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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

, 2012, and ending

, 20

Name of foundation <b>TR U/W CHARLES I BRANAN 501-3013000545</b>		<b>A</b> Employer identification number <b>58-6026401</b>						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B</b> Telephone number (see instructions) <b>855- 739-2921</b>						
<b>1525 W W.T. HARRIS BLVD. D1114-044</b>								
City or town, state, and ZIP code <b>CHARLOTTE, NC 28288</b>								
<b>G</b> Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
<b>H</b> Check type of organization: <table border="0"> <tr> <td><input type="checkbox"/> Section 501(c)(3) exempt private foundation</td> </tr> <tr> <td><input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> </tr> <tr> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input type="checkbox"/> Section 501(c)(3) exempt private foundation	<input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>			
<input type="checkbox"/> Section 501(c)(3) exempt private foundation								
<input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust								
<input type="checkbox"/> Other taxable private foundation								
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 26,456,938.</b>		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	703,374.	700,320.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	661,738.			
b	Gross sales price for all assets on line 6a	3,336,735.			
7	Capital gain net income (from Part IV, line 2)		661,738.		
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)	16,247.			STMT 1
12	Total. Add lines 1 through 11	1,381,359.	1,362,058.		
13	Compensation of officers, directors, trustees, etc.	225,459.	169,094.		56,365.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	2,498.	2,498.		
17	Interest				
18	Taxes (attach schedule) (see instructions)	51,272.	9,285.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	279,229.	180,877.	NONE	56,365.
25	Contributions, gifts, grants paid	1,185,250.			1,185,250.
26	Total expenses and disbursements. Add lines 24 and 25	1,464,479.	180,877.	NONE	1,241,615.
27	Subtract line 26 from line 12	-83,120.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		1,181,181.		
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 . . . . .	68,689.	45,743.	45,743.
	2	Savings and temporary cash investments . . . . .	175,380.	343,975.	343,975.
	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 ▶ . . . . . <b>NONE</b>			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U.S. and state government obligations (attach schedule) . . . . . <b>STMT 4</b>	2,161,262.	2,074,316.	2,071,937.
	b	Investments - corporate stock (attach schedule) . . . . . <b>STMT 6</b>	2,616,202.	11,174,676.	12,863,661.
	c	Investments - corporate bonds (attach schedule) . . . . . <b>STMT 13</b>	1,617,113.	2,440,317.	2,484,099.
Liabilities	11	Investments - land, buildings, and equipment, basis . . . . .			
		Less accumulated depreciation ▶ (attach schedule) . . . . .			
	12	Investments - mortgage loans . . . . .			45,735.
	13	Investments - other (attach schedule) . . . . . <b>STMT 15</b>	17,726,222.	8,207,400.	8,534,970.
	14	Land, buildings, and equipment, basis . . . . .			
		Less accumulated depreciation ▶ (attach schedule) . . . . .			
	15	Other assets (describe ▶ <b>07387BEB5 BEAR STEARNS COML MT</b> ) . . . . .		65,749.	66,818.
	16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	24,364,868.	24,352,176.	26,456,938.
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
Net Assets or Fund Balances	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			<b>NONE</b>
		<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶</b> <input checked="" type="checkbox"/> <b>X</b>			
	27	Capital stock, trust principal, or current funds . . . . .	24,364,868.	24,352,176.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	24,364,868.	24,352,176.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	24,364,868.	24,352,176.	

### 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	24,364,868.
2	Enter amount from Part I, line 27a . . . . .	2	-83,120.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 17</b> . . . . .	3	142,352.
4	Add lines 1, 2, and 3 . . . . .	4	24,424,100.
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 18</b> . . . . .	5	71,924.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	24,352,176.

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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)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 3,336,735.		2,674,997.	661,738.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
(i) FM V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
<b>a</b>			661,738.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	661,738.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in            Part I, line 8         </div> </div>					

**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	1,255,377.	25,163,672.	0.049888
2010	1,165,025.	25,346,559.	0.045964
2009	1,275,605.	22,300,137.	0.057202
2008	1,512,149.	26,537,848.	0.056981
2007	1,448,441.	31,463,166.	0.046036
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.256071
<b>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</b>			<b>3</b> 0.051214
<b>4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5</b>			<b>4</b> 26,259,292.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 1,344,843.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 11,812.
<b>7 Add lines 5 and 6</b>			<b>7</b> 1,356,655.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 1,241,615.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	23,624.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	23,624.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	23,624.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	28,029.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	28,029.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	4,405.	
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax <input type="checkbox"/> 4,405. Refunded <input type="checkbox"/> <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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? . . . . .		
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) <input type="checkbox"/> 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 . . . . .	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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> WELLS FARGO BANK NA Telephone no <input type="checkbox"/> (855) 739-2921			
Located at <input type="checkbox"/> 1 WEST 4TH STREET, WINSTON SALEM, NC ZIP+4 <input type="checkbox"/> 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .	15		<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year . . . . .				
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 <input type="checkbox"/>				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (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) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 <input type="checkbox"/>		
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? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <input type="checkbox"/>		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
WELLS FARGO BANK NA 1525 W WT HARRIS BLVD D1114 044, CHARLOTTE, NC 28288	TRUSTEE 40	225,459.	- 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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

**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	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	25,796,257.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	862,923.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	26,659,180.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	26,659,180.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	399,888.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	26,259,292.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	1,312,965.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,312,965.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	23,624.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	23,624.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	1,289,341.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,289,341.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,289,341.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,241,615.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,241,615.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	1,241,615.

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7 . . . . .				1,289,341.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .			1,193,254.	
b Total for prior years 20 <u>10</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . .	NONE			
b From 2008 . . . . .	NONE			
c From 2009 . . . . .	NONE			
d From 2010 . . . . .	NONE			
e From 2011 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>1,241,615.</u>			1,193,254.	
a Applied to 2011, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2012 distributable amount . . . . .				48,361.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .				1,240,980.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2008 . . . . .	NONE			
b Excess from 2009 . . . . .	NONE			
c Excess from 2010 . . . . .	NONE			
d Excess from 2011 . . . . .	NONE			
e Excess from 2012 . . . . .	NONE			

**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)

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

**Part XV Supplementary Information** (Complete this part only if the 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:

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SEE SCHEDULE ATTACHED	NONE	PUBLIC CHAR	CONTRIBUTION	1,185,250.
<b>Total</b> . . . . .			<b>3a</b>	1,185,250.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	

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Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	703,374.	
		18	661,738.	
		01	16,247.	
			1,381,359.	
			13	1,381,359.

