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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation TR TY COBB EDUCATIONAL FD U/A	**A** Employer identification number 58-6026003
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1908 — Room/suite	**B** Telephone number (see instructions) (404) 588-7227
City or town, state, and ZIP code ORLANDO FL 32802-1908	**C** If exemption application is pending, check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	**D** 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 12,954,021 — **J** Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*	**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	332,144	330,800		
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	606,064			
b	Gross sales price for all assets on line 6a 9,498,186				
7	Capital gain net income (from Part IV, line 2)		606,064		
8	Net short-term capital gain				
9	Income modifications				
10 a	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	938,208	936,864	0	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	72,911	34,580		38,330
14	Other employee salaries and wages	36,720			36,720
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	4,874			4,874
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	4,954	2,145		2,809
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	3,392			3,392
22	Printing and publications	469			469
23	Other expenses (attach schedule)	9,168			9,168
24	**Total operating and administrative expenses.** Add lines 13 through 23	132,488	36,725	0	95,762
25	Contributions, gifts, grants paid	509,000			509,000
26	**Total expenses and disbursements.** Add lines 24 and 25	641,488	36,725	0	604,762
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	296,720			
b	**Net investment income** (if negative, enter -0-)		900,139		
c	**Adjusted net income** (if negative, enter -0-)			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)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		5,965	5,965
	2	Savings and temporary cash investments	179,976	300,391	300,391
	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)		26,469	1,119,908
	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)	10,960,664	11,107,668	11,527,758
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶		1	1
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	11,140,640	11,440,494	12,954,023
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.			
	27	Capital stock, trust principal, or current funds	13,495,307	11,440,494	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-2,354,667		
	30	**Total net assets or fund balances** (see instructions)	11,140,640	11,440,494	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,140,640	11,440,494	

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	11,140,640
2	Enter amount from Part I, line 27a	2	296,720
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,134
4	Add lines 1, 2, and 3	4	11,440,494
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	11,440,494

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 Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

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				0
b				0
c				0
d				0
e				0

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	606,064
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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	570,577	12,363,086	0 046152
2010	551,383	11,478,486	0 048036
2009	637,010	10,394,402	0 061284
2008	606,746	11,610,325	0 052259
2007	623,763	13,087,508	0 047661

2	**Total** of line 1, column (d)	2	0 255392
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	0.051078
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	12,717,950
5	Multiply line 4 by line 3	5	649,607
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,001
7	Add lines 5 and 6	7	658,608
8	Enter qualifying distributions from Part XII, line 4	8	604,762

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	18,003
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	0
3	Add lines 1 and 2	3	18,003
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	18,003
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 6,863		
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	6,863
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	11,140
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶	11	0

Part VII-A Statements Regarding Activities

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

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

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ▶ N/A				
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (404) 588-7227				
	Located at ▶ P O BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐				
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶				

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20______ , 20______ , 20______ , 20______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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** No: X

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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
See Attached Statement	00	0		
	.00	0		
	00	0		
	00	0		

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	0

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	12,685,739
b	Average of monthly cash balances	1b	225,885
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,911,624
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	12,911,624
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	193,674
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,717,950
6	**Minimum investment return.** Enter 5% of line 5	6	635,898

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	635,898
2a	Tax on investment income for 2012 from Part VI, line 5	2a	18,003		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	18,003
3	Distributable amount before adjustments Subtract line 2c from line 1			3	617,895
4	Recoveries of amounts treated as qualifying distributions			4	3,000
5	Add lines 3 and 4			5	620,895
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	620,895

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	604,762
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	604,762
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	604,762

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1	Distributable amount for 2012 from Part XI, line 7				620,895
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			495,163	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2012				
a	From 2007				
b	From 2008				
c	From 2009				
d	From 2010				
e	From 2011				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 604,762				
a	Applied to 2011, but not more than line 2a			495,163	
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				109,599
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
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			0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				511,296
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2008				
b	Excess from 2009				
c	Excess from 2010				
d	Excess from 2011				
e	Excess from 2012				

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

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

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

	Tax year (a) 2012	Prior 3 years (b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

