737.

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	3,239,737.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,480.
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	2,373.
c	Add lines 2a and 2b	2c	15,853.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,223,884.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,223,884.
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	3,223,884.

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	4,125,057.
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	4,125,057.
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	13,480.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,111,577.

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

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Page **9****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				3,223,884.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008 487,922.				
c From 2009 221,129.				
d From 2010				
e From 2011 259,373.				
f Total of lines 3a through e	968,424.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 4,125,057.				
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				3,223,884.
e Remaining amount distributed out of corpus	901,173.			
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	1,869,597.			
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				
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	1,869,597.			
10 Analysis of line 9				
a Excess from 2008 487,922.				
b Excess from 2009 221,129.				
c Excess from 2010				
d Excess from 2011 259,373.				
e Excess from 2012 901,173.				

Form 990-PF (2012)

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

NOT APPLICABLE

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 foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part 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:

ATCH 11

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

ATCH 12

c Any submission deadlines

ATTACHMENT 14

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

ATCH 13

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a <i>Paid during the year</i> ATTACHMENT 15					4,099,502.

Form 990-PF (2012)

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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.)

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

REYNOLDS AMERICAN FOUNDATION

Employer identification number

58-1681920

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,007,524.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	1,007,524.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a		1,007,524.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		1,007,524.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if:	
• Either line 14b, col (2) or line 14c, col (2) is more than zero, or	
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box ☐ No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2012

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,366,552.		NORTHERN TRUST ACCOUNT PROPERTY TYPE: SECURITIES 6,359,028.				P	VAR 1,007,524.	VAR
TOTAL GAIN (LOSS)							<u>1,007,524.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	98.	98.
TOTAL	<u>98.</u>	<u>98.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND/INTEREST INCOME FROM SECURITIES	1,183,438.	794,186.
TOTAL	<u>1,183,438.</u>	<u>794,186.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	16,240.			
TOTALS	<u>16,240.</u>			

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
NORTHERN TRUST - INVESTMENT MANAGEMENT FEES	297,904.	297,904.	
JK GROUP - CHARITABLE DISBURSEMENTS CONSULTING	27,302.	1,747.	
BANK OF NEW YORK - CUSTODIAN FEES	17,440.	17,440.	
WELLS FARGO - MAINTENANCE FEE	2,679.	2,679.	25,555.
TOTALS	<u>345,325.</u>	<u>319,770.</u>	<u>25,555.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NTCC SMALL CAP EQUITY	2,696,712.	2,696,712.
NTCC MID CAP EQUITY	5,711,399.	5,711,399.
NTCC LARGE CAP EQUITY	19,323,407.	19,323,407.
NTCC INTERNATIONAL EQUITY	6,423,436.	6,423,436.
NTCC FIXED INCOME	9,038,091.	9,038,091.
NTCC EMERGING MARKETS	3,009,360.	3,009,360.
NTCC HIGH YIELD BONDS	3,592,694.	3,592,694.
NTCC AURORA FUND	5,506,511.	5,506,511.
TOTALS	<u>55,301,610.</u>	<u>55,301,610.</u>

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARCHSTONE PARTNERS, LP	8,544,436.	8,544,436.
TOTALS	<u>8,544,436.</u>	<u>8,544,436.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INCOME	132,293.	132,293.
TOTALS	<u>132,293.</u>	<u>132,293.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENTS	5,485,787.
TOTAL	<u>5,485,787.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>				
STEPHEN R. STRAWSBURG P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	PRESIDENT - RES. 06/13/12 5.00	0	0	0	0
JOHN S. WILSON, III P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	PRESIDENT - 06/13/12 5.00	0	0	0	0
WILLIAM E. NANCE P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	VICE PRESIDENT 1.00	0	0	0	0
DAN A. FAWLEY P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	TREASURER .25	0	0	0	0
FRED W. FRANKLIN P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	SECRETARY .25	0	0	0	0
NANCY H. HAWLEY P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	DIRECTOR .25	0	0	0	0

REYNOLDS AMERICAN FOUNDATION

58-1681920

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
NANCY G. STURGEON P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	DIRECTOR .25	0	0	0
ROBERT H. DUNHAM P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	DIRECTOR .25	0	0	0
ALAN L. CALDWELL P.O. BOX 2959 WINSTON SALEM, NC 27102-2959	EXECUTIVE DIRECTOR 3.00	0	0	0