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



FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEE REBATES	16,247.
	-----
TOTALS	16,247.
	=====

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGT FEES	2,498.	2,498.
	-----	-----
TOTALS	2,498.	2,498.
	=====	=====



## FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	164.	164.
FEDERAL TAX PAYMENT - PRIOR YE	13,958.	
FEDERAL ESTIMATES - PRINCIPAL	28,029.	
FOREIGN TAXES ON QUALIFIED FOR	6,125.	6,125.
FOREIGN TAXES ON NONQUALIFIED	2,996.	2,996.
	-----	-----
TOTALS	51,272.	9,285.
	=====	=====

## FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
3134A4UM4 FED HOME LN MTG CORP		
3137EABS7 FED HOME LN MTG CORP		
31398AJ94 FED NATL MTG ASSN		
912828EE6 U S TREASURY NOTE	79,484.	77,126.
912828FYI US TREASURY NOTE		
912828JZ4 US TREASURY NOTE	40,258.	39,651.
912828MP2 US TREASURY NOTE	77,913.	81,791.
912828MT4 US TREASURY NOTE		
912828JK7 US TREASURY NOTE		
31331XLG5 FED FARM CR BK	76,793.	76,133.
3133XXYX9 FED HOME LN BK	66,798.	65,532.
3133XSAE8 FED HOME LN BK	74,902.	71,902.
3137EACM9 FED HOME LN MTG CORP	103,455.	103,664.
3137EACA5 FED HOME LN MTG CORP	22,495.	23,118.
3128MCLF0 FHLMC POOL #G13726	35,886.	35,966.
31398AE24 FED NATL MTG ASSN	20,442.	20,045.
31398AZV7 FED NATL MTG ASSN	157,910.	155,648.
912828DV9 U S TREASURY NOTE	90,494.	87,194.
912828QE3 US TREASURY NOTE	30,224.	30,053.
912828KY5 US TREASURY NOTE	74,528.	72,499.
912828NN6 US TREASURY NOTE	65,978.	65,300.
912828LJ7 US TREASURY NOTE	86,883.	87,334.
912828RC6 US TREASURY NOTE	60,028.	63,075.
912828RE2 US TREASURY NOTE	65,642.	67,300.
912828PA2 US TREASURY NOTE	67,295.	68,636.
912828RR3 US TREASURY NOTE	89,838.	93,410.
912828MD9 US TREASURY NOTE	72,429.	71,988.
3137EACH0 FED HOME LN MTG CORP	68,615.	68,485.
3137EACV9 FED HOME LN MTG CORP	79,061.	79,009.

TR U/W CHARLES I BRANAN 501-3013000545

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FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
3137EADB2 FED HOME LN MTG CORP	31,756.	31,340.
912828FY1 U S TREASURY NOTE	88,894.	87,946.
912828GH7 U S TREASURY NOTES	29,475.	29,141.
912828LZ1 US TREASURY NOTE	58,448.	57,986.
912828SF8 US TREASURY NOTE	54,205.	56,878.
912828SV3 US TREASURY NOTE	94,767.	94,815.
912828TJ9 US TREASURY NOTE	39,656.	39,738.
912828TY6 US TREASURY NOTE	69,764.	69,234.
	-----	-----
TOTALS	2,074,316.	2,071,937.
	=====	=====

## FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
04315J860 ARTIO GLOBAL FD#1525		
693390551 PIMCO TOT RTN FD II		
72369B406 PIONEER HI YLD #724		
922031737 VANGUARD FD #5119		
94985D582 WELLS FARGO FD #4705		
693391559 PIMCO EMERG MKT #137		
693390882 PIMCO FORGN FD #103		
364760108 GAP INC		
437076102 HOME DEPOT INC	78,600.	208,744.
580135101 MCDONALDS CORP	133,064.	189,652.
654106103 NIKE INC CL B		
778296103 ROSS STORES INC	81,442.	219,065.
92553P201 VIACOM INC NEW		
039483102 ARCHER DANIELS MID		
194162103 COLGATE PALMOLIVE CO		
370334104 GENERAL MILLS INC		
487836108 KELLOGG CO		
742718109 PROCTER & GAMBLE CO	69,228.	118,808.
166764100 CHEVRON CORP	65,703.	82,186.
171798101 CIMAREX ENERGY CO		
20825C104 CONOCOPHILLIPS	31,061.	84,086.
30231G102 EXXON MOBIL CORPORAT	43,896.	116,843.
674599105 OCCIDENTAL PETE CORP	54,391.	52,095.
678026105 OIL STATES INTERNATL		
001055102 AFLAC INC		
025816109 AMERICAN EXPRESS CO	39,671.	59,492.
03076C106 AMERIPRISE FINL INC		
171232101 CHUBB CORP	65,338.	102,059.
46625H100 JPMORGAN CHASE & CO	81,110.	90,357.

## FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
693475105 PNC FINANCIAL SVCS		
91529Y106 UNUM GROUP	45,075.	45,075.
031162100 AMGEN INC	39,222.	58,616.
110122108 BRISTOL MYERS SQUIBB	103,433.	156,432.
14149Y108 CARDINAL HEALTH INC	65,135.	74,330.
478160104 JOHNSON & JOHNSON	58,763.	98,140.
58155Q103 MCKESSON CORP	43,342.	65,448.
58405U102 MEDCO HEALTH SOLUT		
58933Y105 MERCK & CO INC NEW	23,918.	81,880.
790849103 ST JUDE MED INC		
91324P102 UNITEDHEALTH GROUP I	56,631.	77,292.
291011104 EMERSON ELECTRIC CO		
34354P105 FLOWERVE CORP		
369604103 GENERAL ELECTRIC CO	54,445.	74,305.
502424104 L-3 COMMUNICATIONS		
913017109 UNITED TECHNOLOGIES	45,674.	131,216.
88579Y101 3M CO	41,202.	47,354.
055921100 BMC SOFTWARE INC		
17275R102 CISCO SYSTEMS INC	43,874.	32,618.
428236103 HEWLETT PACKARD CO		
458140100 INTEL CORP	77,715.	92,790.
459200101 INTERNATIONAL BUSINE	58,678.	167,606.
594918104 MICROSOFT CORP	62,578.	97,490.
68389X105 ORACLE CORPORATION	61,886.	179,928.
74005P104 PRAXAIR INC COM	39,187.	145,021.
81211K100 SEALED AIR CORP		
00206R102 AT & T INC	60,340.	101,130.
156700106 CENTURYLINK, INC	41,307.	52,225.
H0023R105 ACE LIMITED	117,732.	167,580.

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58-6026401

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
G02602103 AMDOCS LIMITED		
H5833N103 NOBLE CORP		
H8912P106 TYCO ELECTRONICS		
68380Y409 OPPENHEIMER COM STR	250,000.	331,325.
780905451 ROYCE PREMIER FUND W	243,154.	273,976.
74972H614 RS VALUE FUND CL Y 1	713,774.	783,770.
784924425 SSGA EMERG MKT #1510		
87234N849 TCW SMALL CAP GROWTH	233,807.	265,172.
949915367 WELLS FARGO ADV ENTE	734,069.	916,946.
94984B348 WELLS FARGO ADV INTL	510,930.	440,389.
04315J837 ARTIO INTERNATIONAL	1,000,000.	795,588.
411511306 HARBOR INTERNATIONAL F	1,000,000.	1,099,274.
WELLSFARGO MULTI-STR 100 HEDGE		
GRAHAM ALTER INV FD II BLENDED		
GRAHAM ALTER INV FD II SYSTEM		
RICI LINKED PAM TOTAL INDEX		
ENDOWMENT TEI FUND LP		
CB RICHARD ELLIS REALTY TRUST		
44980Q518 ING INTERNATIONAL RE	638,709.	830,903.
44981V706 ING REAL ESTATE FUND	223,641.	263,149.
722005667 PIMCO COMMODITY REAL	550,000.	227,256.
779919109 TROWE RE FD #122		
037833100 APPLE INC	131,308.	159,652.
04351G101 ASCENA RETAIL GROUP		
057224107 BAKER HUGHES INC COM		
191216100 COCA COLA CO	31,042.	31,538.
20030N101 COMCAST CORP CLASS A	63,038.	98,444.
45865V100 INTERCONTINENTALEXCH	46,129.	46,429.
50075N104 KRAFT FOODS INC		

## FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
583334107 MEADWESTVACO CORP	38,351.	49,080.
683974505 OPPENHEIMER DEVELOPI	720,000.	725,036.
744573106 PUBLIC SVC ENTERPRIS		
747525103 QUALCOMM INC	63,996.	72,685.
887389104 TIMKEN CO		
94975P751 WELLS FARGO ADV EMG	720,000.	693,237.
G1151C101 ACCENTURE PLC	61,910.	73,150.
H84989104 TE CONNECTIVITY LTD		
H89128104 TYCO INTERNATIONAL L	22,511.	30,420.
008252108 AFFILIATED MANAGERS	47,994.	48,416.
03524A108 ANHEUSER-BUSCH INBEV	22,311.	26,660.
037411105 APACHE CORP	46,092.	44,510.
126650100 CVS/CAREMARK CORPORA	22,398.	23,692.
14040H105 CAPITAL ONE FINANCIA	69,782.	82,261.
150870103 CELANESE CORP	47,164.	49,428.
278865100 ECOLAB INC	22,126.	24,087.
375558103 GILEAD SCIENCES INC	70,653.	97,321.
38141G104 GOLDMAN SACHS GROUP	47,447.	48,983.
438516106 HONEYWELL INTERNATIO	33,825.	37,447.
50076Q106 KRAFT FOODS GROUP IN	27,171.	33,648.
609207105 MONDELEZ INTERNATIONAL	50,262.	56,506.
637071101 NATIONAL OILWELL INC	55,476.	61,857.
806857108 SCHLUMBERGER LTD	46,501.	46,777.
902973304 US BANCORP DEL NEW	22,151.	22,837.
907818108 UNION PACIFIC CORP	46,882.	47,145.
983134107 WYNN RESORTS LTD	22,112.	24,748.
007974108 ADVENT SOFTWARE INC	10,514.	9,151.
012653101 ALBEMARLE CORP COM	19,383.	22,984.
014491104 ALEXANDER & BALDWIN	12,791.	12,658.

## FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
017175100 ALLEGHANY CORP DEL N	8,686.	8,386.
024013104 AMERICAN ASSETS TRUS	867.	1,061.
024835100 AMERICAN CAMPUS CMNT	2,390.	2,353.
02553E106 AMERICAN EAGLE OUTFI	11,058.	10,727.
03027X100 AMERICAN TOWER CORP	5,374.	6,491.
050095108 ATWOOD OCEANICS INC	22,044.	22,071.
053484101 AVALONBAY CMNTYS INC	5,616.	5,559.
101121101 BOSTON PROPERTIES IN	4,887.	5,079.
112585104 BROOKFIELD ASSET MAN	992.	1,173.
126804301 CABELAS INC	24,919.	18,955.
133131102 CAMDEN PPTY TR SH BE	3,218.	3,411.
198516106 COLUMBIA SPORTSWEAR	10,690.	10,565.
22002T108 CORPORATE OFFICE PRO	2,068.	2,048.
22025Y407 CORRECTIONS CORP OF	21,025.	22,204.
253868103 DIGITAL RLTY TR INC	3,324.	3,123.
26613Q106 DUPONT FABROS TECHNO	1,399.	1,425.
277276101 EASTGROUP PPTYS INC	1,409.	1,560.
278265103 EATON VANCE CORP COM	23,992.	26,340.
29266R108 ENERGIZER HOLDINGS I	9,483.	10,077.
29476L107 EQUITY RESIDENTIAL P	5,211.	4,987.
297178105 ESSEX PPTY TR COM	2,388.	2,346.
313747206 FEDERAL RLTY INVT TR	2,314.	2,496.
32054K103 FIRST INDL RLTY TR I	10,409.	11,067.
370023103 GENERAL GROWTH PROPE	1,828.	1,826.
379302102 GLIMCHER RLTY TR COM	1,396.	1,575.
40414L109 HCP INC	4,207.	4,742.
41902R103 HATTERAS FINANCIAL C	11,130.	9,775.
421946104 HEALTHCARE RLTY TR C	1,359.	1,393.
42217K106 HEALTH CARE REIT INC	2,533.	2,758.



## FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
44107P104 HOST HOTELS & RESORT	2,168.	2,084.
483548103 KAMAN CORPCOMMON	14,027.	14,242.
49427F108 KILROY REALTY CORP C	1,416.	1,468.
49455U100 KINDER MORGAN MGMT L	5,790.	5,886.
50077C106 KRATON PERFORMANCE P	12,239.	11,294.
55262C100 MBIA INC	13,946.	10,786.
554382101 MACERICH CO COM	2,087.	2,099.
573284106 MARTIN MARIETTA MATL	7,980.	9,051.
57686G105 MATSON INC.	9,088.	10,654.
594793101 MICREL INC COM	13,662.	12,265.
605203108 MISSION WEST PPTYS I	1,156.	1,111.
651587107 NEWMARKET CORP	24,709.	26,482.
67018T105 NU SKIN ENTERPRISES	16,909.	16,191.
679580100 OLD DOMINION FREIGHT	22,757.	25,881.
681936100 OMEGA HEALTHCARE INV	2,014.	2,003.
69360J107 PS BUSINESS PARKS IN	992.	975.
741511109 PRICESMART INC	22,522.	22,558.
74340W103 PROLOGIS INC	2,568.	2,773.
74460D109 PUBLIC STORAGE INC C	5,137.	5,364.
754907103 RAYONIER INC COM	2,526.	3,006.
767744105 RITCHIE BROS AUCTION	9,918.	10,675.
78440X101 SL GREEN REALTY CORP	2,962.	3,066.
817565104 SERVICE CORP INTL	21,187.	21,516.
828806109 SIMON PROPERTY GROUP	9,451.	10,276.
84610H108 SOVRAN SELF STORAGE	891.	1,118.
86272T106 STRATEGIC HOTELS & R	1,099.	1,088.
864159108 STURM RUGER & CO INC	8,657.	7,945.
875465106 TANGER FACTORY OUTLE	1,451.	1,676.
876664103 TAUBMAN CTRS INC COM	1,471.	1,574.

