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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 SARTAIN LANIER FAMILY FDN		A Employer identification number 58-6045056
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) 230-5479
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) \$ 50,816,050	J Accounting method: ☐ Cash ☐ Accrual ☐ Other (specify) _____	
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	2,195,941	2,142,115		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	2,096,564			
	b Gross sales price for all assets on line 6a 12,506,328				
	7 Capital gain net income (from Part IV, line 2)		2,080,124		
	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)	647,615	644,603			
12 Total. Add lines 1 through 11	4,940,120	4,866,842	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	180,507	90,254		90,253
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	2,111			2,111
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)	284,201	284,201		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	155,421	55,821		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	261,674	241,825		7,248
	24 Total operating and administrative expenses. Add lines 13 through 23	886,414	672,101	0	102,112
	25 Contributions, gifts, grants paid	3,940,450			3,940,450
26 Total expenses and disbursements. Add lines 24 and 25	4,826,864	672,101	0	4,042,562	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	113,256				
b Net investment income (if negative, enter -0-)		4,194,741			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2012)

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15

Form 990-PF (2012) SARTAIN LANIER FAMILY FDN

58-6045056

Page 2

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		50,753	34,558	34,558
	2	Savings and temporary cash investments		2,043,094	2,672,834	2,672,834
	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)		1,609,563		
	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)		73,743,630	75,317,510	88,773,562	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		77,447,040	78,024,902	91,480,954	
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		77,447,040	78,024,902	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		77,447,040	78,024,902		
31	Total liabilities and net assets/fund balances (see instructions)		77,447,040	78,024,902		

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	77,447,040
2	Enter amount from Part I, line 27a	2	113,256
3	Other increases not included in line 2 (itemize) See Attached Statement	3	956,423
4	Add lines 1, 2, and 3	4	78,516,719
5	Decreases not included in line 2 (itemize) See Attached Statement	5	491,817
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	78,024,902

Form 990-PF (2012)

SARTAIN LANIER FAMILY FDN

58-6045056 Page 3

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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			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	2,096,564
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	3,598,796	82,417,434	0.043665
2010	3,232,784	76,537,847	0.042238
2009	3,727,282	64,977,877	0.057362
2008	5,217,057	73,392,989	0.071084
2007	5,071,354	105,511,653	0.048064

2 Total of line 1, column (d)	2	0.262413
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	0.052483
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	92,025,292
5 Multiply line 4 by line 3	5	4,829,763
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	41,947
7 Add lines 5 and 6	7	4,871,710
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	4,042,562

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 83,895
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 83,895
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 83,895
6 Credits/Payments		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 94,482	
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c 35,000	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d		7 129,482
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9 0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10 45,587
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 45,587 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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? Website address ► N/A	13	X	
14	The books are in care of ► SUNTRUST BANK Telephone no ► (404) 230-5479 Located at ► 25 PARK PLACE ATLANTA GA ZIP+4 ► 30303			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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? If "Yes," list the years ► 20____, 20____, 20____, 20____	☐ Yes ☒ No	
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)?

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?
If "Yes" to 6b, file Form 8870☐ Yes ☒ No**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?**5b** N/A**6b** X**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	90,685,446
b	Average of monthly cash balances	1b	2,741,246
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	93,426,692
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	93,426,692
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,401,400
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	92,025,292
6	Minimum investment return. Enter 5% of line 5	6	4,601,265

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	4,601,265
2a	Tax on investment income for 2012 from Part VI, line 5	2a	83,895
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	83,895
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,517,370
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,517,370
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	4,517,370

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	4,042,562
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,042,562
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	4,042,562

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				4,517,370
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			3,819,885	
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 ▶ \$ 4,042,562				
a Applied to 2011, but not more than line 2a			3,819,885	
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				222,677
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				4,294,693
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)

- 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

[illegible]

- 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))

J. HICKS LANIER, CHAIRMAN

- 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

THE SARTAIN LANIER FAMILY FOUNDATION C/O SUNTRUST BANK ATTN:JACQUELINE TUCKER P O BOX 655,ATLANTA, GA 303

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

- c Any submission deadlines**

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	3,940,450
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

SARTAIN LANIER FAMILY FDN

58-6045056 Page 1 of 16

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

Recipient(s) paid during the year

Name

UAB SCHOOL OF MEDICINE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 500,000

Name

UNITED WAY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 175,000

Name

EMORY UNIVERSITY DONOR ACCOUNT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 250,000

Name

VANDERBILT UNIVERSITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 1,230,000

Name

GRANTMAKERS FRO EDUCATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 1,500

Name

TOOMBS COUNTY BOYS & GIRLS CLUB

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 2 of 16

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

Recipient(s) paid during the year

Name

EAGLE RANCH

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

25,000

Name

GEORGIA JUSTICE PROJECT

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

THE STUDY HALL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

CANINE ASSISTANCE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

100,000

Name

100 BLACK MEN OF ATLANTA INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

ALL ABOUT DEVELOPMENTAL DISABILITIES

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 3 of 16

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

Recipient(s) paid during the year

Name

ATLANTA CENTER FOR SELF-SUFFICIENCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

ATLANTA SPEECH SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 70,000

Name

ATLANTA YOUTH ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

THE BELTLINE PARTNERSHIP

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

BOYS & GIRLS CLUBS OF METRO ATLANTA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

CENTER FOR PUPPETRY ARTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 4 of 16

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

Recipient(s) paid during the year

Name

THE CENTER FOR WORKING FAMILIES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

COOL GIRLS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

EAST LAKE FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

FRIENDS OF ENGLISH AVENUE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

GEORGIA CENTER FOR NONPROFITS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

GEORGIA LIONS LIGHTHOUSE FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 5 of 16

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

Recipient(s) paid during the year

Name

GEORGIA METH PROJECT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

GEORGIA PARTNERSHIP FOR EXCELLENCE IN EDUCATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

GRADY HEALTH FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

HEARTBOUND MINISTRIES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

JUMPSTART

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

KIPP METRO ATLANTA COLLABORATIVE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 75,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 6 of 16

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

Recipient(s) paid during the year

Name

THE LOVETT SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 30,000

Name

MIDTOWN ASSISTANCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

MUSEUM OF CONTEMPORARY ART OF GEORGIA (MOCA)

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

ODYSSEY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 30,000

Name

PIEDMONT HOSPITAL FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 50,000

Name

THE POSSE FOUNDATION, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 7 of 16

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

Recipient(s) paid during the year

Name

REACH FOR EXCELLENCE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

Name

SHEPHERD CENTER FOUNDATION, INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

33,334

Name

SOPHIA ACADEMY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

TEACH FOR AMERICA-ATLANTA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

75,000

Name

TRAINING & COUNSELING CENTER AT ST LUKES

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

TRINITY COMMUNITY MINISTRIES

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 8 of 16

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

Recipient(s) paid during the year

Name

THE TRUST FOR PUBLIC LAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

UPPER CHATTAHOOCHEE RIVERKEEPER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

GEORGIA SOFT GOODS EDUCATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

WHITEFIELD ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

WOODWARD ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 30,000

Name

YEAR UP, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 66,666

SARTAIN LANIER FAMILY FDN

58-6045056 Page 9 of 16

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

Recipient(s) paid during the year

Name

YOUNG MENS CHRISTIAN ASSOCIATION OF METROPOLITAN ATLANTA INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

BEN FRANKLIN ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

CANINE ASSISTANTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 30,000

Name

FOUNDATION CENTER-ATLANTA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 1,000

Name

ACHIEVEMENT REWARDS FOR COLLEGE SCIENTISTS, ATLANTA CHAPTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

THE AMERICAN SHAKESPEARE COMPANY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 10 of 16

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

Recipient(s) paid during the year

Name

ATLANTA BALLET

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

BREAKTHROUGH ATLANTA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

THE ELAINE CLARK CENTER FOR EXCEPTIONAL CHILDREN

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

GEORGIA RESEARCH ALLIANCE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

20,000

Name

INTERNATIONAL COMMUNITY SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

25,000

Name

PATH FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

25,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 11 of 16

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

Recipient(s) paid during the year

Name

TRUANCY INTERVENTION PROJECT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

W E.B. DU BOIS SOCIETY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

ZOO ATLANTA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

GEORGE WEST MENTAL HEALTH FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

YEAR UP

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

GEORGIA CHARTER SCHOOLS ASSOCIATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 12 of 16

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

Recipient(s) paid during the year

Name

EMORY UNIVERSITY ALZHEIMER'S DISEASE RESEARCH CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

AMERICAN RED CROSS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

EMPTY STOCKING FUND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 2,000

Name

CHEMOFLAGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

GEORGIA CENTER FOR NONPROFITS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 950

Name

THE COMMUNITY FOUNDATION FOR GREATER ATLANTA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 13 of 16

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

Recipient(s) paid during the year

Name

INTOWN ACADEMY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

METROPOLITAN ATLANTA ARTS FUND

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

20,000

Name

THE WESTMINSTER SCHOOLS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

20,000

Name

ATLANTA GIRLS SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

THE LOVETT SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

20,000

Name

FORWARD ARTS FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

20,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 14 of 16

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

Recipient(s) paid during the year

Name

WOODRUFF ARTS CENTER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

85,000

Name

THE MUSEUM SCHOOL OF AVONDALE ESTATES

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

OGLETHORPE UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

AGAPE COMMUNITY CENTER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

CFY-ATLANTA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

RON CLARK ACADEMY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 15 of 16

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

Recipient(s) paid during the year

Name

GEORGIA CONSERVANCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

BOBBY DODD INSTITUTE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

BUCKHEAD CHRISTIAN MINISTRY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

PAUL ANDERSON YOUTH HOME

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

VISITING NURSE HEALTH SYSTEM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