GRAND TOTALS

TU4403 1985

V 12-6.5T

788659

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
NORTHERN TRUST COMPANY OF CONNECTICUT 300 ATLANTIC STREET STAMFORD, CT 06901	INVESTMENTS	297,905.
TOTAL COMPENSATION		<u>297,905.</u>

ATTACHMENT 11

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

ALAN CALDWELL, EXECUTIVE DIRECTOR
REYNOLDS AMERICAN FDN, PO BOX 2959
WINSTON-SALEM, NC 27102
336-741-0106

ATTACHMENT 12990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN WRITTEN FORM WITH THE ORGANIZATION'S SECTION 501(C)(3) EXEMPTION LETTER ATTACHED. APPLICANTS SHOULD PROVIDE A DESCRIPTION OF THE ACTIVITY FOR WHICH MONEY IS NEEDED, A DESCRIPTION OF THE PROPOSED PROJECT, AND A LIST OF THE ORGANIZATION'S BOARD OF DIRECTORS. FOR ADDITIONAL DETAILS AND REQUIREMENTS SEE WWW.RJRT.COM/FNDNGUIDE.ASPX (ALL LOWER CASE).

ATTACHMENT 13

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS GENERALLY DIRECTED TOWARDS EDUCATION, ARTS, AND ECONOMIC/
COMMUNITY DEVELOPMENT.

REYNOLDS AMERICAN FOUNDATION

EIN: 58-1681920

FOR THE YEAR ENDED 12/31/2012

FORM 990-PF, PART XV, LINE 2 C-D SUPPLEMENTAL INFORMATION

Community Involvement**Reynolds American Foundation Guidelines for Giving**

R.J. Reynolds Tobacco Company (R.J. Reynolds) is proud of the fact that it has been a responsible corporate citizen of North Carolina for more than 130 years. In a tradition established by the company's founder, Richard Joshua Reynolds, R.J. Reynolds remains committed to using its resources to enhance the quality of life in the communities where employees live and work

Grant Categories

The Reynolds American Foundation focuses its contribution resources in communities where significant numbers of Reynolds American Inc. and R.J. Reynolds employees live and work. Grants will be made for one year only; applicants must reapply for additional funding. Grants are awarded in the following areas.

- Birth-12 Public Education – Public-school and community programs that prepare children to enter school ready to learn and programs that primarily focus on improving academic performance of low-performing and economically disadvantaged students. Except for business-partner relationships, all school grants are made through the superintendents' offices. Individual day-care centers are not eligible for grants.
- Local Community Campaigns – Support for United Way and Arts Council campaigns in target communities.
- Employee-Directed Giving – Programs to encourage employee community support through the foundation's Matching Grants Program, the Community Involvement Plan, the Leadership in Education Program and the Scholarship Program for children of employees and retirees.

R.J. Reynolds has designated certain resources for other grants, sponsorships and in-kind contributions.

Eligibility

To be eligible for funding consideration, an applicant must generally be:

- A nonprofit agency with tax-exempt status under section 501(c)(3) of the Internal Revenue Code or an appropriate government agency,
- Serving residents in communities where significant numbers of Reynolds American Inc. and R.J. Reynolds employees live and/or work; and,
- Operated and organized so that it does not discriminate on the basis of race, religion, gender, national origin, sexual orientation, age, or disability, in terms of hiring practices, service provisions or board-member selection.

Limitations

The Foundation will not generally consider funding requests for the following:

- Endowments;
- Support for individuals;
- General operating expenses;
- Requests from churches;
- Programs that promote religious doctrine,
- Requests for political candidates and organizations;
- Requests for travel expenses for individuals or organizations;
- Sponsorship of most special events; and,

- Request for programs that have already received support from the Reynolds American Foundation or R.J. Reynolds for three consecutive years.