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
879080109 TEJON RANCH CO	11,738.	11,007.
88033G407 TENET HEALTHCARE COR	15,007.	19,125.
894650100 TREDEGAR CORPORATION	9,009.	10,251.
917286205 URSTADT BIDDLE PPTYS	1,506.	1,574.
92046N102 VALUECLICK INC	16,653.	18,595.
92276F100 VENTAS INC COM	3,975.	4,595.
929042109 VORNADO REALTY TRUST	2,052.	2,002.
962166104 WEYERHAEUSER CO	1,651.	2,114.
981475106 WORLD FUEL SERVICES	13,297.	15,356.
G62185106 MONTPELIER RE HOLDIN	16,232.	16,574.
G9618E107 WHITE MTNS INS GROUP	13,515.	13,390.
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TOTALS	11,174,676.	12,863,661.
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## FORM 990PF, PART II - CORPORATE BONDS

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
04315J860 ARTIO GLOBAL HIGH IN		
693390882 PIMCO FOREIGN BD FD		
693391559 PIMCO EMERG MKTS BD-		
72201F516 PIMCO EMERGING LOCAL		
72369B406 PIONEER HIGH YIELD F		
922031737 VANGUARD INFLAT-PROT		
94985D582 WELLS FARGO ADV INTL	800,000.	817,938.
00206RAM4 AT&T INC	30,479.	31,363.
20825CAT1 CONOCOPHILLIPS	30,237.	29,179.
36962G2G8 GENERAL ELEC CAP COR	29,040.	29,903.
46625HCE8 JP MORGAN CHASE & CO	29,252.	29,128.
717081DA8 PFIZER INC		
92343VBD5 VERIZON COMMUNICATIO	29,984.	31,048.
002824AT7 ABBOTT LABORATORIES		
0258M0DA4 AMERICAN EXPRESS CO	30,670.	31,451.
031162BF6 AMGEN INC	41,067.	41,586.
00206RAY8 AT&T INC	35,424.	36,525.
06051GEA3 BANK OF AMERICA CORP	31,772.	34,643.
06406HBY4 BANK OF NEW YORK MEL	60,692.	65,374.
084670AV0 BERKSHIRE HATHAWAY	52,990.	52,639.
097023AT2 BOEING CO	48,038.	45,248.
14912L4F5 CATERPILLAR FINANCIA	44,729.	42,646.
17275RAC6 CISCO SYSTEMS INC	40,783.	40,007.
172967EQ0 CITIGROUP INC	46,877.	45,464.
20030NAG6 COMCAST CORP	33,607.	33,817.
2254C0TC1 CREDIT SUISSE NEW YO	41,690.	40,658.
126650BH2 CVS CAREMARK CORP	17,336.	17,934.
25156PAF0 DEUTSCHE TELEKOM	37,363.	35,895.
25470DABS DISCOVERY COMMUNICAT		

TR U/W CHARLES I BRANAN 501-3013000545

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FORM 990PF, PART II - CORPORATE BONDS

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
260543CC5 DOW CHEMICAL CO/THE	30,377.	33,351.
36962G3U6 GENERAL ELEC CAP COR	44,369.	47,501.
38141GGQ1 GOLDMAN SACHS GROUP	34,589.	39,899.
437076AR3 HOME DEPOT INC	48,992.	47,082.
459200GX3 IBM CORP	56,009.	57,160.
46625HDF4 JP MORGAN CHASE & CO	42,529.	43,966.
585055AR7 MEDTRONIC INC	53,082.	52,539.
61747WAF6 MORGAN STANLEY	35,081.	39,971.
652482BG4 NEWS AMER INC	33,030.	32,606.
10138MAH8 PEPSI BOTTLING GROUP	51,778.	48,388.
767201Q9 RIO TINTO FIN USA LTD		
78008K5V1 ROYAL BANK OF CANADA	52,124.	52,920.
883556BA9 THERMO FISHER SCIENT	35,180.	36,239.
88732JAH1 TIME WARNER CABLE IN	33,937.	35,440.
89233P5E2 TOYOTA MOTOR CREDIT	34,818.	36,286.
904764AJ6 UNILEVER CAPITAL COR	48,027.	46,528.
931142CU5 WAL-MART STORES INC	42,416.	44,466.
913017BR9 UNITED TECHNOLOGIES	45,991.	46,994.
25470DAB5 DISCOVERY COMMUNICAT	43,153.	42,615.
35671DAU9 FREEPORT-MCMORAN C	39,899.	39,671.
38141GFM1 GOLDMAN SACHS GROUP	29,160.	31,719.
40414LAG4 HCP INC	19,786.	19,600.
767201AQ9 RIO TINTO FIN USA LT	45,000.	48,119.
913017BV0 UNITED TECHNOLOGIES	28,960.	28,593.
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TOTALS	2,440,317.	2,484,099.
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## FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
123998007 CHAMBERS STREET PROP	C	500,000.	543,478.
29299D444 THE ENDOWMENT TEI FU	C	350,000.	363,537.
70299RF16 PARTNERS GROUP PRIV	C	550,000.	595,536.
961997061 ASGI MESIROW INSIGHT	C		
GRA994205 GRAHAM ALT INV FD II	C	550,000.	461,208.
GRA994403 GRAHAM ALT INV FD II	C	300,000.	231,383.
GTY995004 ASGI AGILITY INCOME	C	1,538,084.	1,579,734.
MRE991002 METRO REAL ESTATE PA	C	38,750.	38,750.
RCI991006 RICI LINKED PAM TOTA	C	400,000.	453,516.
04315J860 ARTIO GLOBAL HIGH IN	C	700,000.	700,705.
72369B406 PIONEER HIGH YIELD F	C	700,000.	743,885.
922031737 VANGUARD INFLAT-PROT	C	723,450.	829,128.
72201F516 PIMCO EMERGING LOCAL	C	100,000.	106,190.
693391559 PIMCO EMERG MKTS BD-	C	528,884.	647,911.
693390882 PIMCO FOREIGN BD FD	C	600,000.	632,916.
94985D582 WELLS FARGO ADVTG	C		
ASGI AGILITY INCOME FUND	C		
ASGI AGILITY INCOME FUND	C		
G1151C101 ACCENTURE PLC	C		
H0023R105 ACE LIMITED	C		
H84989104 TE CONNECTIVITY LTD	C		
H89128104 TYCO INTERNATIONAL	C		
68380Y409 OPPENHEIMER COMMODIT	C		
780905451 ROYCE PREMIER FUND	C		
74972H614 RS VALUE FUND	C		
87234N849 TWC SMALL CAP GRWTH	C		
949915367 WELLS FARGO ADVTG	C		
94984B348 WELLS FARGO ADVTG	C		
04315J837 ARTIO INTERNATIONAL	C		

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FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
411511306 HARBOR INTERNATIONAL	C		
683974505 OPPENHEIMER DEVELOPI	C		
94975P751 WELLS FARGO ADVTG	C		
ASGI MESIROW INSIGHT TEI FUND	C		
GRAHAM ALTERNATIVE INVESTMENT	C		
GRAHAM ALTERNATIVE INVESTMENT	C		
METROPOLITAN RE PARTNERS INTER	C		
PARTNERS GROUP PRIVATE EQUITY	C		
THE ENDOWMENT TEI FUND LP	C		
CB RICHARD ELLIS REALTY TRUST	C		
44980Q518 ING INTERNATIONAL RE	C		
44981V706 ING RE FUNDN CLASS-I	C		
722005667 PIMCO COMMODITY RTN	C		
RICI LINKED PAM TOTAL INDEX SE	C		
779919109 T ROWE PRICE RE FUND	C		
007989577 ADVISORS SER TR PIA	C	128,232.	124,596.
07387BEB5 BEAR STEARNS COML MT	C		
961995008 ASGI MESIROW INSIGHT	C	500,000.	482,497.
		-----	-----
TOTALS		8,207,400.	8,534,970.
		=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	23,378.
DISTRIBUTION MADE IN ERROR	115,000.
WAITING MUTUAL FUND FACTORING FROM FUND	112.
ACCRUED INTEREST PAID EFFECTIVE DATE BEFORE TYE	3,857.
ROUNDING	5.