ATLANTA NEIGHBORHOOD DEVELOPMENT PARTNERSHIP (ANDP)

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

SARTAIN LANIER FAMILY FDN

58-6045056 Page 16 of 16

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

Recipient(s) paid during the year

Name

HIGH MUSEUM OF ART

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

UNITED WAY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

120,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Capital Gains/Losses		Net Gain or Loss		
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Adjustments	Net Gain or Loss	
																Capital Gains/Losses
		Long Term CG Distributions	Amount												2,096,564	
		Short Term CG Distributions	0												0	
1	X	HALLIBURTON CO COM	406216101			4/27/2011		6/25/2012	1,892	3,536				0	-1,644	
2	X	HALLIBURTON CO COM	406216101			4/5/2011		6/25/2012	2,648	4,877				0	-2,229	
3	X	HARTFORD FINL SVCS GROU	416515104			4/26/2010		2/21/2012	443	624				0	-181	
4	X	HARTFORD FINL SVCS GROU	416515104			4/5/2011		2/21/2012	680	872				0	-192	
5	X	HARTFORD FINL SVCS GROU	416515104			6/23/2011		2/21/2012	807	926				0	-119	
6	X	HARTFORD FINL SVCS GROU	416515104			11/30/2011		2/21/2012	701	572				0	129	
7	X	HARTFORD FINL SVCS GROU	416515104			3/18/2010		2/21/2012	3,934	5,134				0	-1,200	
8	X	HARTFORD FINL SVCS GROU	416515104			3/18/2010		2/21/2012	3,190	4,300				0	-1,110	
9	X	HARTFORD FINL SVCS GROU	416515104			4/20/2010		2/21/2012	213	288				0	-75	
10	X	HARTFORD FINL SVCS GROU	416515104			4/26/2010		2/21/2012	702	980				0	-278	
11	X	HARTFORD FINL SVCS GROU	416515104			4/26/2010		2/21/2012	1,021	1,422				0	-401	
12	X	HARTFORD FINL SVCS GROU	416515104			6/28/2010		2/21/2012	319	356				0	-37	
13	X	HARTFORD FINL SVCS GROU	416515104			9/27/2010		2/21/2012	106	113				0	-7	
14	X	HARTFORD FINL SVCS GROU	037833100			10/9/2009		3/30/2012	3,639	1,138				0	2,501	
15	X	APPLE INC COM	037833100			4/27/2011		6/26/2012	7,988	4,904				0	3,084	
16	X	APPLE INC COM	037833100			4/27/2011		9/24/2012	7,517	3,853				0	1,282	
17	X	APPLE INC COM	037833100			4/5/2011		9/24/2012	9,966	4,738				0	3,664	
18	X	ARM HLDGS PLC SPONS ADR	042068106			4/27/2011		9/28/2012	726	823				0	4,828	
19	X	ARM HLDGS PLC SPONS ADR	042068106			4/5/2011		9/28/2012	782	804				0	-97	
20	X	ARM HLDGS PLC SPONS ADR	042068106			4/27/2011		9/28/2012	670	760				0	-22	
21	X	ARM HLDGS PLC SPONS ADR	042068106			4/27/2011		9/28/2012	978	1,108				0	-90	
22	X	ARM HLDGS PLC SPONS ADR	042068106			4/5/2011		11/2/2012	8,863	7,668				0	-130	
23	X	ARM HLDGS PLC SPONS ADR	042068106			6/23/2011		11/2/2012	1,195	1,013				0	1,195	
24	X	ARM HLDGS PLC SPONS ADR	042068106			8/4/2011		11/2/2012	4,879	3,790				0	182	
25	X	ARM HLDGS PLC SPONS ADR	042068106			16/2011		12/31/2012	2,172	1,338				0	1,189	
26	X	ARM HLDGS PLC SPONS ADR	042068106			16/2011		12/31/2012	2,546	1,567				0	834	
27	X	ARM HLDGS PLC SPONS ADR	042068106			8/4/2011		12/31/2012	2,060	1,390				0	979	
28	X	ARM HLDGS PLC SPONS ADR	042068106			11/30/2011		12/31/2012	1,423	1,069				0	670	
29	X	ARM HLDGS PLC SPONS ADR	042068106			16/2011		12/31/2012	824	507				0	354	
30	X	BED BATH & BEYOND INC CO	075896100			3/30/2010		6/21/2012	4,225	2,869				0	317	
31	X	BED BATH & BEYOND INC CO	075896100			6/28/2010		6/21/2012	3,153	2,213				0	1,256	
32	X	BED BATH & BEYOND INC CO	075896100			6/28/2010		6/21/2012	315	197				0	940	
33	X	BED BATH & BEYOND INC CO	075896100			10/25/2010		6/21/2012	631	218				0	118	
34	X	BED BATH & BEYOND INC CO	075896100			4/5/2011		6/21/2012	11,035	8,564				0	97	
35	X	BED BATH & BEYOND INC CO	075896100			4/5/2011		6/21/2012	3,153	2,864				0	190	
36	X	BED BATH & BEYOND INC CO	075896100			6/23/2011		6/21/2012	1,324	1,196				0	2,471	
37	X	BED BATH & BEYOND INC CO	075896100			11/30/2011		6/21/2012	1,135	1,095				0	289	
38	X	BED BATH & BEYOND INC CO	075896100			2/28/2012		6/21/2012	1,009	960				0	128	
39	X	BED BATH & BEYOND INC CO	075896100			4/4/2012		6/21/2012	11,476	12,058				0	40	
40	X	BED BATH & BEYOND INC CO	075896100			4/5/2011		6/21/2012	6,739	9,678				0	49	
41	X	BED BATH & BEYOND INC CO	075896100			6/28/2010		12/17/2012	288	215				0	-582	
42	X	CAMERON INTL CORP COM	133428105			4/5/2011		12/17/2012	8,646	7,766				0	-2,939	
43	X	CAPITAL ONE FINL CORP CO	14040H105			4/5/2011		12/17/2012	2,594	2,496				0	73	
44	X	CAPITAL ONE FINL CORP CO	14040H105			4/27/2011		12/17/2012	2,594	2,496				0	880	
45	X	CAPITAL ONE FINL CORP CO	14040H105			6/23/2011		12/17/2012	1,038	907				0	98	
46	X	CAPITAL ONE FINL CORP CO	14040H105			268648102		9/28/2012	3,157	3,268				0	131	
47	X	EMC CORP COM	30303M102			5/17/2012		9/28/2012	917	1,596				0	-111	
48	X	FACEBOOK INC CL A COM	30303M102			9/13/2012		9/28/2012	22	21				0	-679	
49	X	FACEBOOK INC CL A COM	38141G104			1/21/2010		11/3/2012	4,415	7,480				0	1	
50	X	GOLDMAN SACHS GROUP INC	38141G104			4/5/2011		11/3/2012	978	1,588				0	-3,065	
51	X	GOLDMAN SACHS GROUP INC	38141G104			4/5/2011		11/3/2012	881	1,428				0	-610	
52	X	GOLDMAN SACHS GROUP INC	38141G104			4/27/2011		11/3/2012	587	917				0	-548	
53	X	GOLDMAN SACHS GROUP INC	38141G104			6/23/2011		11/3/2012	204	397				0	-330	
54	X	GOLDMAN SACHS GROUP INC	38141G104			11/30/2011		11/3/2012	186	185				0	-103	
55	X	GOOGLE INC CL A COM	38259P508			10/25/2010		7/31/2012	1,269	1,233				0	11	
56	X	GOOGLE INC CL A COM	38259P508			4/5/2011		7/31/2012	4,442	3,971				0	36	
57	X	GOOGLE INC CL A COM	38259P508			4/5/2011		9/28/2012	9,081	6,807				0	471	
58	X	GOOGLE INC CL A COM	38259P508			11/30/2011		12/31/2012	2,105	1,790				0	2,274	
59	X	GOOGLE INC CL A COM	38259P508			12/9/2010		11/3/2012	392	618				0	315	
60	X	GOLDMAN SACHS GROUP INC	38141G104			4/5/2011		11/3/2012	589	953				0	-226	
61	X	GOLDMAN SACHS GROUP INC	38141G104			4/5/2011		12/31/2012	3,509	2,836				0	-364	
62	X	GOOGLE INC CL A COM	38259P508			12/10/2010		6/6/2012	2,832	3,930				0	673	
63	X	GREEN MOUNTAIN COFFEE R	393122106			12/10/2010		6/6/2012	24	34				0	-1,098	
64	X	GREEN MOUNTAIN COFFEE R	393122106			12/13/2010		6/6/2012	1,050	1,470				0	-10	
65	X	GREEN MOUNTAIN COFFEE R	393122106			4/5/2011		6/6/2012	2,187	5,944				0	-420	
66	X	GREEN MOUNTAIN COFFEE R	393122106			4/27/2011		6/6/2012	610	1,600				0	-3,747	
67	X	GREEN MOUNTAIN COFFEE R	393122106			6/23/2011		6/6/2012	269	934				0	-990	
68	X	GREEN MOUNTAIN COFFEE R	393122106			6/23/2011		6/6/2012	269	934				0	-665	