Submitting your grant proposal

The Reynolds American Foundation accepts proposals throughout the year but awards grants according to the schedule below. No application form is required. Proposals should be no more than five pages and should include the following information:

- A statement of purpose and organizational objectives;
- A description of the problem, need or issue the proposal seeks to address;
- A complete description of the proposed project. This includes goals, objectives, geographic area and population served by the project, timeline, staffing, evaluation, budget, and sources of current and future funding;
- A cover letter, signed by either the chief executive officer or an authorized person of the organization that includes a summary of the proposed project, the issue to be addressed, the amount requested, and the name and phone number of the appropriate contact person;
- The Internal Revenue Service letter confirming the organization's 501(c)(3) status; and,
- A list of the organization's board of directors and officers.

Grant proposals should be mailed to:

Reynolds American Foundation
P.O. Box 891
Plaza Building - 15th Floor
Winston-Salem, NC 27102-2959

Proposal Cycle

The Reynolds American Foundation awards grants on a quarterly basis according to the following schedule:

Completed Proposal Received By:	Initial Review By:	Final Review By:	Agency Notification By:
February 1	March 1	March 15	March 31
May 1	June 1	June 15	June 30
August 1	September 1	September 15	September 30
November 1	December 1	December 15	December 31

REYNOLDS AMERICAN FOUNDATION
EIN 56-1950120
FOR THE YEAR ENDED 12/31/2012
FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
24 Hours of Booty Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
ABC of NC Child Development Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	450
AIDS Care Service Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Albuquerque Academy	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,000
Allegheny College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	500
Alley Cat Allies Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	65
Alliance Defense Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,975
Alzheimers Disease and Related Disorders Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Alzheimers Disease and Related Disorders Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	6,600
Alzheimers Disease and Related Disorders Association - Alzheimers Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	650
Amateur Athletic Union of the United States - 6th Man Sports	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,000
Amateur Athletic Union of the United States Inc - Carolina Tide Basketball	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,555
American Diabetes Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
American Heart Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
American Junior Golf Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,300
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
American Society for the Prevention of Cruelty To Animals	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Americans United for Separation of Church and State	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	95
Amigos Bravos Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	45
AMP Concerts	509 (a) (2)	CHARITABLE ACTIVITIES	600
Animal Adoption and Rescue Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Animal Humane Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
AOPA Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Appalachian State University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	5,625
Arbor Acres United Methodist Retirement Community Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Arts Based Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Arts Council Incorporated Winston-Salem Arts Council	509 (a) (2)	CHARITABLE ACTIVITIES	3,680
Ashe County Arts Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Association for Retarded Citizens Davidson County Inc	509 (a) (2)	CHARITABLE ACTIVITIES	200
Athletic Foundation of the University of North Carolina at Charlotte	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,500
Autism Speaks Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Avon Products Foundation Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	275
Barry L Joyce Local Cancer Support Fund	509 (a) (2)	CHARITABLE ACTIVITIES	1,550
BBBS of Forsyth County Incorporated - Big Brothers Big Sisters of Davie County	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Believe In Kids	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Benilde St Margarets High School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	600
Bethesda Center for the Homeless Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	785
Bethlehem Center	509 (a) (2)	CHARITABLE ACTIVITIES	150
Big Brothers and Big Sisters of Forsyth County Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,410
Big Cat Rescue Corp	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Blind Cat Rescue & Sanctuary Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	120
Blue Ridge Broadcasting Corporation	509 (a) (2)	CHARITABLE ACTIVITIES	500
Board of Trustees for the University of Alabama - University of Alabama	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	468
Bookmarks	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,100
Boonville Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Boys & Girls Club of Greater High Point Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Brandons Buddies Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Bro & Tracy Animal Welfare Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Broadways Best Theatre Company of NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Buffalo and Erie County Historical Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	65
Buffalo Olmsted Parks Conservancy Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	180