TOTAL

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142,352.
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STATEMENT 17

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

MUTUAL FUND POSTING DATE AFTER TYE	64,112.
ROC BASIS ADJUSTMENT	5,834.
ACCRUED INTEREST PAID EFFECTIVE DATE AFTER TYE	1,124.
SALES WITH GAIN POSTING NEXT TAX YEAR EFFECTIVE CURRENT	854.
	-----
TOTAL	71,924.
	=====



## 149 BENEFICIARY DISTRIBUTIONS

SEE SCHEDULE ATTACHED - 999-99-9999

08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION SCHOLARSHIPS PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO MARCUS AUTISM CENTER, INC TR TRAN# = EA031770000001 TR CD = 061 REG = PORT = INC	-10000 00	-10000.00	1208000039 **CHANGED** 05/01/13 DP
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING COSTS PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO FEED MY LAMBS INC TR TRAN# = EA031773000001 TR CD = 061 REG = PORT = INC	-20000 00	-20000.00	1208000040 **CHANGED** 05/01/13 DP
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO TRINITY COMMUNITY MINISTRIES TR TRAN# = EA031777000001 TR CD = 061 REG = PORT = INC	-10000 00	-10000 00	1208000041 **CHANGED** 05/01/13 DP
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION SUPPORT THE 70/30 PROJECT - HOMELESS PREVENTION PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO BUCKHEAD CHRISTIAN MINISTRY TR TRAN# = EA031780000001 TR CD = 061 REG = PORT = INC	-5000 00	-5000 00	1208000042 **CHANGED** 05/01/13 DP
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR: 999-99-9999 PAID TO VISITING NURSE - HOSPICE ATLANTA TR TRAN# = EA031786000001 TR CD = 061 REG = PORT = INC	-20000 00	-20000.00	1208000043 **CHANGED** 05/01/13 DP
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION LOVE HOME RENOVATION PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO EAGLE RANCH, INC. TR TRAN# = EA031791000001 TR CD = 061 REG = PORT = INC	-50000 00	-50000.00	1208000044 **CHANGED** 05/01/13 DP
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO GEORGIA LIONS LIGHTHOUSE FOUNDATION TR TRAN# = EA031796000001 TR CD = 061 REG = PORT = INC	-10000 00	-10000.00	1208000045 **CHANGED** 05/01/13 DP
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION CRITICAL NEEDS CARE PROGRAM PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO CURE CHILDHOOD CANCER & LEUKEMIA INC TR TRAN# = EA031803000001 TR CD = 061 REG = PORT = INC	-10000.00	-10000.00	1208000046 **CHANGED** 05/01/13 DP

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION VOLUNTEER RECRUITMENT/COMMUNITY ENGAGEMENT PROGRAM PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO: STREETGRACE TR TRAN#-EA031810000001 TR CD=061 REG= PORT=INC	-5000.00	-5000.00	**CHANGED** 05/01/13 DP	1208000047
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION HOMELESS PREVENTION PROGRAM PER DDR APPROVED 08/09/2012 FOR: 999-99-9999 PAID TO MIDTOWN ASSISTANCE CENTER, INC TR TRAN#-EA031826000001 TR CD=061 REG= PORT=INC	-5000.00	-5000.00	**CHANGED** 05/01/13 DP	1208000048
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO CARE AND COUNSELING CENTER OF GA TR TRAN#-EA031836000001 TR CD=061 REG= PORT=INC	-25000.00	-25000.00	**CHANGED** 05/01/13 DP	1208000049
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FREE PRIMARY MEDICAL AND DENTAL CARE PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO MACON VOLUNTEER CLINC TR TRAN#-EA031840000001 TR CD=061 REG= PORT=INC	-5000 00	-5000 00	**CHANGED** 05/01/13 DP	1208000050
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION MORTGAGE REDUCTION PROJECT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO GOOD SAMARITAN HEALTH CENTER OF GWINNETT INC TR TRAN#-EA031845000001 TR CD=061 REG= PORT=INC	-10000 00	-10000.00	**CHANGED** 05/01/13 DP	1208000051
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION SENIOR CITIZENS PROGRAMS PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO MARY BRANAN UNITED METHODIST CHURCH TR TRAN#-EA031852000001 TR CD=061 REG= PORT=INC	-10000 00	-10000.00	**CHANGED** 05/01/13 DP	1208000052
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION REFUGEE PRE-KINDERGARTEN PROGRAM PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO REFUGEE FAMILY SERVICES TR TRAN#-EA031861000001 TR CD=061 REG= PORT=INC	-10000.00	-10000 00	**CHANGED** 05/01/13 DP	1208000053
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR. 999-99-9999 PAID TO GEORGIA TRANSPLANT FOUNDATION, INC. TR TRAN#-EA031871000001 TR CD=061 REG= PORT=INC	-5000 00	-5000.00	**CHANGED** 05/01/13 DP	1208000054
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FINANCIAL AID PROGRAM OF THE KATHERINE HAMM CENTER PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO ATLANTA SPEECH SCHOOL, INC TR TRAN#-EA031883000001 TR CD=061 REG= PORT=INC	-10000 00	-10000.00	**CHANGED** 05/01/13 DP	1208000055
08/21/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION SUPPORT OVERALL PROGRAM COSTS PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO	-10000 00	-10000 00	**CHANGED** 05/01/13 DP	1208000056