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

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
									Capital Gains/Losses					
									Gross Sales	Cost, Other Basis and Expenses	Depreciation	Adjustments	Net Gain or Loss	
									11,929,571	0	9,833,007	0	2,096,564	
									Other sales				0	
Long Term CG Distributions	Short Term CG Distributions	Amount							Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		
69	X	GREEN MOUNTAIN COFFEE F	393122106			11/30/2011		6/6/2012	220	465			0	-245
70	X	GREEN MOUNTAIN COFFEE F	393122106			2/28/2012		6/6/2012	293	792			0	-499
71	X	GREEN MOUNTAIN COFFEE F	393122106			4/4/2012		6/6/2012	3,272	5,883			0	-2,611
72	X	HALLIBURTON CO COM	406216101			8/3/2010		6/25/2012	11,249	12,955			0	-1,706
73	X	HALLIBURTON CO COM	406216101			4/5/2011		6/25/2012	1,382	2,538			0	-1,156
74	X	HALLIBURTON CO COM	406216101			6/23/2011		6/25/2012	759	1,319			0	-560
75	X	HALLIBURTON CO COM	406216101			11/30/2011		6/25/2012	678	903			0	-225
76	X	HALLIBURTON CO COM	406216101			2/28/2012		6/25/2012	867	1,206			0	-339
77	X	HALLIBURTON CO COM	406216101			4/4/2012		6/25/2012	9,541	11,623			0	-2,082
78	X	HALLIBURTON CO COM	406216101			4/5/2011		6/25/2012	2,347	4,280			0	-1,933
79	X	CAPITAL ONE FINL CORP CO	14040H105			11/30/2011		12/17/2012	922	695			0	227
80	X	CAPITAL ONE FINL CORP CO	14040H105			10/25/2010		12/17/2012	346	230			0	116
81	X	CERNER CORP COM	156782104			4/20/2010		10/4/2012	794	448			0	346
82	X	CERNER CORP COM	156782104			9/27/2010		10/4/2012	794	400			0	394
83	X	CERNER CORP COM	156782104			4/5/2011		10/4/2012	5,480	3,963			0	1,517
84	X	CERNER CORP COM	156782104			4/27/2011		10/4/2012	2,383	1,679			0	704
85	X	CERNER CORP COM	156782104			12/15/2009		10/4/2012	7,386	3,625			0	3,761
86	X	CERNER CORP COM	156782104			6/23/2011		10/4/2012	795	584			0	211
87	X	CERNER CORP COM	156782104			4/5/2011		10/4/2012	1,659	1,206			0	463
88	X	DOVER CORP COM	260003108			10/14/2009		1/24/2012	6,579	4,361			0	2,218
89	X	DOVER CORP COM	260003108			4/5/2011		1/24/2012	9,054	9,975			0	-921
90	X	DOVER CORP COM	260003108			4/27/2011		1/24/2012	2,716	3,038			0	-322
91	X	DOVER CORP COM	260003108			6/23/2011		1/24/2012	905	973			0	-68
92	X	DOVER CORP COM	260003108			6/23/2011		1/24/2012	181	195			0	-14
93	X	DOVER CORP COM	260003108			11/30/2011		1/24/2012	786	718			0	68
94	X	DOVER CORP COM	260003108			10/26/2009		1/24/2012	788	526			0	262
95	X	DOVER CORP COM	260003108			10/14/2009		1/24/2012	3,699	2,441			0	1,258
96	X	ALEXION PHARMACEUTICALS	015351109			11/30/2011		1/4/2012	1,267	1,213			0	54
97	X	ALEXION PHARMACEUTICALS	015351109			4/5/2011		1/4/2012	4,294	3,185			0	1,109
98	X	ALEXION PHARMACEUTICALS	015351109			4/5/2011		1/6/2012	3,611	2,610			0	1,001
99	X	ALEXION PHARMACEUTICALS	015351109			2/6/2011		3/30/2012	4,422	2,070			0	2,352
100	X	ALLERGAN INC COM	018490102			10/9/2009		1/6/2012	869	568			0	301
101	X	ALLERGAN INC COM	018490102			10/9/2009		1/6/2012	868	568			0	300
102	X	ALLERGAN INC COM	018490102			10/9/2008		1/6/2012	521	341			0	180
103	X	ALLERGAN INC COM	018490102			1/29/2010		1/6/2012	435	287			0	148
104	X	ALLERGAN INC COM	018490102			4/20/2010		1/6/2012	435	322			0	113
105	X	ALLERGAN INC COM	018490102			9/27/2010		1/6/2012	435	331			0	104
106	X	ALLERGAN INC COM	018490102			10/25/2010		1/6/2012	435	359			0	76
107	X	ALLERGAN INC COM	018490102			10/9/2009		1/6/2012	1,218	795			0	423
108	X	ANALOG DEVICES INC COM	032654105			4/20/2010		2/10/2012	197	154			0	43
109	X	ANALOG DEVICES INC COM	032654105			9/27/2010		2/10/2012	197	155			0	42
110	X	ANALOG DEVICES INC COM	032654105			10/25/2010		2/10/2012	197	161			0	36
111	X	ANALOG DEVICES INC COM	032654105			9/10/2009		2/10/2012	1,379	1,031			0	348
112	X	ANALOG DEVICES INC COM	032654105			4/27/2011		7/31/2012	2,363	2,434			0	-71
113	X	ANALOG DEVICES INC COM	032654105			4/5/2011		7/31/2012	4,136	4,050			0	86
114	X	APPLE INC COM	037833100			10/25/2010		2/10/2012	1,977	1,235			0	742
115	X	APPLE INC COM	037833100			10/25/2010		3/30/2012	607	309			0	288
116	X	HARTFORD FINL SVCS GROU	416515104			10/25/2010		2/21/2012	318	369			0	-50
117	X	HARTFORD FINL SVCS GROU	416515104			4/27/2011		2/21/2012	1,914	2,522			0	-608
118	X	HARTFORD FINL SVCS GROU	416515104			4/5/2011		2/21/2012	5,912	7,573			0	-1,661
119	X	HARTFORD FINL SVCS GROU	416515104			4/26/2010		2/21/2012	1,544	2,168			0	-624
120	X	HONEYWELL INTL INC COM	438516106			4/27/2011		10/18/2012	857	861			0	-4
121	X	HONEYWELL INTL INC COM	438516106			4/5/2011		10/18/2012	8,261	7,976			0	285
122	X	HONEYWELL INTL INC COM	438516106			4/27/2011		10/18/2012	3,421	3,443			0	-22
123	X	HOSPIRA INC COM	441060100			4/4/2012		11/16/2012	1,526	1,910			0	-384
124	X	HOSPIRA INC COM	441060100			9/13/2012		11/16/2012	86	105			0	-19
125	X	HOSPIRA INC COM	441060100			4/25/2011		11/16/2012	8,766	17,662			0	-8,896
126	X	HOSPIRA INC COM	441060100			4/27/2011		11/16/2012	862	1,713			0	-851
127	X	HOSPIRA INC COM	441060100			6/23/2011		11/16/2012	374	718			0	-344
128	X	HOSPIRA INC COM	441060100			2/28/2012		11/16/2012	431	547			0	-116
129	X	HOSPIRA INC COM	441060100			4/4/2012		11/16/2012	3,161	3,963			0	-802
130	X	HOSPIRA INC COM	441060100			11/30/2011		11/16/2012	317	315			0	2
131	X	HOSPIRA INC COM	441060100			6/27/2012		11/16/2012	864	1,011			0	-147
132	X	HOSPIRA INC COM	441060100			9/13/2012		11/16/2012	461	561			0	-100
133	X	HUNT JB TRANSPORT SVCS I	445658107			10/9/2009		7/13/2012	3,777	2,146			0	1,631
134	X	HUNT JB TRANSPORT SVCS I	445658107			10/9/2009		7/13/2012	939	537			0	402
135	X	HUNT JB TRANSPORT SVCS I	445658107			10/9/2009		7/13/2012	1,875	1,073			0	802
136	X	HUNT JB TRANSPORT SVCS I	445658107			4/20/2010		7/13/2012	294	183			0	111