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Calvary Baptist Church - Calvary Baptist Day School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	750
Cancer Services Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	360
Caringbridge	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Central Asia Institute	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	900
Cerebral Palsy K I D S Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Chestnut Grove Middle School	GOVERNMENTAL	CHARITABLE ACTIVITIES	922
Childhood Leukemia Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Childrens Miracle Network	509 (a) (2)	CHARITABLE ACTIVITIES	1,131
Childrens Tumor Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Christian Foundation for Children and Aging	509 (a) (2)	CHARITABLE ACTIVITIES	940
Church World Service Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	90
Ciudad Nueva Community Outreach Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Clarkson University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Clemson University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	5,850
Coastal Carolina Horsesense Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,843
Colon Cancer Alliance	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	65
Community Care Center for Forsyth County	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Community Center for the Performing Arts	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	375
Compassion International Incorporated	509 (a) (2)	CHARITABLE ACTIVITIES	90
Convoy of Hope	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,525
Cooper Union for the Advancement of Science and Art	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	104
Cottonwood Montessori School	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	345
Crisis Control Ministry Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,025
Cnsis Ministry of Davidson County Inc	509 (a) (2)	CHARITABLE ACTIVITIES	1,100
Crosby Scholars Community Partnership	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Cystic Fibrosis Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	350
Davidson College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	200
Davidson Medical Ministries Clinic Inc	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	1,300
Davie Community Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Davie County Early College High School Parent Teacher Student Org	509 (a) (2)	CHARITABLE ACTIVITIES	400
Davie County High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Davie County Schools	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Defenders of Wildlife	509 (a) (2)	CHARITABLE ACTIVITIES	50
Denali Education Center	509 (a) (2)	CHARITABLE ACTIVITIES	75
Depauw University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	4,000
Diocese of Youngstown Catholic Charities Corporation	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	200
Direct Relief International	509 (a) (2)	CHARITABLE ACTIVITIES	250
Disabled American Veterans Charitable Service Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Doug Coley Foundation for Leukemia Research	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Drake University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	75
Duke City Repertory Theatre	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	600
Duke University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	4,200
Dystrophic Epidermolysis Bullosa Research Association of America Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Earthjustice	509 (a) (2)	CHARITABLE ACTIVITIES	75
East Carolina University Educational Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,000
East Carolina University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	500
East Stokes Outreach Ministry	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Eckerd College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,000
Educational Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,755
El Dorado Fire and Rescue Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	120
Elder High School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	250
Emory & Henry College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	500
Episcopal Relief and Development	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	72
Experient In Self-Reliance Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,625
Fairleigh Dickinson University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
Fairness & Accuracy In Reporting Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	80
Family Services Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
FINCA International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
First Presbyterian Day School Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Focus on the Family	509 (a) (2)	CHARITABLE ACTIVITIES	1,300
Food Bank of Central & Eastern North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Food for the Poor Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Forgotten Felines of Forsyth	509 (a) (2)	CHARITABLE ACTIVITIES	400
Forsyth Country Day School Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	5,950
Forsyth County Humane Society and SPCA D D Schouler Chapter Inc	509 (a) (2)	CHARITABLE ACTIVITIES	900
Forsyth Jail & Pnson Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,300
Forsyth Medical Center Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,800
Foundation Fighting Blindness Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Foundation of the University of North Carolina at Charlotte Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	178
Friends of the Elkin Public Library	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Front Range Equine Rescue	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Fur-Ever Friends of North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	505
Furman University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	25
Fusion	509 (a) (2)	CHARITABLE ACTIVITIES	600
Gardner-Webb University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	125
Gatehouse Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
General Council of the Assemblies of God-First Assembly of God Church-First Assembly Christian	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	550
Georgia Institute of Technology	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	250
Georgia Tech Athletic Association - Alexander-Tharpe Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Georgia Tech Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	250
Glenn High School - Glenn High School Baseball	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Golf Fore Fun Inc - The First Tee of the Triad	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,100
Gorilla Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Graycliff Conservancy Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	160
Greyhound Friends of North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	80
Guiding Eyes for the Blind Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Habitat for Humanity International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,025
Habitat for Humanity International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Hanes Magnet School	GOVERNMENTAL	CHARITABLE ACTIVITIES	315
Heartworks Ministry Inc - Jubilee Academy	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Heifer Project International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Helping Hands 4 Paws	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000
Hendrix College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	425
High Point University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	525
Hispanic League of the Piedmont Triad	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,675
Homes for Children-Grandfather Home for Children	509 (a) (2)	CHARITABLE ACTIVITIES	100
Honzons Residential Care Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,957
Hospice & Palliative Carecenter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,750
Hospice & Palliative Carecenter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Hospice of Cabarrus County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Hospicecare of the Piedmont Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Hotchkiss School	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Hull House Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	155
Humane Society of Davidson County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Humane Society of the United States	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Humane Solutions Society Spay- Neuter Clinic of Winston Salem for	509 (a) (2)	CHARITABLE ACTIVITIES	50
Indiana University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,250
Inspired Spaces-the Living Room	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
International Justice Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Isothermal Community College - WNCW Radio	170 (b) (1) (A) (v)	CHARITABLE ACTIVITIES	25
Jamestown Highlanders Pipe Band - Jamestown Pipes & Drums	509 (a) (2)	CHARITABLE ACTIVITIES	500
Jane Goodall Institute for Wildlife Research Education & Conservation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Juvenile Diabetes Research Foundation International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	7,300
Juvenile Diabetes Research Foundation International - Rocky Mountain Chapter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Kenyon College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	250
Kernersville Little Theatre Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,425
King Outreach Ministry Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Ledford Senior High	GOVERNMENTAL	CHARITABLE ACTIVITIES	3,600