MS ROSIE ATKINS, SECRETARY PO BOX 725 FOREST PARK, GA 30051

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

LETTER OF REQUEST FOR INFORMATION, COPY OF TRANSCRIPT

c Any submission deadlines

MAY-COMMITTEE MEETS IN JULY & JANUARY

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

SEE ATTACHED STATEMENT

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total ▶ 3a				509,000
b *Approved for future payment* NONE				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	332,144	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	606,064	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		938,208	0

13 Total. Add line 12, columns (b), (d), and (e) 13 938,208

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Barbara Allred | 4/29/2013 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN	[signature]	4/29/2013		P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
GEORGIA TECH					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 5,000
Name AGNES SCOTT COLLEGE					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 3,000
Name ARMSTRONG ATLANTIC UNIVERSITY					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 6,000
Name AUGUSTA STATE UNIVERSITY					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 4,500
Name BERRY COLLEGE					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 3,000
Name BRENEAU UNIVERSITY					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 21,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
CLARK ATLANTA UNIVERSITY						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	12,000
CLAYTON STATE UNIVERSITY						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	3,000
COLLEGE OF COASTAL GEORGIA						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	15,000
COLUMBUS STATE UNIVERSITY						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	3,000
EMMANUEL COLLEGE						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	3,000
EMORY UNIVERSITY						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	12,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
GEORGIA COLELGE & STATE UNIVERSITY				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 4,000

Name				
GEORGIA GWINNETT COLLEGE				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 3,000

Name				
GEORGIA HEALTH SCIENCES				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 132,000

Name				
GEORGIA PERIMETER COLLEGE				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 15,000

Name				
GEORGIA SOUTHERN UNIVERSITY				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 8,000

Name				
GEORGIA SOUTHWESTERN UNIVERSITY				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 6,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
GEORGIA STATE UNIVERSITY					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 30,000
Name GEORGIA INSTITUTE OF TECHNOLOGY					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 21,500
Name KENNESAW STATE UNIVERSITY					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 17,000
Name LAGRANGE COLLEGE					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 4,500
Name MACON STATE COLLEGE					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 1,500
Name MEHARRY MEDICAL SCHOOL					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution SCHOLARSHIPS					**Amount** 3,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
MERCER UNIVERSITY				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution: SCHOLARSHIPS				Amount: 4,500

Name				
MERCER UNIVERSITY SCHOOL OF MEDICINE				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution: SCHOLARSHIPS				Amount: 33,000

Name				
MOREHOUSE SCHOOL OF MEDICINE				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution: SCHOLARSHIPS				Amount: 12,000

Name				
NEW YORK UNIVERSITY COLLEGE OF DENTISTRY				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution: SCHOLARSHIPS				Amount: 3,000

Name				
NORTH GEORGIA COLLEGE & STATE UNIVERSITY				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution: SCHOLARSHIPS				Amount: 16,500

Name				
PIEDMONT COLLEGE				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution: SCHOLARSHIPS				Amount: 9,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
SAMFORD UNIVERSITY						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	2,000
SOUTHERN POLYTECHNIC STATE UNIVERSITY						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	3,000
SPELMAN COLLEGE						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	3,000
UNIVERSITY OF GEORGIA						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	54,000
UNIVERSITY OF WEST GEORGIA						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	1,500
VALDOSTA STATE UNIVERSITY						NONE	501(C)(3) PUBLIC CHARITY	SCHOLARSHIPS	12,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
WARREN ALPERT MEDICAL SCHOOL OF BROWN UNIVERSITY				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 3,000

Name				
YOUNG HARRIS COLLEGE				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 9,000

Name				
JOHN HOPKINS UNIVERSITY SCHOOL OF MEDICINE				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 3,000

Name				
COVENANT COLLEGE				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 1,500

Name				
REINHARDT COLLEGE				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 1,500

Name				
UNIVERSITY OF MIAMI				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship NONE	**Foundation Status** 501(C)(3) PUBLIC CHARITY			
Purpose of grant/contribution SCHOLARSHIPS				**Amount** 1,500