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

Part I, Line 6 (990-PF) - Gain/Loss from sale of Assets Other than inventory														
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	Totals			Net Gain or Loss	
										Capital Gains/Losses		Cost, Other Basis and Expenses		Net Gain or Loss
										Long Term CG Distributions	Short Term CG Distributions			
		Amount												
		106,440												
		0												
137	X	HUNT JB TRANSPORT SVCS I 445658107			6/28/2010		7/13/2012	294	170				124	
138	X	HUNT JB TRANSPORT SVCS I 445658107			9/27/2010		7/13/2012	294	178				116	
139	X	HUNT JB TRANSPORT SVCS I 445658107			10/25/2010		7/13/2012	587	365				222	
140	X	HUNT JB TRANSPORT SVCS I 445658107			4/5/2011		7/13/2012	2,760	2,147				613	
141	X	HUNT JB TRANSPORT SVCS I 445658107			10/9/2009		7/13/2012	2,349	1,341				1,008	
142	X	HUNT JB TRANSPORT SVCS I 445658107			4/27/2011		7/13/2012	3,521	2,887				634	
143	X	HUNT JB TRANSPORT SVCS I 445658107			6/23/2011		7/13/2012	1,409	1,110				299	
144	X	HUNT JB TRANSPORT SVCS I 445658107			4/5/2011		7/13/2012	8,980	6,988				1,992	
145	X	INTERNATIONAL PAPER CO C 460146103			4/22/2010		1/25/2012	6,164	5,557				607	
146	X	INTERNATIONAL PAPER CO C 460146103			4/22/2010		1/25/2012	3,270	2,949				321	
147	X	INTERNATIONAL PAPER CO C 460146103			11/30/2011		9/10/2012	1,121	899				222	
148	X	INTERNATIONAL PAPER CO C 460146103			2/28/2012		9/10/2012	1,016	1,005				11	
149	X	INTERNATIONAL PAPER CO C 460146103			4/4/2012		9/10/2012	8,025	8,042				-17	
150	X	INTERNATIONAL PAPER CO C 460146103			6/27/2012		9/10/2012	35	28				7	
151	X	INTERNATIONAL PAPER CO C 460146103			4/4/2012		9/10/2012	1,141	1,159				-18	
152	X	INTERNATIONAL PAPER CO C 460146103			9/27/2010		9/10/2012	277	174				103	
153	X	INTERNATIONAL PAPER CO C 460146103			4/4/2012		9/10/2012	866	878				-12	
154	X	INTERNATIONAL PAPER CO C 460146103			6/25/2010		9/10/2012	450	318				132	
155	X	INTERNATIONAL PAPER CO C 460146103			6/28/2010		9/10/2012	173	121				52	
156	X	INTERNATIONAL PAPER CO C 460146103			10/25/2010		9/10/2012	520	360				160	
157	X	INTERNATIONAL PAPER CO C 460146103			9/27/2010		9/10/2012	69	43				26	
158	X	INTERNATIONAL PAPER CO C 460146103			6/25/2010		9/10/2012	698	490				208	
159	X	INTERNATIONAL PAPER CO C 460146103			6/25/2010		9/10/2012	1,157	808				349	
160	X	INTERNATIONAL PAPER CO C 460146103			6/25/2010		9/10/2012	1,192	833				359	
161	X	INTERNATIONAL PAPER CO C 460146103			4/22/2010		9/10/2012	1,983	1,586				397	
162	X	INTERNATIONAL PAPER CO C 460146103			4/22/2010		9/10/2012	142	113				29	
163	X	INTERNATIONAL PAPER CO C 460146103			4/27/2011		9/10/2012	1,062	900				162	
164	X	INTERNATIONAL PAPER CO C 460146103			6/23/2011		9/10/2012	1,310	1,072				238	
165	X	INTERNATIONAL PAPER CO C 460146103			6/25/2010		9/10/2012	212	147				65	
166	X	INTERNATIONAL PAPER CO C 460146103			4/5/2011		9/10/2012	10,620	9,352				1,268	
167	X	INTERNATIONAL PAPER CO C 460146103			4/27/2011		9/10/2012	2,089	1,800				289	
168	X	INTERNATIONAL PAPER CO C 460146103			6/25/2010		9/10/2012	382	289				113	
169	X	INTERNATIONAL PAPER CO C 460146103			6/25/2010		9/10/2012	1,153	808				345	
170	X	INTERNATIONAL PAPER CO C 460146103			4/4/2012		9/10/2012	1,142	1,159				-17	
171	X	INTUITIVE SURGICAL INC CO 46120E602			10/9/2009		1/4/2012	5,155	2,795				2,360	
172	X	INTUITIVE SURGICAL INC CO 46120E602			1/21/2011		3/30/2012	4,334	2,649				1,685	
173	X	JOY GLOBAL INC COM 481165108			10/9/2009		2/9/2012	3,816	2,225				1,591	
174	X	JOY GLOBAL INC COM 481165108			4/5/2011		2/9/2012	4,770	5,546				-776	
175	X	JOY GLOBAL INC COM 481165108			4/27/2011		2/9/2012	1,301	1,494				-193	
176	X	JOY GLOBAL INC COM 481165108			1/30/2012		6/26/2012	87	92				-5	
177	X	JUNIPER NETWORKS INC CO 48203R104			11/21/2008		6/26/2012	5,266	7,351				-2,085	
178	X	JUNIPER NETWORKS INC CO 48203R104			10/9/2009		6/26/2012	6,498	6,207				291	
179	X	JUNIPER NETWORKS INC CO 48203R104			12/9/2010		6/26/2012	155	275				-120	
180	X	JUNIPER NETWORKS INC CO 48203R104			6/29/2010		6/26/2012	232	391				-159	
181	X	JUNIPER NETWORKS INC CO 48203R104			6/29/2010		6/26/2012	155	252				-87	
182	X	JUNIPER NETWORKS INC CO 48203R104			9/27/2010		6/26/2012	77	150				-73	
183	X	JUNIPER NETWORKS INC CO 48203R104			10/25/2010		6/26/2012	155	320				-165	
184	X	JUNIPER NETWORKS INC CO 48203R104			4/5/2011		6/26/2012	4,100	10,478				-6,378	
185	X	JUNIPER NETWORKS INC CO 48203R104			4/27/2011		6/26/2012	1,160	2,909				-1,749	
186	X	JUNIPER NETWORKS INC CO 48203R104			6/23/2011		6/26/2012	495	969				-474	
187	X	JUNIPER NETWORKS INC CO 48203R104			11/30/2011		6/26/2012	433	614				-181	
188	X	JUNIPER NETWORKS INC CO 48203R104			2/28/2012		6/26/2012	557	855				-298	
189	X	JUNIPER NETWORKS INC CO 48203R104			4/4/2012		6/26/2012	866	1,211				-345	
190	X	MFS EMERGING MKTS DEBT 55273E640			4/30/2012		11/29/2012	6,829	6,410				419	
191	X	MFS EMERGING MKTS DEBT 55273E640			6/29/2012		11/29/2012	9,447	8,797				650	
192	X	MFS EMERGING MKTS DEBT 55273E640			7/3/2012		11/29/2012	8,992	8,576				316	
193	X	MFS EMERGING MKTS DEBT 55273E640			9/31/2012		11/29/2012	8,857	8,623				234	
194	X	MFS EMERGING MKTS DEBT 55273E640			9/28/2012		11/29/2012	8,773	8,660				113	
195	X	MFS EMERGING MKTS DEBT 55273E640			10/31/2012		11/29/2012	8,784	8,708				76	
196	X	MFS EMERGING MKTS DEBT 55273E640			4/5/2012		11/29/2012	348,417	323,179				25,238	
197	X	MONSTER BEVERAGE CORP 611740101			9/29/2009		10/19/2012	8,105	2,722				5,383	
198	X	MONSTER BEVERAGE CORP 611740101			4/5/2011		10/19/2012	2,383	1,344				1,039	
199	X	MONSTER BEVERAGE CORP 611740101			4/27/2011		10/19/2012	162	99				63	
200	X	MONSTER BEVERAGE CORP 611740101			4/5/2011		10/19/2012	1,998	1,130				868	
201	X	MONSTER BEVERAGE CORP 611740101			6/23/2011		10/19/2012	1,608	1,125				483	
202	X	MONSTER BEVERAGE CORP 611740101			4/27/2011		10/19/2012	3,590	2,215				1,375	
203	X	NATIONAL OILWELL VARCO II 637071101			4/5/2011		6/25/2012	3,612	4,845				-1,233	
204	X	NATIONAL OILWELL VARCO II 637071101			4/27/2011		6/25/2012	1,204	1,538				-334	