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Lenoir Rhyne College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	500
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	501
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Lewis Rathbun Wellness Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Lewisville Historical Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Lifeline Pregnancy Help Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,000
Lillies Friends Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Little Theatre of Winston-Salem Inc-Twin City Stage	509 (a) (2)	CHARITABLE ACTIVITIES	500
London Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	235
Long Island University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Macalester College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,500
Make-A-Wish Foundation of Central & South Texas Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Make-A-Wish Foundation of Minnesota	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
March of Dimes Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
March of Dimes Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
March of Dimes Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Mars Hill College Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	250
Marthas Mission Cupboard Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Maryfield Inc - Pennybyrn at Maryfield	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	500
Massachusetts Institute of Technology	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Memory Care	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Mended Heart Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	175
Meredith College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Millennium Charter Academy	GOVERNMENTAL	CHARITABLE ACTIVITIES	250
Milligan College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	250
Milling Manor Inc	509 (a) (2)	CHARITABLE ACTIVITIES	200
Missionary Flights & Service Inc - Missionary Flights International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,500
Mississippi State University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	350
Moravian Church in America Southern Province - Sunnyside Ministries	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	100
Moravian Music Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Morgan Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	1,650
Mothers Club Family Learning Center	509 (a) (2)	CHARITABLE ACTIVITIES	50
Mount Tabor High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	800
Muscular Dystrophy Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Muscular Dystrophy Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000
National Audubon Society Inc-Audubon Society New Mexico	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	80
National Geographic Society	509 (a) (2)	CHARITABLE ACTIVITIES	400
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	30
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	7,317
National Wildlife Federation	509 (a) (2)	CHARITABLE ACTIVITIES	125
Natural Resources Defense Council Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	115
Nature Conservancy	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	130
Nature Conservancy	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
New Hope Pregnancy Care	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Next Step Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	750
North Carolina Museum of Art Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
North Carolina Performing Arts Center at Charlotte Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	1,350
North Carolina Shakespeare Festival Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
North Carolina State University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	14,782
North Central College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	500
Northwest Guilford High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Northwestern University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	150
Ohio State University Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Oklahoma State University Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Old Hickory Council- Boy Scouts of America	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	6,010