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	88,630
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	9,498,186	8,892,122	606,064
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	RIDGEWORTH SMALLCAP VA	76628R474			4/1/2009		12/26/2012	17,809	10,002				0	7,807
2	X	RIDGEWORTH SMALLCAP VA	76628R474			5/4/2009		12/26/2012	38,719	25,000				0	13,719
3	X	RIDGEWORTH SMALLCAP VA	76628R474			8/18/2010		12/26/2012	7,384	6,216				0	1,168
4	X	RIDGEWORTH SMALLCAP VA	76628R474			7/26/2011		12/26/2012	13,190	13,992				0	-802
5	X	RIDGEWORTH SMALLCAP VA	76628R474			8/8/2011		12/26/2012	24,648	21,129				0	3,519
6	X	RIDGEWORTH MIDCAP VALU	76628R615			9/6/2006		12/26/2012	26,651	29,939				0	-3,288
7	X	RIDGEWORTH MIDCAP VALU	76628R615			8/24/2006		12/26/2012	134,241	150,000				0	-15,759
8	X	RIDGEWORTH MIDCAP VALU	76628R615			12/14/2006		12/26/2012	78,789	85,000				0	-6,211
9	X	RIDGEWORTH MIDCAP VALU	76628R615			9/25/2008		12/26/2012	30,840	25,000				0	5,840
10	X	RIDGEWORTH MIDCAP VALU	76628R615			10/2/2008		12/26/2012	137,456	100,000				0	37,456
11	X	RIDGEWORTH MIDCAP VALU	76628R615			4/1/2009		12/26/2012	17,817	10,000				0	7,817
12	X	RIDGEWORTH MIDCAP VALU	76628R615			5/12/2009		12/26/2012	38,540	25,000				0	13,540
13	X	RIDGEWORTH MIDCAP VALU	76628R615			8/18/2010		12/26/2012	10,829	9,660				0	1,169
14	X	RIDGEWORTH MIDCAP VALU	76628R615			7/26/2011		12/26/2012	19,141	20,223				0	-1,082
15	X	RIDGEWORTH MIDCAP VALU	76628R615			8/8/2011		12/26/2012	36,318	30,467				0	5,851
16	X	TEMPLETON GLOBAL BD-ADV	880208400			10/4/2011		12/26/2012	532,723	504,537				0	28,186
17	X	VANGUARD BD INDEX SHORT	921937827			10/4/2011		12/26/2012	631,285	634,950				0	-3,665
18	X	INVESCO SMALL CAP GROWT	00141M622			3/7/2011		12/26/2012	338,898	347,082				0	-8,184
19	X	INVESCO SMALL CAP GROWT	00141M622			7/26/2011		12/26/2012	2,985	3,178				0	-193
20	X	INVESCO SMALL CAP GROWT	00141M622			8/8/2011		12/26/2012	24,993	20,903				0	4,090
21	X	EATON VANCE FLTG-RT-I	277911491			10/4/2011		12/26/2012	373,612	351,854				0	21,758
22	X	ISHARES TR S&P 500 INDEX F	464287200			7/26/2011		8/6/2012	8,996	8,564				0	432
23	X	ISHARES TR S&P 500 INDEX F	464287200			2/14/2011		8/6/2012	272,128	258,735				0	13,393
24	X	ISHARES TR CORE S&P 500 E	464287200			2/14/2011		12/26/2012	941,358	882,317				0	59,041
25	X	ISHARES TR CORE S&P 500 E	464287200			8/8/2011		12/26/2012	84,697	69,408				0	15,289
26	X	ISHARES IBOXX INVT GRADE	464287242			10/4/2011		12/26/2012	964,497	886,349				0	78,148
27	X	ISHARES TR RUSSELL 1000 V	464287598			9/26/2011		12/26/2012	446,625	355,400				0	91,225
28	X	ISHARES TR RUSSELL 1000 G	464287614			10/31/2012		12/26/2012	763,006	761,312				0	1,694
29	X	ISHARES IBOXX $HIGHYLD C(	464288513			10/4/2011		12/26/2012	200,621	172,247				0	28,374
30	X	ISHARES BARCLAYS MBS BD	464288588			10/4/2011		12/26/2012	821,676	822,150				0	-474
31	X	THE JENSEN PORTFOLIO-I	476313309			4/7/2010		11/1/2012	924,540	800,597				0	123,943
32	X	THE JENSEN PORTFOLIO-I	476313309			8/18/2010		11/1/2012	20,880	17,115				0	3,765
33	X	THE JENSEN PORTFOLIO-I	476313309			7/26/2011		11/1/2012	7,786	7,386				0	400
34	X	THE JENSEN PORTFOLIO-I	476313309			8/8/2011		11/1/2012	67,484	55,291				0	12,193
35	X	MFS RESEARCH INTL-I	552983470			4/7/2010		12/26/2012	308,302	286,463				0	21,839
36	X	MFS RESEARCH INTL-I	552983470			8/18/2010		12/26/2012	6,910	6,090				0	820
37	X	MFS RESEARCH INTL-I	552983470			3/7/2011		12/26/2012	691,246	718,596				0	-27,350
38	X	MFS RESEARCH INTL-I	552983470			7/26/2011		12/26/2012	8,158	8,788				0	-630
39	X	MFS RESEARCH INTL-I	552983470			8/8/2011		12/26/2012	72,595	65,785				0	6,810
40	X	RIDGEWORTH SMALLCAP VA	76628R474			8/5/2004		12/26/2012	76,016	100,000				0	-23,984
41	X	RIDGEWORTH SMALLCAP VA	76628R474			4/20/2004		12/26/2012	14,385	19,282				0	-4,897
42	X	RIDGEWORTH SMALLCAP VA	76628R474			7/21/2005		12/26/2012	7,258	11,115				0	-3,857
43	X	RIDGEWORTH SMALLCAP VA	76628R474			12/14/2006		12/26/2012	8,199	10,000				0	-1,801
44	X	RIDGEWORTH SMALLCAP VA	76628R474			12/19/2006		12/26/2012	20,836	25,000				0	-4,164
45	X	RIDGEWORTH SMALLCAP VA	76628R474			1/30/2007		12/26/2012	60,621	75,000				0	-14,379
46	X	RIDGEWORTH SMALLCAP VA	76628R474			9/25/2008		12/26/2012	11,858	10,000				0	1,858
47	X	RIDGEWORTH SMALLCAP VA	76628R474			1/12/2009		12/26/2012	62,010	35,000				0	27,010