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

Long Term CG Distributions														Amount		Capital Gains/Losses		Sales		Basis and Expenses		or Loss	
Short Term CG Distributions														106,440		Other sales		11,929,571		9,833,007		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									
205	X	NATIONAL OILWELL VARCO INC	637071101		2/2/2011		6/25/2012	1,927	2,414					-487									
206	X	OCCIDENTAL PETROLEUM CO	674599105		4/4/2012		6/25/2012	6,381	7,144					-1,363									
207	X	OCCIDENTAL PETROLEUM CO	674599105		2/7/2008		6/25/2012	9,027	7,499					1,528									
208	X	OCCIDENTAL PETROLEUM CO	674599105		11/30/2011		6/25/2012	700	879					-179									
209	X	OCCIDENTAL PETROLEUM CO	674599105		2/28/2012		6/25/2012	856	1,160					-304									
210	X	OCCIDENTAL PETROLEUM CO	674599105		4/4/2012		6/25/2012	3,580	4,344					-764									
211	X	OCCIDENTAL PETROLEUM CO	674599105		1/29/2010		6/25/2012	156	157					-1									
212	X	OCCIDENTAL PETROLEUM CO	674599105		4/5/2011		6/25/2012	7,775	10,328					-2,553									
213	X	OCCIDENTAL PETROLEUM CO	674599105		4/27/2011		6/25/2012	2,333	3,091					-758									
214	X	OCCIDENTAL PETROLEUM CO	674599105		6/23/2011		6/25/2012	933	1,193					-260									
215	X	OCCIDENTAL PETROLEUM CO	674599105		2/7/2008		6/25/2012	1,089	905					184									
216	X	ORACLE CORP COM	68389X105		4/27/2011		12/31/2012	5,946	6,352					-406									
217	X	ORACLE CORP COM	68389X105		4/5/2011		12/31/2012	66	68					-2									
218	X	PIMCO HIGH YIELD-I	693390841		4/30/2010		4/2/2012	4,052,345	4,000,000					52,345									
219	X	PIMCO HIGH YIELD-I	693390841		12/8/2010		4/2/2012	448,383	446,935					1,448									
220	X	PIMCO HIGH YIELD-I	693390841		12/31/2010		4/2/2012	28,574	28,603					-31									
221	X	PIMCO HIGH YIELD-I	693390841		1/31/2011		4/2/2012	36,847	37,403					-556									
222	X	PIMCO HIGH YIELD-I	693390841		2/28/2011		4/2/2012	37,780	38,634					-854									
223	X	PIMCO HIGH YIELD-I	693390841		3/31/2011		4/2/2012	40,887	41,592					-705									
224	X	PIMCO HIGH YIELD-I	693390841		3/31/2009		4/2/2012	1,055,184	745,103					310,081									
225	X	PEABODY ENERGY CORP CO	704549104		4/27/2011		1/24/2012	1,187	2,204					-1,017									
226	X	PEABODY ENERGY CORP CO	704549104		6/23/2011		1/24/2012	524	854					-330									
227	X	PEABODY ENERGY CORP CO	704549104		11/30/2011		1/24/2012	454	487					66									
228	X	PEABODY ENERGY CORP CO	704549104		5/4/2009		1/24/2012	706	640					-4,628									
229	X	PEABODY ENERGY CORP CO	704549104		4/5/2011		1/24/2012	4,410	9,038					-30									
230	X	PEABODY ENERGY CORP CO	704549104		4/27/2011		1/24/2012	35	65					-575									
231	X	PEABODY ENERGY CORP CO	704549104		6/25/2010		1/24/2012	2,294	2,869					-89									
232	X	PEABODY ENERGY CORP CO	704549104		9/27/2010		1/24/2012	176	245					432									
233	X	PEABODY ENERGY CORP CO	704549104		10/25/2010		1/24/2012	176	262					220									
234	X	PEABODY ENERGY CORP CO	704549104		5/4/2009		1/24/2012	4,589	4,157					277									
235	X	PHILIP MORRIS INTL COM	718172109		9/27/2010		1/4/2012	779	559					1,283									
236	X	PHILIP MORRIS INTL COM	718172109		10/25/2010		1/4/2012	1,169	892					2,078									
237	X	PHILIP MORRIS INTL COM	718172109		10/9/2009		1/4/2012	3,585	2,302					903									
238	X	PHILIP MORRIS INTL COM	718172109		4/27/2011		10/17/2012	7,819	5,741					1,367									
239	X	PHILIP MORRIS INTL COM	718172109		6/23/2011		10/17/2012	3,220	2,317					-554									
240	X	PHILIP MORRIS INTL COM	718172109		4/5/2011		10/17/2012	4,783	3,416					-697									
241	X	RIDGECORP INC COM	786281702		5/28/2010		4/2/2012	20,695	21,249					-714									
242	X	RIDGECORP INC COM	786281702		6/30/2010		4/2/2012	18,208	18,905					-577									
243	X	RIDGECORP INC COM	786281702		7/30/2010		4/2/2012	18,691	19,405					-798									
244	X	RIDGECORP INC COM	786281702		8/31/2010		4/2/2012	10,579	11,156					-900									
245	X	RIDGECORP INC COM	786281702		9/30/2010		4/2/2012	17,764	18,562					-741									
246	X	RIDGECORP INC COM	786281702		10/29/2010		4/2/2012	18,604	19,404					-27,670									
247	X	RIDGECORP INC COM	786281702		1/30/2010		4/2/2012	17,216	17,957					159									
248	X	RIDGECORP INC COM	786281702		4/30/2010		4/2/2012	1,378,244	1,405,914					-175									
249	X	RIDGECORP INC COM	786281702		8/31/2011		11/29/2012	14,144	14,303					-162									
250	X	RIDGECORP INC COM	786281702		9/30/2011		11/29/2012	14,363	14,538					-3,676									
251	X	RIDGECORP INC COM	786281702		10/31/2011		11/29/2012	14,382	14,544					181									
252	X	RIDGECORP INC COM	786281702		4/30/2010		11/29/2012	1,957,111	1,960,787					2,162									
253	X	SALESFORCE COM INC COM	794661302		9/27/2010		3/30/2012	773	592					-140									
254	X	SALESFORCE COM INC COM	794661302		10/9/2009		3/30/2012	3,555	1,393					-232									
255	X	SALESFORCE COM INC COM	794661302		6/23/2011		7/31/2012	872	1,012					56									
256	X	SALESFORCE COM INC COM	794661302		4/27/2011		9/28/2012	612	556					720									
257	X	SALESFORCE COM INC COM	794661302		4/5/2011		9/28/2012	5,657	4,937					-3,704									
258	X	SCHLUMBERGER LTD COM	80857108		4/5/2011		6/25/2012	6,805	10,509					391									
259	X	UNDER ARMOUR INC CL A CC	904311107		4/4/2012		10/22/2012	2,233	1,642					232									
260	X	UNDER ARMOUR INC CL A CC	904311107		6/27/2012		10/22/2012	1,317	1,085					47									
261	X	UNDER ARMOUR INC CL A CC	904311107		9/13/2012		10/22/2012	1,144	1,191					1,288									
262	X	UNDER ARMOUR INC CL A CC	904311107		4/4/2012		10/22/2012	7,381	6,093					721									
263	X	VISA INC CL A COM	92826C339		3/13/2009		1/6/2012	1,510	789					419									
264	X	VISA INC CL A COM	92826C339		3/13/2009		2/10/2012	787	368					171									
265	X	VISA INC CL A COM	92826C339		11/30/2011		2/10/2012	1,124	953					801									
266	X	YUM BRANDS INC COM	988498101		11/22/2011		11/30/2012	4,194	3,993					3,279									
267	X	YUM BRANDS INC COM	988498101		1/22/2011		11/30/2012	17,116	13,837					2,171									
268	X	ASML HLDG NV NY REG SHS	N07059186		4/5/2011		7/31/2012	9,063	6,892					362									
269	X	ASML HLDG NV NY REG SHS	N07059186		4/27/2011		7/31/2012	1,286	924					14									
270	X	ASML HLDG NV NY REG SHS	N07059210		10/9/2009		12/7/2012	45	31					1,571									
271	X	ASML HLDG NV NY REG SHS	N07059210		10/9/2009		12/7/2012	3,025	1,454					0									
272	X	ASML HLDG NV NY REG SHS	N07059210		10/9/2009		12/7/2012	1,454	1,454					0									

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

Long Term CG Distributions	Amount
Short Term CG Distributions	106,440
	0

Part I, Line 11 (990-PF) - Other Income

		647,615	644,603	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	SSARIS MULTI-MANAGER ABSOLUTE RETURN FUND	17,132	17,132	
2	UBS CARLYLE FUND	75	75	
3	WILMINGTON INTERNATIONAL EQUITY FUND	-969	-969	
4	DTC PRIVATE EQUITY LP	3,666	3,666	
5	COMONFUN MULTI STRATEGY GLOBAL HEDGED PARNT	611,984	611,984	
6	CASCO ASSOCIATES	19,323	19,323	
7	TIFF PRIVATE EQUITY PARTNERS 2005	489	489	
8	WILLIAMS REALTY FUND I, LLC	-16,003	-16,003	
9	COMMONFUND CAPITAL INTERNATIONAL PARTNERS	2,831	2,831	
10	COMMONDFUN CAPITAL PRIVATE EQUITY	8,757	8,757	
11	COMMONFUND CAPITAL VENTURE	330	330	
12	UBTI ADJUSTMENT		-3,012	

Part I, Line 16a (990-PF) - Legal Fees

		2,111	0	0	2,111
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL	2,111			2,111

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

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

Part I, Line 16c (990-PF) - Other Professional Fees

		284,201	284,201	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	CONSULTING/INVESTMENT FEES	219,519	219,519		
2	SUNTRUST FEES	64,682	64,682		

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

		155,421	55,821	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	55,821	55,821		
2	PY EXCISE TAX PAID	18,401			
3	ESTIMATED EXCISE PAYMENTS	81,199			

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

		261,674	241,825	0	7,248
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Chantable Purposes
1	ADR FEES	59	59		
2	MISCELLANEOUS FEES	7,248			7,248
3	POWERSHARES DB COMMODITY EXP	3,891	3,891		
4	SSARIS MULTI-MANAGER ABSOLUTE RETURN	9,954	9,954		
5	UBS CARLYLE FUND EXP	13,294	13,294		
6	WILMINGTON INTERNATIONAL EQUITY FUND E	58,530	58,530		
7	DTC PRIVATE EQUITY LP EXP	8,045	8,045		
8	COMONFUN MULTISTRATEGY GLOBAL HEDGE	49,430	49,430		
9	TIFF PRIVATE EQUITY PARTNERS 2005 EXP	42,581	42,581		
10	WILLIAMS REALTY FUND I, LLC EXP	250	250		
11	COMMONFUND CAPITAL INTERNATIONAL PA	14,372	14,372		
12	COMMONFUND CAPITAL PRIVATE EQUITY	27,112	27,112		
13	COMMONFUND CAPITAL VENTURE	26,908	26,908		
14	UBTI ADJUSTMENT		-12,601		
15					

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

		0		0		0		0	
		Book Value		Book Value		FMV		FMV	
Description		Beg. of Year		End of Year		Beg. of Year		End of Year	
1	PRIOR YEAR	1,609,563							
2	SMITH BARNEY			0					