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Old Salem Incorporated - Old Salem Museums & Gardens	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	592
Opportunity International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Our Lady of Mercys Catnip Cottage	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,250
PARC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	450
Partners In Health	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Painck County Developmental Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	800
Pediatnc Brain Tumor Foundation of the United States Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Penland School of Crafts Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
Pennsylvania State University	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	620
People for the Ethical Treatment of Animals Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	110
Performing Animal Welfare Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Petree Elementary	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Piedmont Chamber Singers Inc	509 (a) (2)	CHARITABLE ACTIVITIES	50
Pilot Mountain Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Pitt Technical Institute Foundation Inc - Pitt Community College Fdn	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Planned Parenthood Federation of America Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	285
Planned Parenthood of Central North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Preservation Buffalo Niagara - Landmark Society of the Niagara Frontier	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	285
Prodigals Community Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Protestant Episcopal High School In Virginia	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	2,000
PTA North Carolina Congress - Brunson Elementary PTA	509 (a) (2)	CHARITABLE ACTIVITIES	650
PTA North Carolina Congress - Jefferson Middle School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	400
PTA North Carolina Congress - Lewisville Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	375
PTA North Carolina Congress - Meadowlark Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	100
PTA North Carolina Congress - Meadowlark Middle School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	100
PTA North Carolina Congress - Mt Tabor High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	925
PTA North Carolina Congress - RJ Reynolds High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	275
PTA North Carolina Congress - Sherwood Forest Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	1,650
PTA North Carolina Congress - West Forsyth High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	225
PTA North Carolina Congress-Jefferson Elementary PTA	509 (a) (2)	CHARITABLE ACTIVITIES	100
PTA North Carolina Congress-Old Richmond Elementary PTA	509 (a) (2)	CHARITABLE ACTIVITIES	200
PTA North Carolina Congress-Vienna Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	300
Purdue Foundation Inc	509 (a) (3)	CHARITABLE ACTIVITIES	117
Radford University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Reagan High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
Rector & Visitors of the University of Virginia - University of Virginia	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	4,000
Red Dog Farm Animal Rescue Network	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Regis University Payroll Main Hall	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	100
Riverwood Therapeutic Riding Center Inc	509 (a) (2)	CHARITABLE ACTIVITIES	150
Roadrunner Food Bank Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	40
Ronald McDonald House of Chapel Hill Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Ronald McDonald House of Winston-Salem Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	900
Room at the Inn Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Rutgers University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	500
S H R M Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	25
Salem Academy & College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,160
Salem Pregnancy Support Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Salvation Army National Corp - NC Area Command	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	790
Samantan Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,700
Samantans Purse	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,500
Santa Fe Conservation Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	185
Save the Manatee Club Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	155
Second Harvest Food Bank of Northwest North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	29,552
Seminole Boosters Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,004
Senior Services Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,475
Shady Grove Elementary PTO	509 (a) (2)	CHARITABLE ACTIVITIES	100
Shakespeare In Delaware Park Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	135
Shoals Community Recreation Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	8,000
Smile Train Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	275