Part I, Line 16b (990-PF) - Accounting Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		4,874	0	0	4,874
1	TAX PREP FEE	4,874			4,874

Part I, Line 18 (990-PF) - Taxes

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		4,954	2,145	0	2,809
	Description				
1	FOREIGN TAX WITHHELD	2,145	2,145		
2	PAYROLL TAXES WITHHELD	2,809			2,809

Part I, Line 23 (990-PF) - Other Expenses

		9,168	0	0	9,168
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	MICHAEL JOHNSON	546			546
2	REIMBURSEMENT FOR CATHY SCOTT	8,622			8,622

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			0	26,469	0	1,119,908
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1						
2	COCA-COLA CO COM	0		26,469		1,119,908

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			10,960,664	11,107,668	11,527,758
1	PRIOR YEAR		10,960,664	0	
2	GOLDMAN SACHS GROWTH OPPTYS-I		0	691,772	766,881
3	ISHARES TR DOW JONES SEL DIVD INDE		0	818,246	818,532
4	ISHARES TR RUSSELL 1000 VALUE INDEX		0	652,973	823,084
5	ISHARES TR RUSSELL 1000 GROWTH IND		0	955,808	1,116,015
6	ISHARES TR RUSSELL 2000 INDEX ETF		0	350,574	354,135
7	PIMCO TOTAL RETURN-I		0	939,800	930,692
8	T ROWE PRICE INSTL LARGE-CAP GRWT		0	939,800	948,846
9	FORUM ABSOLUTE STRATEGIES-I		0	587,400	585,814
10	VANGUARD BD INDEX TOTAL BD MKT ET		0	2,116,895	2,119,489
11	MANNING & NAPIER WORLD OPPTYS-A		0	1,057,000	1,062,484
12	ABERDEEN EQUITY LONG SHORT-I		0	235,000	235,616
13	OPPENHEIMER DEVELOPING MKTS INST		0	704,900	711,839
14	PIMCO EMERGING LOCAL BD-I		0	352,500	349,319
15	NEUBERGER BERMAN HIGH INCOME BD-		0	470,000	469,505
16	WASATCH 1ST SOURCE LONG/SHORT		0	235,000	235,507