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
1	PRIOR YEAR		73,743,630	0	88,773,562
2	M&T 942001			4,552,902	4,689,940
3	M&T 942027			1,323,660	1,174,016
4	M&T 942035			1,509,385	1,736,119
5	WILMINGTON INTERNATIONAL EQUITY FUND			14,422,379	15,593,247
6	COMMONFUND GLOBAL HEDGE PARTNE			8,928,343	7,003,364
7	COMMONFUND CAPITAL INTERNATIONAL			605,412	836,612
8	COMMONFUND CAPITAL PRIVATE EQUIT			2,266,870	1,407,165
9	COMMONFUND CAPITAL VENUTRE PART			656,888	1,215,856
10	DTC PRIVATE EQUITY			420,407	412,658
11	POWERSHARES DB COMMODITY INDEX			402,052	394,270
12	CASCO ASSOCIATES LTD PARTNERSHIP			1,037,660	-200,249
13	WILLIAMS REALTY FUND			2,661,326	-31,059
14	TIFF PRIVATE EQUITY PARTNERS			1,870,101	1,741,670
15	UBS CARLYLE FUND			427,084	776,977
16	SSARIS MULTI-MANAGER ABSOLUTE RE			1,022,752	974,816
17	SILVER CREEK LOW VOL STRATEGIES II,			3,881,780	2,904,939
18	SUNTRUST			29,328,509	48,143,221

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1	NONRECOURSE FROM PARTNERSHIPS	1	218,255
2	PARTNERSHIP WITHDRAWAL ADJUSTMENT	2	493,125
3	PARTNERSHIP CONTRIBUTION ADJUSTMENT	3	224,400
4	FEDERAL TAX REFUND	4	20,643
5	Total	5	956,423

Line 5 - Decreases not included in Part III, Line 2

1	PARTNERSHIP INCOME ADJUSTMENT	1	2,815
2	PRIOR YEAR RETURN OF CAPITAL ADJUSTMENT	2	30,005
3	PARTNERSHIP COST BASIS ADJUSTMENT	3	402,052
4	TAX COST BASIS ADJUSTMENT	4	56,945
5	Total	5	491,817

[illegible]

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

Long Term CG Distributions													Short Term CG Distributions													Amortization												
Description of Property Sold													Description of Property Sold													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 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adj. Basis																										
85	CERNER CORP COM	12/15/2009	10/4/2012	7,386			3,625	3,761	1,980,124	0	0	1,980,124																										
86	CERNER CORP COM	6/23/2011	10/4/2012	1,795			584	211	0	0	0	3,761																										
87	CERNER CORP COM	4/5/2011	10/4/2012	1,969			1,206	463	0	0	0	211																										
88	DOVER CORP COM	10/14/2009	12/4/2012	9,579			4,361	2,218	0	0	0	463																										
89	DOVER CORP COM	4/5/2011	12/4/2012	9,054			9,975	-921	0	0	0	2,218																										
90	DOVER CORP COM	4/27/2011	12/4/2012	2,718			3,038	-322	0	0	0	463																										
91	DOVER CORP COM	6/23/2011	12/4/2012	905			973	-68	0	0	0	463																										
92	DOVER CORP COM	6/23/2011	12/4/2012	181			183	-14	0	0	0	463																										
93	DOVER CORP COM	11/02/2011	12/4/2012	786			786	0	0	0	0	463																										
94	DOVER CORP COM	10/28/2009	12/4/2012	768			926	158	0	0	0	463																										
95	DOVER CORP COM	10/14/2009	12/4/2012	3,689			2,441	1,248	0	0	0	463																										
96	ALEXON PHARMACEUTICALS INC COM	11/30/2011	16/2/2012	1,287			1,213	74	0	0	0	463																										
97	ALEXON PHARMACEUTICALS INC COM	4/5/2011	16/2/2012	4,294			3,185	1,109	0	0	0	463																										
98	ALEXON PHARMACEUTICALS INC COM	2/8/2011	33/3/2012	4,422			2,070	2,352	0	0	0	463																										
99	ALLERGAN INC COM	10/9/2009	16/2/2012	888			568	320	0	0	0	463																										
100	ALLERGAN INC COM	10/9/2009	16/2/2012	521			341	180	0	0	0	463																										
101	ALLERGAN INC COM	10/9/2009	16/2/2012	435			287	148	0	0	0	463																										
102	ALLERGAN INC COM	1/29/2010	16/2/2012	435			322	113	0	0	0	463																										
103	ALLERGAN INC COM	4/26/2011	7/3/2012	1,136			1,235	-104	0	0	0	463																										
104	ALLERGAN INC COM	9/27/2010	16/2/2012	435			331	104	0	0	0	463																										
105	ALLERGAN INC COM	10/25/2010	16/2/2012	435			359	76	0	0	0	463																										
106	ALLERGAN INC COM	10/25/2010	16/2/2012	1,218			795	423	0	0	0	463																										
107	ALLERGAN INC COM	10/9/2009	16/2/2012	197			154	43	0	0	0	463																										
108	ANALOG DEVICES INC COM	4/20/2010	21/2/2012	197			155	42	0	0	0	463																										
109	ANALOG DEVICES INC COM	9/27/2010	21/2/2012	197			161	36	0	0	0	463																										
110	ANALOG DEVICES INC COM	10/25/2010	21/2/2012	1,376			1,031	348	0	0	0	463																										
111	ANALOG DEVICES INC COM	9/1/2009	21/2/2012	2,363			2,434	-71	0	0	0	463																										
112	ANALOG DEVICES INC COM	4/27/2011	7/3/2012	4,136			4,050	86	0	0	0	463																										
113	ANALOG DEVICES INC COM	4/26/2011	7/3/2012	1,977			1,235	742	0	0	0	463																										
114	APPLE INC COM	10/25/2010	21/2/2012	607			309	298	0	0	0	463																										
115	APPLE INC COM	10/25/2010	21/2/2012	319			369	-50	0	0	0	463																										
116	HARTFORD FINL SVCS GROUP INC CO	4/27/2011	22/1/2012	1,814			2,522	-608	0	0	0	463																										
117	HARTFORD FINL SVCS GROUP INC CO	10/25/2010	22/1/2012	9,912			7,573	-1,661	0	0	0	463																										
118	HARTFORD FINL SVCS GROUP INC CO	4/26/2011	22/1/2012	1,544			2,168	-424	0	0	0	463																										
119	HARTFORD FINL SVCS GROUP INC CO	4/26/2011	22/1/2012	857			88	-4	0	0	0	463																										
120	HONEYWELL INTL INC COM	4/27/2011	10/16/2012	8,281			7,978	285	0	0	0	463																										
121	HONEYWELL INTL INC COM	4/25/2011	10/16/2012	3,421			3,443	-22	0	0	0	463																										
122	HONEYWELL INTL INC COM	4/27/2011	10/16/2012	1,526			1,510	-384	0	0	0	463																										
123	HOSPIRA INC COM	4/4/2012	11/16/2012	88			105	-19	0	0	0	463																										
124	HOSPIRA INC COM	4/25/2011	11/16/2012	8,768			17,662	-8,894	0	0	0	463																										
125	HOSPIRA INC COM	4/25/2011	11/16/2012	862			1,713	-851	0	0	0	463																										
126	HOSPIRA INC COM	4/27/2011	11/16/2012	374			719	-344	0	0	0	463																										
127	HOSPIRA INC COM	6/23/2011	11/16/2012	431			547	-116	0	0	0	463																										
128	HOSPIRA INC COM	2/28/2012	11/16/2012	3,161			3,963	-802	0	0	0	463																										
129	HOSPIRA INC COM	11/30/2011	11/16/2012	317			315	2	0	0	0	463																										
130	HOSPIRA INC COM	6/27/2012	11/16/2012	884			1,011	-147	0	0	0	463																										
131	HOSPIRA INC COM	9/13/2012	11/16/2012	481			561	-80	0	0	0	463																										
132	HOSPIRA INC COM	10/9/2009	7/13/2012	939			2,146	-1,207	0	0	0	463																										
133	HUNT JB TRANSPORT SVCS INC COM	10/9/2009	7/13/2012	1,875			537	402	0	0	0	463																										
134	HUNT JB TRANSPORT SVCS INC COM	4/4/2011	7/13/2012	294			163	131	0	0	0	463																										
135	HUNT JB TRANSPORT SVCS INC COM	4/4/2011	7/13/2012	294			163	131	0	0	0	463																										
136	HUNT JB TRANSPORT SVCS INC COM	8/26/2010	7/13/2012	294			163	131	0	0	0	463																										
137	HUNT JB TRANSPORT SVCS INC COM	9/27/2010	7/13/2012	294			163	131	0	0	0	463																										
138	HUNT JB TRANSPORT SVCS INC COM	10/25/2010	7/13/2012	587			365	222	0	0	0	463																										
139	HUNT JB TRANSPORT SVCS INC COM	4/4/2011	7/13/2012	2,760			2,147	613	0	0	0	463																										
140	HUNT JB TRANSPORT SVCS INC COM	10/9/2009	7/13/2012	2,349			1,341	1,008	0	0	0	463																										
141	HUNT JB TRANSPORT SVCS INC COM	4/27/2011	7/13/2012	3,521			2,897	634	0	0	0	463																										
142	HUNT JB TRANSPORT SVCS INC COM	4/5/2011	7/13/2012	1,409			1,110	299	0	0	0	463																										
143	HUNT JB TRANSPORT SVCS INC COM	4/25/2011	7/13/2012	8,880			6,988	1,892	0	0	0	463																										
144	HUNT JB TRANSPORT SVCS INC COM	12/25/2012	12/25/2012	6,164			5,557	607	0	0	0	463																										
145	INTERNATIONAL PAPER CO COM	4/27/2010	9/10/2012	3,270			2,948	321	0	0	0	463																										
146	INTERNATIONAL PAPER CO COM	11/20/2010	9/10/2012	1,321			889	222	0	0	0	463																										
147	INTERNATIONAL PAPER CO COM	2/28/2012	9/10/2012	1,016			1,005	11	0	0	0	463																										
148	INTERNATIONAL PAPER CO COM	4/4/2012	9/10/2012	8,025			6,042	-17	0	0	0	463																										
149	INTERNATIONAL PAPER CO COM	9/27/2012	9/10/2012	35			28	7	0	0	0	463																										
150	INTERNATIONAL PAPER CO COM	4/4/2012	9/10/2012	1,141			1,159	-18	0	0	0	463																										
151	INTERNATIONAL PAPER CO COM	9/27/2010	8/10/2012	277			174	103	0	0	0	463																										
152	INTERNATIONAL PAPER CO COM	4/4/2012	8/10/2012	666			878	-12	0	0	0	463																										
153	INTERNATIONAL PAPER CO COM	6/25/2010	9/10/2012	450			318	132	0	0	0	463																										
154	INTERNATIONAL PAPER CO COM	6/26/2010	9/10/2012	173			121	52	0	0	0	463																										
155	INTERNATIONAL PAPER CO COM	10/25/2010	9/10/2012	520			360	160	0	0	0	463																										
156	INTERNATIONAL PAPER CO COM	9/27/2010	9/10/2012	68			43	25	0	0	0	463																										
157	INTERNATIONAL PAPER CO COM	6/25/2010	9/10/2012	698			490	208	0	0	0	463																										
158	INTERNATIONAL PAPER CO COM	6/25/2010	9/10/2012	1,157			808	349	0	0	0	463																										
159	INTERNATIONAL PAPER CO COM	6/25/2010	9/10/2012	1,993			833	359	0	0	0	463																										
160	INTERNATIONAL PAPER CO COM	4/22/2010	9/10/2012	142			113	29	0	0	0	463																										
161	INTERNATIONAL PAPER CO COM	4/27/2011	9/10/2012	1,082			900	182	0	0	0	463																										
162	INTERNATIONAL PAPER CO COM	6/23/2011	9/10/2012	1,310			1,072	238	0	0	0	463																										
163	INTERNATIONAL PAPER CO COM	6/25/2010	9/10/2012	212			47	65	0	0	0	463																										
164	INTERNATIONAL PAPER CO COM	4/5/2011	9/10/2012	10,620			9,352	1,268	0	0	0	463																										
165	INTERNATIONAL PAPER CO COM	4/27/2011	9/10/2012	2,089			1,800	289	0	0	0	463																										
166	INTERNATIONAL PAPER CO COM	6/25/2010	9/10/2012	382			289	113	0	0	0	463																										