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Smithsonian Institution Office of the Comptroller-Friends of the Smithsonian	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	304
Society for the Prevention of Cruelty To Animals of the Tnad	509 (a) (2)	CHARITABLE ACTIVITIES	1,250
Solus Chnstus Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	350
South Plains Food Bank Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
South Stokes High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	350
Southwest Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
Special Olympics Inc - Special Olympics NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Special Olympics North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	88
St Andrews-Sewanee School	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	2,500
St Baldricks Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
St Johns College In Santa Fe	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	600
St Josephs Orphans Society - St Joseph Childrens Home	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
St Jude Childrens Research Hospital Inc	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	6,225
St Labre Indian School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	63
St Xavier High School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	4,000
St. Mildred's-Lightbourn School	GOVERNMENTAL	CHARITABLE ACTIVITIES	4,000
Starmount High School Athletic Boosters Club - Starmount Boys Soccer Program	509 (a) (2)	CHARITABLE ACTIVITIES	300
State University of Iowa Foundation - University of Iowa Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	400
Steppenwolf Theater Co	509 (a) (2)	CHARITABLE ACTIVITIES	50
Summit School Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	8,725
Surry Community College Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	2,850
Susan G Komen Breast Cancer Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	25
Susan G Komen Breast Cancer Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	30
Susan G Komen Cancer Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	4,050
Texas A&M Foundation - Texas A&M University	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	40
Texas Chnstan University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
The Adoption Exchange	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
The Boyd County Quarterback Club	509 (a) (2)	CHARITABLE ACTIVITIES	3,708
The Centers for Exceptional Children Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	914
The Downtown School	GOVERNMENTAL	CHARITABLE ACTIVITIES	25
The Enrichment Center An Affiliated Chapter of the ARC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
The Historic Preservation Foundation of North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
The Komers Folly Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
The Pennsylvania State Universty-Penn State Dance Marathon	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
The Salvation Army	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	250
The Shepherds Center of Kernersville Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
The Village Repertory Co	509 (a) (2)	CHARITABLE ACTIVITIES	100
The Young Mens Chnstan Association of the Tnangle Area - Camp Sea Gull and Seafarer	509 (a) (2)	CHARITABLE ACTIVITIES	100
Thomas Jefferson Middle School	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
Thunder Youth Baseball Inc	GOVERNMENTAL	CHARITABLE ACTIVITIES	2,500
Tony Fitzjohn-George Adamson Afrcan Wildlife Preservation Trust Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Tn-Ad Family Network Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	800
Tnad Stage Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
U S Catholic Conference - Catholic Social Services	GOVERNMENTAL	CHARITABLE ACTIVITIES	4,200
U S Catholic Conference - Our Lady of Mercy School	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Union Cross Elementary	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
United Animal Coalition Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
United Methodist Agency for the Retarded Western Nor Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
United Negro College Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
United Way of Chatham County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
United Way of Santa Fe County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000
University at Buffalo Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	30
University of Arkansas Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
University of Chicago	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,250
University of Dayton	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
University of Kentucky	GOVERNMENTAL	CHARITABLE ACTIVITIES	75
University of Memphis Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,240
University of Mississippi Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,340
University of New Mexico Foundation Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
University of New Mexico Foundation Incorporated - KNME TV	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
University of North Carolina at Chapel Hill	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	10,227
University of North Carolina Foundation Inc - UNC TV	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	470
University of North Carolina School of the Arts Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	325
University of North Carolina-Greensboro	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	460
University of North Dakota Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	50
University of Richmond	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	300
University of South Carolina Educational Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	324
US Catholic Conference - Bishop McGuinness High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,150
US Catholic Conference - Sacred Heart Academy	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
US Catholic Conference - St. Leo School	GOVERNMENTAL	CHARITABLE ACTIVITIES	4,000
US Catholic Conference - Triad Catholic Schools Foundation	GOVERNMENTAL	CHARITABLE ACTIVITIES	425
V M I Foundation Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Virginia Tech Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,480
Vista Grande Public Library	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	60
Wake Forest University	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	22,401
Wake Forest University - WFDD Radio	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	350
Wake Forest University Health Sciences - Wake Forest University School of Medicine	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	200
Waldorf School of Garden City	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	25
Washington & Lee University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	3,300
Wentworth Elementary	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Wesleyan Education Center Inc	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	100
West Forsyth Band Fans	509 (a) (2)	CHARITABLE ACTIVITIES	150
West Forsyth High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	250
West Virginia University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	3,600
Western New York Heritage Press Inc	509 (a) (2)	CHARITABLE ACTIVITIES	86
Western New York Public Broadcasting Association - WNED TV	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	350
Westminster Schools Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	35
Wildcats Athletic Club Inc	509 (a) (2)	CHARITABLE ACTIVITIES	28,000
Wildlife Rehab Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Williams College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	835
Winston Salem Forsyth County BMX Parents Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	8,000
Winston Salem Rescue Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	8,308
Winston Salem Symphony Association	509 (a) (2)	CHARITABLE ACTIVITIES	1,200
Winston Salem Theatre Alliance Inc	509 (a) (2)	CHARITABLE ACTIVITIES	50
Winston-Salem Forsyth County Schools	GOVERNMENTAL	CHARITABLE ACTIVITIES	150
Winston-Salem Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,400
Winston-Salem State University Foundation Incorporated	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	2,500
World Vision Inc	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	900
World Wildlife Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Wounded Warrior Project Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000
WSKG Public Telecommunications Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	115
Yadkin Christian Ministries	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	250
Yadkin County Humane Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Young Life	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	800
Young Mens Christian Association of Northwest North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	12,230
Young Mens Christian Association of Northwest North Carolina - Fulton Family YMCA	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Young Mens Christian Association of Northwest North Carolina - Robinhood Road Family YMCA	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Zoological Society of Buffalo Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	335
Zurich International School Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
TOTAL MATCHING GRANTS			465,667
ABC of NC Child Development Center fr 64100110	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
AMERICAN RED CROSS	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	251,000
ARTS COUNCIL INC	509 (a) (2)	CHARITABLE ACTIVITIES	264,900
BETHESDA CENTER FOR THE HOMELESS, INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
CAMP CAREFREE INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	15,000
CATHOLIC SOCIAL SERVICES	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,448
CHILDRENS THEATRE OF WINSTON SALEM	509 (a) (2)	CHARITABLE ACTIVITIES	100,000