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

	Asset Description	Cost or Other Basis	Accumulated Depreciation Beg of Year	Accumulated Depreciation End of Year	Book Value Beg of Year	Book Value End of Year	FMV End of Year
		0	0	0	0	1	1
1					0	0	
2					0	0	0
3					0	0	0
4					0	1	1
5					0	0	0

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	GRANT RECOVERIES	1	3,000
2	COST BASIS ADJUSTMENT	2	134
3	Total	3	3,134

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	88,630
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						9,409,556	0	0	8,892,122	517,434	0	0	0	517,434
1	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		4/1/2009	12/26/2012	17,809		0	10,002	7,807	0	0	0	7,807
2	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		5/4/2009	12/26/2012	38,719		0	25,000	13,719	0	0	0	13,719
3	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		8/18/2010	12/26/2012	7,384		0	6,216	1,168	0	0	0	1,168
4	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		7/26/2011	12/26/2012	13,190		0	13,992	-802	0	0	0	-802
5	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		8/8/2011	12/26/2012	24,648		0	21,129	3,519	0	0	0	3,519
6	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		9/6/2006	12/26/2012	26,651		0	29,939	-3,288	0	0	0	-3,288
7	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		8/24/2006	12/26/2012	134,241		0	150,000	-15,759	0	0	0	-15,759
8	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		12/14/2006	12/26/2012	78,789		0	85,000	-6,211	0	0	0	-6,211
9	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		9/25/2008	12/26/2012	30,840		0	25,000	5,840	0	0	0	5,840
10	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		10/2/2008	12/26/2012	137,456		0	100,000	37,456	0	0	0	37,456
11	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		4/1/2009	12/26/2012	17,817		0	10,000	7,817	0	0	0	7,817
12	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		5/12/2009	12/26/2012	38,540		0	25,000	13,540	0	0	0	13,540
13	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		8/18/2010	12/26/2012	10,829		0	9,660	1,169	0	0	0	1,169
14	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		7/26/2011	12/26/2012	19,141		0	20,223	-1,082	0	0	0	-1,082
15	RIDGEWORTH MIDCAP VALUE EQTY R	76628R615		8/8/2011	12/26/2012	36,318		0	30,467	5,851	0	0	0	5,851
16	TEMPLETON GLOBAL BD-ADV	880208400		10/4/2011	12/26/2012	532,723		0	504,537	28,186	0	0	0	28,186
17	VANGUARD BD INDEX SHORT TERM BD	921937827		10/4/2011	12/26/2012	631,285		0	634,950	-3,665	0	0	0	-3,665
18	INVESCO SMALL CAP GROWTH-I	00141M622		3/7/2011	12/26/2012	338,898		0	347,082	-8,184	0	0	0	-8,184
19	INVESCO SMALL CAP GROWTH-I	00141M622		7/26/2011	12/26/2012	2,985		0	3,178	-193	0	0	0	-193
20	INVESCO SMALL CAP GROWTH-I	00141M622		8/8/2011	12/26/2012	24,993		0	20,903	4,090	0	0	0	4,090
21	EATON VANCE FLTG-RT-I	277911491		10/4/2011	12/26/2012	373,612		0	351,854	21,758	0	0	0	21,758
22	ISHARES TR S&P 500 INDEX ETF	464287200		7/26/2011	8/6/2012	8,996		0	8,564	432	0	0	0	432
23	ISHARES TR S&P 500 INDEX ETF	464287200		2/14/2011	8/6/2012	272,128		0	258,735	13,393	0	0	0	13,393
24	ISHARES TR CORE S&P 500 ETF	464287200		2/14/2011	12/26/2012	941,358		0	882,317	59,041	0	0	0	59,041
25	ISHARES TR CORE S&P 500 ETF	464287200		8/8/2011	12/26/2012	84,697		0	69,408	15,289	0	0	0	15,289
26	ISHARES IBOXX INVT GRADE CORP BD	464287242		10/4/2011	12/26/2012	964,497		0	886,349	78,148	0	0	0	78,148
27	ISHARES TR RUSSELL 1000 VALUE IND	464287598		9/26/2011	12/26/2012	446,625		0	355,400	91,225	0	0	0	91,225
28	ISHARES TR RUSSELL 1000 GROWTH I	464287614		10/31/2012	12/26/2012	763,006		0	761,312	1,694	0	0	0	1,694
29	ISHARES IBOXX $HIGHYLD CORP BD E	464288513		10/4/2011	12/26/2012	200,621		0	172,247	28,374	0	0	0	28,374
30	ISHARES BARCLAYS MBS BD ETF	464288588		10/4/2011	12/26/2012	821,676		0	822,150	-474	0	0	0	-474
31	THE JENSEN PORTFOLIO-I	476313309		4/7/2010	11/1/2012	924,540		0	800,597	123,943	0	0	0	123,943
32	THE JENSEN PORTFOLIO-I	476313309		8/18/2010	11/1/2012	20,880		0	17,115	3,765	0	0	0	3,765
33	THE JENSEN PORTFOLIO-I	476313309		7/26/2011	11/1/2012	7,786		0	7,386	400	0	0	0	400
34	THE JENSEN PORTFOLIO-I	476313309		8/8/2011	11/1/2012	67,484		0	55,291	12,193	0	0	0	12,193
35	MFS RESEARCH INTL-I	552983470		4/7/2010	12/26/2012	308,302		0	286,463	21,839	0	0	0	21,839
36	MFS RESEARCH INTL-I	552983470		8/18/2010	12/26/2012	6,910		0	6,090	820	0	0	0	820
37	MFS RESEARCH INTL-I	552983470		3/7/2011	12/26/2012	691,246		0	718,596	-27,350	0	0	0	-27,350
38	MFS RESEARCH INTL-I	552983470		7/26/2011	12/26/2012	8,158		0	8,788	-630	0	0	0	-630
39	MFS RESEARCH INTL-I	552983470		8/8/2011	12/26/2012	72,595		0	65,785	6,810	0	0	0	6,810
40	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		8/5/2004	12/26/2012	76,016		0	100,000	-23,984	0	0	0	-23,984
41	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		4/20/2004	12/26/2012	14,385		0	19,282	-4,897	0	0	0	-4,897
42	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		7/21/2005	12/26/2012	7,258		0	11,115	-3,857	0	0	0	-3,857
43	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		12/14/2006	12/26/2012	8,199		0	10,000	-1,801	0	0	0	-1,801
44	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		12/19/2006	12/26/2012	20,836		0	25,000	-4,164	0	0	0	-4,164
45	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		1/30/2007	12/26/2012	60,621		0	75,000	-14,379	0	0	0	-14,379
46	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		9/25/2008	12/26/2012	11,858		0	10,000	1,858	0	0	0	1,858
47	RIDGEWORTH SMALLCAP VALUE EQ R	76628R474		1/12/2009	12/26/2012	62,010		0	35,000	27,010	0	0	0	27,010