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

Long Term CG Distributions													Short Term CG Distributions												
Amount													Amount												
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 of Losses													
169 INTERNATIONAL PAPER CO COM	480146103	9/10/2012	9/10/2012	1,153	0	0	808	345	0	0	0	1,990,121													
170 INTERNATIONAL PAPER CO COM	480146103	4/4/2012	9/10/2012	1,120	0	0	1,150	-17	0	0	0	1,990,121													
171 INTUITIVE SURGICAL INC COM	46120E602	10/9/2009	1/4/2012	5,155	0	0	2,795	2,360	0	0	0	1,990,121													
172 INTUITIVE SURGICAL INC COM	46120E602	12/1/2011	3/30/2012	4,354	0	0	2,849	1,505	0	0	0	1,990,121													
173 JOY GLOBAL INC COM	481165108	10/9/2009	2/9/2012	3,918	0	0	2,225	1,693	0	0	0	1,990,121													
174 JOY GLOBAL INC COM	481165108	4/5/2011	2/9/2012	4,770	0	0	5,546	-776	0	0	0	1,990,121													
175 JOY GLOBAL INC COM	481165108	4/27/2011	2/9/2012	1,301	0	0	1,494	-193	0	0	0	1,990,121													
176 JOY GLOBAL INC COM	481165108	1/30/2012	2/9/2012	87	0	0	92	-5	0	0	0	1,990,121													
177 JUNIPER NETWORKS INC COM	48203R104	4/4/2012	6/26/2012	5,298	0	0	2,351	-2,947	0	0	0	1,990,121													
178 JUNIPER NETWORKS INC COM	48203R104	11/21/2008	6/26/2012	8,498	0	0	6,207	2,291	0	0	0	1,990,121													
179 JUNIPER NETWORKS INC COM	48203R104	1/26/2009	6/26/2012	155	0	0	275	-120	0	0	0	1,990,121													
180 JUNIPER NETWORKS INC COM	48203R104	1/29/2010	6/26/2012	232	0	0	391	-159	0	0	0	1,990,121													
181 JUNIPER NETWORKS INC COM	48203R104	6/26/2010	6/26/2012	155	0	0	242	-87	0	0	0	1,990,121													
182 JUNIPER NETWORKS INC COM	48203R104	9/27/2010	6/26/2012	77	0	0	150	-73	0	0	0	1,990,121													
183 JUNIPER NETWORKS INC COM	48203R104	10/25/2010	6/26/2012	155	0	0	320	-165	0	0	0	1,990,121													
184 JUNIPER NETWORKS INC COM	48203R104	4/10/2011	6/26/2012	4,100	0	0	10,478	-6,378	0	0	0	1,990,121													
185 JUNIPER NETWORKS INC COM	48203R104	4/27/2011	6/26/2012	1,180	0	0	2,909	-1,729	0	0	0	1,990,121													
186 JUNIPER NETWORKS INC COM	48203R104	6/23/2011	6/26/2012	495	0	0	614	-119	0	0	0	1,990,121													
187 JUNIPER NETWORKS INC COM	48203R104	11/30/2011	6/26/2012	433	0	0	855	-422	0	0	0	1,990,121													
188 JUNIPER NETWORKS INC COM	48203R104	2/26/2012	6/26/2012	557	0	0	855	-298	0	0	0	1,990,121													
189 JUNIPER NETWORKS INC COM	48203R104	4/4/2012	6/26/2012	866	0	0	1,211	-345	0	0	0	1,990,121													
190 MFS EMERGING MKTS DEBT-I	55273E640	4/30/2012	11/29/2012	6,829	0	0	6,410	419	0	0	0	1,990,121													
191 MFS EMERGING MKTS DEBT-I	55273E640	6/29/2012	11/29/2012	9,447	0	0	8,797	650	0	0	0	1,990,121													
192 MFS EMERGING MKTS DEBT-I	55273E640	7/31/2012	11/29/2012	8,832	0	0	8,576	256	0	0	0	1,990,121													
193 MFS EMERGING MKTS DEBT-I	55273E640	8/31/2012	11/29/2012	8,857	0	0	8,623	234	0	0	0	1,990,121													
194 MFS EMERGING MKTS DEBT-I	55273E640	9/26/2012	11/29/2012	8,773	0	0	8,660	113	0	0	0	1,990,121													
195 MFS EMERGING MKTS DEBT-I	55273E640	10/31/2012	11/29/2012	8,784	0	0	8,708	76	0	0	0	1,990,121													
196 MFS EMERGING MKTS DEBT-I	55273E640	4/5/2012	11/29/2012	348,417	0	0	323,179	25,238	0	0	0	1,990,121													
197 MONSTER BEVERAGE CORP COM	611740101	9/26/2009	2/13/2012	8,105	0	0	2,722	5,383	0	0	0	1,990,121													
198 MONSTER BEVERAGE CORP COM	611740101	4/5/2011	10/18/2012	2,353	0	0	1,344	1,039	0	0	0	1,990,121													
199 MONSTER BEVERAGE CORP COM	611740101	10/18/2012	10/18/2012	163	0	0	99	63	0	0	0	1,990,121													
200 MONSTER BEVERAGE CORP COM	611740101	4/27/2011	10/18/2012	1,998	0	0	1,130	868	0	0	0	1,990,121													
201 MONSTER BEVERAGE CORP COM	611740101	6/23/2011	10/18/2012	1,808	0	0	1,125	683	0	0	0	1,990,121													
202 MONSTER BEVERAGE CORP COM	611740101	4/27/2011	10/18/2012	3,590	0	0	2,215	1,375	0	0	0	1,990,121													
203 NATIONAL OILWELL VARCO INC COM	637071101	4/27/2011	6/25/2012	3,590	0	0	4,845	-1,233	0	0	0	1,990,121													
204 NATIONAL OILWELL VARCO INC COM	637071101	4/27/2011	6/25/2012	1,294	0	0	1,538	-334	0	0	0	1,990,121													
205 NATIONAL OILWELL VARCO INC COM	637071101	2/2/2011	6/25/2012	6,391	0	0	2,414	3,977	0	0	0	1,990,121													
206 OCCIDENTAL PETROLEUM CORP COM	674599105	2/7/2008	6/25/2012	9,027	0	0	7,489	1,538	0	0	0	1,990,121													
207 OCCIDENTAL PETROLEUM CORP COM	674599105	2/7/2008	6/25/2012	700	0	0	879	-179	0	0	0	1,990,121													
208 OCCIDENTAL PETROLEUM CORP COM	674599105	2/28/2012	6/25/2012	856	0	0	1,160	-304	0	0	0	1,990,121													
209 OCCIDENTAL PETROLEUM CORP COM	674599105	4/4/2012	6/25/2012	3,590	0	0	4,344	-754	0	0	0	1,990,121													
210 OCCIDENTAL PETROLEUM CORP COM	674599105	1/29/2010	6/25/2012	156	0	0	157	-1	0	0	0	1,990,121													
211 OCCIDENTAL PETROLEUM CORP COM	674599105	4/5/2011	6/25/2012	2,333	0	0	7,775	-2,533	0	0	0	1,990,121													
212 OCCIDENTAL PETROLEUM CORP COM	674599105	4/27/2011	6/25/2012	933	0	0	3,091	-758	0	0	0	1,990,121													
213 OCCIDENTAL PETROLEUM CORP COM	674599105	6/23/2011	6/25/2012	1,089	0	0	905	184	0	0	0	1,990,121													
214 OCCIDENTAL PETROLEUM CORP COM	674599105	2/7/2008	6/25/2012	5,946	0	0	6,352	-406	0	0	0	1,990,121													
215 ORACLE CORP COM	68389X105	4/5/2011	12/31/2012	66	0	0	68	-2	0	0	0	1,990,121													
216 PIMCO HIGH YIELD-I	683390841	4/30/2010	4/2/2012	4,052,345	0	0	4,000,000	52,345	0	0	0	1,990,121													
217 PIMCO HIGH YIELD-I	683390841	12/6/2010	4/2/2012	448,383	0	0	446,835	1,448	0	0	0	1,990,121													
218 PIMCO HIGH YIELD-I	683390841	12/31/2010	4/2/2012	28,574	0	0	28,605	-31	0	0	0	1,990,121													
219 PIMCO HIGH YIELD-I	683390841	1/31/2011	4/2/2012	36,847	0	0	37,403	-556	0	0	0	1,990,121													
220 PIMCO HIGH YIELD-I	683390841	2/28/2011	4/2/2012	37,780	0	0	38,634	-854	0	0	0	1,990,121													
221 PIMCO HIGH YIELD-I	683390841	3/31/2011	4/2/2012	40,687	0	0	41,592	-705	0	0	0	1,990,121													
222 PIMCO HIGH YIELD-I	683390841	3/31/2009	4/2/2012	1,055,184	0	0	745,103	310,081	0	0	0	1,990,121													
223 PIMCO HIGH YIELD-I	683390841	4/27/2011	12/4/2012	1,187	0	0	2,204	-1,017	0	0	0	1,990,121													
224 PIMCO HIGH YIELD-I	683390841	11/30/2011	12/4/2012	524	0	0	654	-330	0	0	0	1,990,121													
225 PIMCO HIGH YIELD-I	683390841	4/5/2011	12/4/2012	454	0	0	487	-33	0	0	0	1,990,121													
226 PIMCO HIGH YIELD-I	683390841	4/5/2011	12/4/2012	4,410	0	0	9,038	-4,628	0	0	0	1,990,121													
227 PIMCO HIGH YIELD-I	683390841	4/5/2011	12/4/2012	35	0	0	85	-50	0	0	0	1,990,121													
228 PIMCO HIGH YIELD-I	683390841	6/25/2010	12/4/2012	2,294	0	0	2,869	-575	0	0	0	1,990,121													
229 PIMCO HIGH YIELD-I	683390841	9/27/2010	12/4/2012	176	0	0	245	-69	0	0	0	1,990,121													
230 PIMCO HIGH YIELD-I	683390841	10/25/2010	12/4/2012	176	0	0	282	-106	0	0	0	1,990,121													
231 PIMCO HIGH YIELD-I	683390841	5/4/2009	12/4/2012	4,589	0	0	4,157	432	0	0	0	1,990,121													
232 PIMCO HIGH YIELD-I	683390841	9/27/2010	12/4/2012	778	0	0	558	220	0	0	0	1,990,121													
233 PIMCO HIGH YIELD-I	683390841	10/25/2010	12/4/2012	1,169	0	0	892	277	0	0	0	1,990,121													
234 PIMCO HIGH YIELD-I	683390841	10/25/2010	12/4/2012	3,585	0	0	2,302	1,283	0	0	0	1,990,121													
235 PIMCO HIGH YIELD-I	683390841	4/27/2011	10/17/2012	7,819	0	0	5,741	2,078	0	0	0	1,990,121													
236 PIMCO HIGH YIELD-I	683390841	8/25/2011	10/17/2012	2,220	0	0	2,317	-97	0	0	0	1,990,121													
237 PIMCO HIGH YIELD-I	683390841	4/5/2011	10/17/2012	4,783	0	0	3,416	1,367	0	0	0	1,990,121													
238 PIMCO HIGH YIELD-I	683390841	5/29/2010	4/2/2012	20,895	0	0	21,248	-353	0	0	0	1,990,121													
239 PIMCO HIGH YIELD-I	683390841	6/30/2010	4/2/2012	18,206	0	0	18,905	-697	0	0	0	1,990,121													
240 PIMCO HIGH YIELD-I	683390841	7/30/2010	4/2/2012	18,691	0	0	19,005	-314	0	0	0	1,990,121													
241 PIMCO HIGH YIELD-I	683390841	9/30/2010	4/2/2012	19,579	0	0	19,568	11	0	0	0	1,990,121													
242 PIMCO HIGH YIELD-I	683390841	10/29/2010	4/2/2012	19,604	0	0	19,459	145	0	0	0	1,990,121													
243 PIMCO HIGH YIELD-I	683390841	11/30/2010	4/2/2012	17,218	0	0	17,897	-679	0	0	0	1,990,121													
244 PIMCO HIGH YIELD-I	683390841	4/30/2010	4/2/2012	1,370,244	0	0	1,405,914	-27,670	0	0	0	1,990,121													
245 PIMCO HIGH YIELD-I	683390841	8/31/2011	11/29/2012	14,144	0	0	14,393	-249	0	0	0	1,990,121													
246 PIMCO HIGH YIELD-I	683390841	9/30/2011	11/29/2012	14,383	0	0	14,538	-155	0	0	0	1,990,121													
247 PIMCO HIGH YIELD-I	683390841	10/31/2012	11/29/2012	14,382	0	0	14,544	-162	0	0	0	1,990,121													
248 PIMCO HIGH YIELD-I	683390841	11/29/2012	11/29/2012	1,957,111	0	0	1,960,781	-3,676	0	0	0	1,990,121													