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
CRISIS CONTROL MINISTRY INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
CROSBY SCHOLARS COMMUNITY	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50,000
DAVIE COUNTY ARTS COUNCIL	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
DAVIE COUNTY UNITED WAY INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	26,000
EAST STOKES OUTREACH MINISTRY	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50,000
FORSYTH EDUCATION PARTNERSHIP	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,500
FORSYTH JAIL & PRISON MINISTRIES	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
FTCC FOUNDATION	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150,000
LEARNING ALLY INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,500
NC NEW SCHOOLS PROJECT INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	267,500
NC SCHOOL OF THE ARTS FON INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	27,860
PIEDMONT OPERA THEATRE	509 (a) (2)	CHARITABLE ACTIVITIES	5,000
PREVENT BLINDNESS N CAROLINA	509(a) (1)	CHARITABLE ACTIVITIES	10,500
SAMARITAN MINISTRIES	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
SAWTOOTH CENTER FOR VISUAL ART	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	90,000
SECOND HARVEST FOOD BANK	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50,000
STOKES COUNTY ARTS COUNCIL	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
UNITED FUND OF STOKES COUNTY INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
UNITED FUND OF SURRY INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
UNITED WAY OF FORSYTH COUNTY	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,252,142
WAKE FOREST UNIV SCHOOL OF BUSINESS	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	500,000
WINSTON SALEM FORSYTH COUNTY SCHOOLS	GOVERNMENTAL	CHARITABLE ACTIVITIES	10,000
WINSTON SALEM RESCUE MISSION INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
WINSTON SALEM SYMPHONY ASSOC	509 (a) (2)	CHARITABLE ACTIVITIES	30,000
WS CENTER FOR EDUCATION & THE ARTS	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
TOTAL DIRECT GRANTS			3,430,350
COMMERCIAL FRAMING	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	893
DAVIDSON COUNTY COMMUNITY COLLEGE	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
EAST MISSISSIPPI COMMUNITY COLLEGE	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
FORSYTH TECHNICAL COMMUNITY COLLEGE	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
GALLINS FOODS INC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,593
NATIONAL MERIT SCHOLARSHIP	GOVERNMENTAL	CHARITABLE ACTIVITIES	193,065
PRICE DAVIS FLORIST	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	358
SANDHILLS COMMUNITY COLLEGE	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
SNIPES PHOTOGRAPHY	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	577
SURRY COMMUNITY COLLEGE	GOVERNMENTAL	CHARITABLE ACTIVITIES	3,000
TOTAL SCHOLARSHIPS			203,485
TOTAL GRANTS			4,099,502

FORM 990EF, PART XV -- CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY WOMEN'S LEADERSHIP COUNCIL	IRC SECTION 509(A) (1)	CHARITABLE ACTIVITIES	300,000.
TOTAL CONTRIBUTIONS APPROVED			300,000.

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

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

- 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

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.

Employer identification number (EIN) or

REYNOLDS AMERICAN FOUNDATION

X 58-1681920

Number, street, and room or suite no. If a P.O. box, see instructions.

Social security number (SSN)

P.O. BOX 2959

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

WINSTON-SALEM, NC 27102

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 ► ALAN CALDWELL

Telephone No ► (336) 741-5315

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) N/A. 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.

- I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year 20 12 or► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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 \$	106,939
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 \$	76,939
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 \$	30,000

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.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2013)

JSA

2F8054 2.000

KPMG LLP 13-5585207
300 N Greene St, Suite 400
Greensboro, North Carolina 27401

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**. 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.

REYNOLDS AMERICAN FOUNDATION

Number, street, and room or suite no. If a P.O. box, see instructions.

P.O. BOX 2959

City, town or post office, state, and ZIP code. For a foreign address, see instructions

WINSTON-SALEM, NC 27102

Employer identification number (EIN) or

X 58-1681920

Social security number (SSN)

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-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 **ALAN CALDWELL**. Telephone No. **(336) 741-5315** 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) **N/A**. 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.

- I request an additional 3-month extension of time until **11/15**, 20 **13**.
- For calendar year **2012**, or other tax year beginning , 20 , and ending , 20 .
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension **INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.**

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 \$	106,939
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 \$	106,939
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 \$	NONE

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 **CPA**Date **7/19/13**

Form 8868 (Rev. 1-2013)

KPMG LLP 13-5565207
 300 N. Greene St., Suite 400
 Greensboro, North Carolina 27401