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
ACTION MINISTRIES, INC - ATHENS TR TRAN#-EA031887000001 TR CD=061 REG= PORT=INC				
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FUND THREE SCHOLARSHIPS PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO: EMERGE SCHOLARSHIPS INC TR TRAN#-EA031889000001 TR CD=061 REG= PORT=INC	-15000.00	-15000 00	**CHANGED** 05/01/13 DP	1208000057
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION SUPPORT OF STUDENT SUCCESS PROGRAM PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO CLARKSTON COMMUNITY CENTER TR TRAN#-EA031893000001 TR CD=061 REG= PORT=INC	-5000 00	-5000 00	**CHANGED** 05/01/13 DP	1208000058
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION PURCHASE OF ADDITIONAL FREEZER SPACE PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO: AMERICA'S SECOND HARVEST OF COASTAL GEORGIA TR TRAN#-EA031905000001 TR CD=061 REG= PORT=INC	-20000.00	-20000 00	**CHANGED** 05/01/13 DP	1208000059
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION PARTIALLY FUND THE SALARY OF ONE CASE MANAGER PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO VETERANS EMPOWERMENT ORGANIZATION OF GEORGIA TR TRAN#-EA031911000001 TR CD=061 REG= PORT=INC	-15000 00	-15000 00	**CHANGED** 05/01/13 DP	1208000060
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION UNDERWRITE THE DIRECT EXPENSES FOR CHILD CARE PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO: MARY HALL FREEDOM HOUSE TR TRAN#-EA031917000001 TR CD=061 REG= PORT=INC	-10000 00	-10000 00	**CHANGED** 05/01/13 DP	1208000061
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION PROGRAM SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO FRAZER CENTER TR TRAN#-EA031924000001 TR CD=061 REG= PORT=INC	-10000.00	-10000 00	**CHANGED** 05/01/13 DP	1208000062
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO WELLSPRING LIVING INC TR TRAN#-EA031926000001 TR CD=061 REG= PORT=INC	-15000 00	-15000 00	**CHANGED** 05/01/13 DP	1208000063
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO: ARTHRITIS FOUNDATION SOUTHEAST REGION INC - GEORGIA TR TRAN#-EA031931000001 TR CD=061 REG= PORT=INC	-10000 00	-10000 00	**CHANGED** 05/01/13 DP	1208000064
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GOGIRLGO ATLANTA PROGRAM PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO WOMEN'S SPORTS FOUNDATION TR TRAN#-EA031937000001 TR CD=061 REG= PORT=INC	-5000 00	-5000.00	**CHANGED** 05/01/13 DP	1208000065
08/21/12 CASH DISBURSEMENT	-15000 00	-15000.00		1208000066

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
DISCRETIONARY DISTRIBUTION SUPPORT OF THE CRITICAL NEEDS PROGRAM PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO ATLANTA DAY SHELTER FOR WOMEN AND CHILDREN, INC TR TRAN# EA031944000001 TR CD=061 REG= PORT=INC			**CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION UNDERWRITE THE COST OF REPLACING COMPUTERS PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO ODYSSEY FAMILY COUNSELING CENTER TR TRAN# EA031948000001 TR CD=061 REG= PORT=INC	-5000.00	-5000.00	1208000067 **CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION SUPPORT BIG AND LITTLE GROUP ACTIVITIES PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO: BIG BROTHERS BIG SISTERS OF NORTH WEST GEORGIA MOUNTAINS TR TRAN# EA031960000001 TR CD=061 REG= PORT=INC	-10000.00	-10000.00	1208000068 **CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING FUNDS PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO VI AND MILTON WEINSTEIN HOSPICE INC TR TRAN# EA031968000001 TR CD=061 REG= PORT=INC	-5000.00	-5000.00	1208000069 **CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION MEALS ON WHEELS ATLANTA PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO SENIOR CITIZENS SERVICES OF METROPOLITAN ATLANTA INC TR TRAN# EA031974000001 TR CD=061 REG= PORT=INC	-10000.00	-10000.00	1208000070 **CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION CHEROKEE CAPITAL CAMPAIGN PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO MUST MINISTRIES INC TR TRAN# EA031980000001 TR CD=061 REG= PORT=INC	-20000.00	-20000.00	1208000071 **CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION GENERAL OPERATING SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO GOLDEN HARVEST FOOD BANK INC TR TRAN# EA031987000001 TR CD=061 REG= PORT=INC	-15000.00	-15000.00	1208000072 **CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION PROGRAM SUPPORT PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO FIRST STEP STAFFING, INC. TR TRAN# EA031990000001 TR CD=061 REG= PORT=INC	-10000.00	-10000.00	1208000073 **CHANGED** 05/01/13 DP	
08/21/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION LICENSED SOCIAL WORKER SALARY PER DDR APPROVED 08/09/2012 FOR 999-99-9999 PAID TO JEWISH FAMILY AND CAREER SERVICES TR TRAN# EA032561000001 TR CD=061 REG= PORT=INC	-10000.00	-10000.00	1208000074 **CHANGED** 05/01/13 DP	
08/31/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION PURCHASE OF MEDICAL EQUIPMENT PER CTAC APPROVED 08/09/2012 FOR 999-99-9999	-15000.00	-15000.00	1208000090 **CHANGED** 05/01/13 DP	

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
PAID TO:				
CANDLER FOUNDATION				
TR TRAN#=EA048980000001 TR CD=061 REG= PORT=INC				
09/27/12 CASH DISBURSEMENT	-500.00	-500.00		1209000054
DIST TO/FOR BENEFICIARY/CLIENT			**CHANGED** 05/01/13 DP	
INCOME				
FOR 999-99-9999				
PAID TO 58-0586001				
AG RHODES HOME				
350 BOULEVARD SE				
ATLANTA, GA 30312				
TR TRAN#=ZY002269001359 TR CD=059 REG= PORT=INC				
09/27/12 CASH DISBURSEMENT	-500 00	-500.00		1209000055
DIST TO/FOR BENEFICIARY/CLIENT			**CHANGED** 05/01/13 DP	
INCOME				
FOR 999-99-9999				
PAID TO 58-0632081				
UNITED METHODIST CHILDREN'S HOME				
500 S COLUMBIA DRIVE				
DECATUR, GA 30030				
TR TRAN#=ZY002269001360 TR CD=059 REG= PORT=INC				
09/27/12 CASH DISBURSEMENT	-500.00	-500 00		1209000056
DIST TO/FOR BENEFICIARY/CLIENT			**CHANGED** 05/01/13 DP	
INCOME PER THE MARY ALLEN LINDSEY BRANAN FDN TRUST				
FOR. 999-99-9999				
PAID TO 58-0140568				
MASONIC HOME OF GEORGIA				
PO BOX 4183				
MACON, GA 31208				
TR TRAN#=ZY002269001361 TR CD=059 REG= PORT=INC				
09/27/12 CASH DISBURSEMENT	-500 00	-500.00		1209000057
DIST TO/FOR BENEFICIARY/CLIENT			**CHANGED** 05/01/13 DP	
INCOME				
FOR 999-99-9999				
PAID TO 58-1710601				
CHILDREN'S HEALTHCARE OF ATL FDN				
ATTENTION GREG HOLLIDAY				
1687 TULLIE CIRCLE, NE				
ATLANTA, GA 30329				
TR TRAN#=ZY002269001362 TR CD=059 REG= PORT=INC				
12/18/12 CASH DISBURSEMENT	-5000 00		-5000.00	1212000084
DISCRETIONARY DISTRIBUTION			**CHANGED** 05/01/13 DP	
FALL 2012 CHARITABLE GRANT				
PER CTAC APPROVED 12/13/2012				
FOR 999-99-9999				
PAID TO				
EMBRACED ATLANTA INC				
TR TRAN#=EA031084000001 TR CD=061 REG= PORT=PRIN				
12/18/12 CASH DISBURSEMENT	-15000 00		-15000 00	1212000085
DISCRETIONARY DISTRIBUTION			**CHANGED** 05/01/13 DP	
FALL 2012 CHARITABLE GRANT				
PER CTAC APPROVED 12/13/2012				
FOR 999-99-9999				
PAID TO				
EMPTY STOCKING FUND, INC.				
TR TRAN#=EA031094000001 TR CD=061 REG= PORT=PRIN				
12/18/12 CASH DISBURSEMENT	-25000 00		-25000 00	1212000086
DISCRETIONARY DISTRIBUTION			**CHANGED** 05/01/13 DP	
FALL 2012 CHARITABLE GRANT				
PER CTAC APPROVED 12/13/2012				
FOR 999-99-9999				
PAID TO				
FAMILIES FIRST, INC				
TR TRAN#=EA031096000001 TR CD=061 REG= PORT=PRIN				
12/18/12 CASH DISBURSEMENT	-5000 00		-5000.00	1212000087
DISCRETIONARY DISTRIBUTION			**CHANGED** 05/01/13 DP	
FALL 2012 CHARITABLE GRANT				
PER CTAC APPROVED 12/13/2012				
FOR 999-99-9999				
PAID TO				
FAMILY Y YMCA - YWCA OF THE CSRA INC				
TR TRAN#=EA031101000001 TR CD=061 REG= PORT=PRIN				
12/18/12 CASH DISBURSEMENT	-10000 00		-10000.00	1212000088
DISCRETIONARY DISTRIBUTION			**CHANGED** 05/01/13 DP	
FALL 2012 CHARITABLE GRANT				
PER CTAC APPROVED 12/13/2012				
FOR 999-99-9999				
PAID TO				
FORSYTH COUNTY FAMILY HAVEN, INC				