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										72,911	0	0
1	SUNTRUST BANKS, INC	X	P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE	AS REQ'D	69,161	0	0
2	DR FRANCIS J TEDESCO		2810 PEACHTREE PLACE	AUGUSTA	GA	30909		COMMITTEE	AS REQ'D	750		
3	DR HARRY S DOWNS		1226 WELLBROOK PLCAE N W	CONYERS	GA	30012		CHAIRMAN	AS REQ'D	750		
4	MR BILL GERSPACHER		188 GOLD BULLION DRIVE WEST	DAWSONVILLE	GA	30534		COMMITTEE	AS REQ'D	750		
5	CATHY COX		PO BOX 409	YOUNG HARRIS	GA	30582		COMMITTEE	AS REQ'D	750		
6	SHERMAN DAY		7 GOLD BULLION DRIVE EAST	DAWSONVILLE	GA	30534		COMMITTEE	AS REQ'D	750		
7	CATHY SCOTT		394 COUCH ROAD	SENOIA	GA	30276		COMMITTEE	AS REQ'D			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	6,863
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment .		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	6,863

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	495,163
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	495,163

SunTrust Bank Atlanta
Ty Cobb Educational Fd U/A
Acct. #1103022
I.D. #58-6026003

Form 990-PF, Part XV, Line 2(d).

Supplementary Information.

Scholarship awarded to Georgia Residents on basis of need and strong academic record, Grants for sophomore to senior year of College and Professional Graduation School (Law, Medicine & Dentistry Only).