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED)				
SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
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TR TRAN#=EA031106000001 TR CD=061 REG= PORT=PRIN				
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: FOSTER SIBLINGS REUNITED INC TR TRAN#=EA031109000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000.00 1212000089 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR: 999-99-9999 PAID TO FRIENDS OF DISABLED ADULTS AND CHILDREN TOO' INC. TR TRAN#=EA031111000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000090 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: GEORGIA CENTER FOR CHILD ADVOCACY TR TRAN#=EA031114000001 TR CD=061 REG= PORT=PRIN	-10000.00		-10000 00 1212000091 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO GEORGIA COURT APPOINTED SPECIAL ADVOCATES INC. TR TRAN#=EA031120000001 TR CD=061 REG= PORT=PRIN	-15000 00		-15000 00 1212000092 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: GEORGIA HEALTH SCIENCES FOUNDATION TR TRAN#=EA031124000001 TR CD=061 REG= PORT=PRIN	-10000.00		-10000 00 1212000093 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR: 999-99-9999 PAID TO GEORGIA LEGAL SERVICES PROGRAM INC. TR TRAN#=EA031129000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000094 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR: 999-99-9999 PAID TO GEORGIA WOMEN FOR A CHANGE INC TR TRAN#=EA031132000001 TR CD=061 REG= PORT=PRIN	-15000 00		-15000 00 1212000095 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO GIRL SCOUTS OF GREATER ATLANTA INC. TR TRAN#=EA031140000001 TR CD=061 REG= PORT=PRIN	-25000 00		-25000 00 1212000096 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO GIRLS INC OF GREATER ATLANTA TR TRAN#=EA031148000001 TR CD=061 REG= PORT=PRIN	-10000.00		-10000.00 1212000097 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT	-25000 00		-25000 00 1212000098 **CHANGED** 05/01/13 DP	

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
	PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO GOODWILL INDUSTRIES OF MIDDLE GA INC TR TRAN#=EA031150000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO GOODWILL OF NORTH GEORGIA INC TR TRAN#=EA031156000001 TR CD=061 REG= PORT=PRIN	-15000 00		-15000 00 1212000099 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO HILLSIDE, INC TR TRAN#=EA031160000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000.00 1212000100 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO JERUSALEM HOUSE, INC TR TRAN#=EA031163000001 TR CD=061 REG= PORT=PRIN	-5000 00		-5000 00 1212000101 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO KATE'S CLUB TR TRAN#=EA031169000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000102 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO KENNESAW STATE UNIVERSITY TR TRAN#=EA031173000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000103 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO LITERACY ACTION INC. TR TRAN#=EA031183000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000104 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO MARCH OF DIMES - GEORGIA CHAPTER TR TRAN#=EA031186000001 TR CD=061 REG= PORT=PRIN	-10000.00		-10000 00 1212000105 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO MEMORIAL HEALTH UNIVERSITY MEDICAL CENTER FOUNDATION INC TR TRAN#=EA031191000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000106 **CHANGED** 05/01/13 DP	
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO METHODIST HOME FOR CHILDREN & YOUTH TR TRAN#=EA031203000001 TR CD=061 REG= PORT=PRIN	-30000 00		-30000.00 1212000107 **CHANGED** 05/01/13 DP	

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO METROPOLITAN COUNSELING SERVICES INC TR TRAN#-EA031206000001 TR CD=061 REG= PORT=PRIN	-3000 00		-3000 00 **CHANGED** 05/01/13 DP	1212000108
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO MUSCULAR DYSTROPHY ASSOCIATION TR TRAN#-EA031211000001 TR CD=061 REG= PORT=PRIN	-5000 00		-5000 00 **CHANGED** 05/01/13 DP	1212000109
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO NATIONAL COUNCIL OF JEWISH WOMEN TR TRAN#-EA031219000001 TR CD=061 REG= PORT=PRIN	-5000 00		-5000 00 **CHANGED** 05/01/13 DP	1212000110
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO NORTH FULTON COMMUNITY CHARITIES TR TRAN#-EA031227000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 05/01/13 DP	1212000111
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO OUR HOUSE INC TR TRAN#-EA031230000001 TR CD=061 REG= PORT=PRIN	-5000 00		-5000.00 **CHANGED** 05/01/13 DP	1212000112
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO PARTNERSHIP AGAINST DOMESTIC VIOLENCE TR TRAN#-EA031245000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 05/01/13 DP	1212000113
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO THE POSSE FOUNDATION, INC TR TRAN#-EA031250000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 05/01/13 DP	1212000114
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO PROJECT OPEN HAND/ATLANTA, INC TR TRAN#-EA031257000001 TR CD=061 REG= PORT=PRIN	-5000 00		-5000 00 **CHANGED** 05/01/13 DP	1212000115
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO QUALITY CARE FOR CHILDREN TR TRAN#-EA031265000001 TR CD=061 REG= PORT=PRIN	-8000.00		-8000.00 **CHANGED** 05/01/13 DP	1212000116
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-10000 00		-10000.00 **CHANGED** 05/01/13 DP	1212000117



TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED)				
	SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
	REFUGEE RESETTLEMENT AND IMMIGRATION SERVICES OF ATLANTA, INC				
	TR TRAN#=EA031269000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-10000 00		-10000.00 1212000118 **CHANGED** 05/01/13 DP	
	SAVANNAH AREA FAMILY EMERGENCY SHELTER, INC.				
	TR TRAN#=EA031273000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-10000 00		-10000 00 1212000119 **CHANGED** 05/01/13 DP	
	ST VINCENT DE PAUL SOCIETY				
	TR TRAN#=EA031278000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-3000 00		-3000 00 1212000120 **CHANGED** 05/01/13 DP	
	STARLIGHT CHILDREN'S FOUNDATION - GA				
	TR TRAN#=EA031279000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-5000 00		-5000.00 1212000121 **CHANGED** 05/01/13 DP	
	TEACH FOR AMERICA - ATLANTA				
	TR TRAN#=EA031285000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-25000 00		-25000 00 1212000122 **CHANGED** 05/01/13 DP	
	UNITED WAY OF METROPOLITAN ATLANTA				
	TR TRAN#=EA031291000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-5000 00		-5000.00 1212000123 **CHANGED** 05/01/13 DP	
	WELLSTAR FOUNDATION				
	TR TRAN#=EA031300000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-25000 00		-25000 00 1212000124 **CHANGED** 05/01/13 DP	
	FOUNDATION OF WESLEY WOODS, INC.				
	TR TRAN#=EA031302000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-10000 00		-10000 00 1212000125 **CHANGED** 05/01/13 DP	
	WEST BROAD STREET YMCA				
	TR TRAN#=EA031306000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO	-10000 00		-10000 00 1212000126 **CHANGED** 05/01/13 DP	
	YEAR UP, INC				
	TR TRAN#=EA031309000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION	-5000 00		-5000 00 1212000127 **CHANGED** 05/01/13 DP	

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO YMCA OF ATHENS TR TRAN# EA031311000001 TR CD=061 REG= PORT=PRIN				
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO YWCA OF GREATER ATLANTA TR TRAN# EA031313000001 TR CD=061 REG= PORT=PRIN	-15000 00		-15000.00 1212000128 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO CAMP GLISSON INC TR TRAN# EA031314000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000129 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO OUT OF DARKNESS INC TR TRAN# EA031315000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000130 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO AMERICAN RED CROSS - METRO ATLANTA CHAPTER TR TRAN# EA030982000001 TR CD=061 REG= PORT=PRIN	-35000 00		-35000 00 1212000065 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO ANGEL FLIGHT SOARS INC TR TRAN# EA030997000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000066 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO ATLANTA CENTER FOR SELF SUFFICIENCY TR TRAN# EA030998000001 TR CD=061 REG= PORT=PRIN	-15000 00		-15000 00 1212000067 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO ATLANTA NEIGHBORHOOD DEVELOPMENT PARTNERSHIP, INC TR TRAN# EA031008000001 TR CD=061 REG= PORT=PRIN	-10000.00		-10000.00 1212000068 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO ATLANTA UNION MISSION TR TRAN# EA031012000001 TR CD=061 REG= PORT=PRIN	-10000 00		-10000 00 1212000069 **CHANGED** 05/01/13 DP	
12/18/12 CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO BOYS & GIRLS CLUBS OF METRO ATLANTA	-10000 00		-10000 00 1212000070 **CHANGED** 05/01/13 DP	

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)				
	TR TRAN#=EA031014000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: BRAIN TUMOR FOUNDATION FOR CHILDREN	-10000 00		-10000 00 1212000071 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031017000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: CAMP SUNSHINE	-7500 00		-7500 00 1212000072 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031028000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: CANCER SUPPORT COMMUNITY - ATLANTA	-6750 00		-6750 00 1212000073 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031031000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: CENTRAL PRESBYTERIAN CHURCH OUTREACH CENTER INC	-10000 00		-10000 00 1212000074 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031036000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: CHILDREN'S HEALTHCARE OF ATLANTA FDN	-10000 00		-10000 00 1212000075 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031041000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: CLARKSTON COMMUNITY CENTER	-5000 00		-5000 00 1212000076 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031044000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: CLIFTON SANCTUARY MINISTRIES, INC	-10000 00		-10000 00 1212000077 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031045000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: COASTAL CENTER FOR DEVELOPMENTAL SERVICES, INC	-3000 00		-3000 00 1212000078 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031047000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT PER CTAC APPROVED 12/13/2012 FOR 999-99-9999 PAID TO: COMMUNITIES IN SCHOOLS OF ATLANTA	-10000 00		-10000.00 1212000079 **CHANGED** 05/01/13 DP	
	TR TRAN#=EA031050000001 TR CD=061 REG= PORT=PRIN				
12/18/12	CASH DISBURSEMENT DISCRETIONARY DISTRIBUTION FALL 2012 CHARITABLE GRANT	-5000 00		-5000.00 1212000080 **CHANGED** 05/01/13 DP	

ACCT 5892 3013000545  
PREP 501 ADMN 6440 INV:1325

WELLS FARGO BANK, N A.  
TAX TRANSACTION DETAIL

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11 39.25 AM

TAX  
CODE/DATE TRANSACTIONS

TAXABLE

INCOME

PRINCIPAL

EDIT  
NUMBER

149 BENEFICIARY DISTRIBUTIONS (CONTINUED)

SEE SCHEDULE ATTACHED - 999-99-9999 (CONTINUED)

PER CTAC APPROVED 12/13/2012  
FOR 999-99-9999  
PAID TO

COMMUNITY ACTION CENTER  
TR TRAN# = EA031058000001 TR CD = 061 REG = PORT = PRIN

12/18/12

CASH DISBURSEMENT  
DISCRETIONARY DISTRIBUTION  
FALL 2012 CHARITABLE GRANT  
PER CTAC APPROVED 12/13/2012  
FOR 999-99-9999  
PAID TO

-10000 00

-10000.00 1212000081  
\*\*CHANGED\*\* 05/01/13 DP

CONSUMER CREDIT COUNSELING SERVICE  
OF GREATER ATLANTA, INC.

TR TRAN# = EA031063000001 TR CD = 061 REG = PORT = PRIN

12/18/12

CASH DISBURSEMENT  
DISCRETIONARY DISTRIBUTION  
FALL 2012 CHARITABLE GRANT  
PER CTAC APPROVED 12/13/2012  
FOR 999-99-9999  
PAID TO

-2000.00

-2000 00 1212000082  
\*\*CHANGED\*\* 05/01/13 DP

DOWNTOWN COOPERATIVE CHURCH  
MINISTRIES INC.

TR TRAN# = EA031067000001 TR CD = 061 REG = PORT = PRIN

12/18/12

CASH DISBURSEMENT  
DISCRETIONARY DISTRIBUTION  
FALL 2012 CHARITABLE GRANT  
PER CTAC APPROVED 12/13/2012  
FOR 999-99-9999  
PAID TO

-30000 00

-30000 00 1212000083  
\*\*CHANGED\*\* 05/01/13 DP

DRUG ENFORCEMENT ADMINISTRATION  
SURVIVORS BENEFIT FUND INC

TR TRAN# = EA031076000001 TR CD = 061 REG = PORT = PRIN

TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS

-1185250 00

-452000.00

-733250 00

# 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](http://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

TR U/W CHARLES I BRANAN  
501-3013000545

Employer identification number (EIN) or

58-6026401

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

1525 W.W.T. HARRIS BLVD. D1114-044

Social security number (SSN)

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

CHARLOTTE, NC 28288

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

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 ► WELLS FARGO BANK NA

Telephone No. ► (336) 747-8185

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)                     . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

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

► ☒ **X** calendar year 2012 or

► ☐ tax year beginning                     , 20       , and ending                     , 20       

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

<b>3a</b> 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.	<b>3a</b> \$	23,623.
<b>b</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.	<b>3b</b> \$	28,029.
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b> \$	

**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)