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

Long Term CG Distributions		Short Term CG Distributions		Amount		11,823,131		0		9,833,007		1,990,124		0		0		1,990,124		0		0		1,990,124	
		106,440		0																					
		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											
253	SALESFORCE.COM INC COM	794661302		9/27/2010	3/30/2012	773			552	181				181											
254	SALESFORCE.COM INC COM	794661302		10/9/2009	3/30/2012	3,555			1,393	2,162				2,162											
255	SALESFORCE.COM INC COM	794661302		6/23/2011	7/31/2012	872			1,012	-140				-140											
256	SALESFORCE.COM INC COM	794661302		4/27/2011	7/31/2012	1,993			2,225	-232				-232											
257	SALESFORCE.COM INC COM	794661302		4/27/2011	9/28/2012	556			612	56				56											
258	SALESFORCE.COM INC COM	794661302		4/5/2011	9/28/2012	5,657			4,837	720				720											
259	SCHLUMBERGER LTD COM	806657108		4/5/2011	6/25/2012	6,805			10,509	-3,704				-3,704											
260	UNDER ARMOUR INC CL A COM	904311107		4/4/2012	10/22/2012	2,233			1,842	391				391											
261	UNDER ARMOUR INC CL A COM	904311107		6/27/2012	10/22/2012	1,317			1,085	232				232											
262	UNDER ARMOUR INC CL A COM	904311107		9/13/2012	10/22/2012	1,144			1,191	-47				-47											
263	UNDER ARMOUR INC CL A COM	904311107		4/4/2012	10/22/2012	7,381			6,093	1,288				1,288											
264	VISA INC CL A COM	92826C839		3/13/2009	1/6/2012	1,510			789	721				721											
265	VISA INC CL A COM	92826C839		3/13/2009	2/10/2012	787			368	419				419											
266	VISA INC CL A COM	92826C839		11/30/2011	2/10/2012	1,124			953	171				171											
267	YUM BRANDS INC COM	988498101		11/22/2011	11/30/2012	4,194			3,393	801				801											
268	YUM BRANDS INC COM	988498101		11/22/2011	11/30/2012	17,116			13,337	3,779				3,779											
269	ASML HLDG NV NY REG SHS	N07059186		4/5/2011	7/31/2012	1,288			6,692	2,171				2,171											
270	ASML HLDG NV NY REC SHS	N07059186		4/27/2011	7/31/2012	31			924	-362				-362											
271	ASML HLDG NV NY REG SHS	N07059210		10/9/2009	12/7/2012	45			31	14				14											
272	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		10/9/2009	11/28/2012	3,025			1,454	1,571				1,571											
273	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		1/29/2010	11/28/2012	62			57	57				57											
274	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		6/28/2010	11/28/2012	119			28	31				31											
275	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		9/27/2010	11/28/2012	59			28	31				31											
276	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		10/25/2010	11/28/2012	59			31	28				28											
277	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		4/27/2011	11/28/2012	273			183	90				90											
278	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		6/23/2011	11/28/2012	225			128	97				97											
279	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		11/30/2011	11/28/2012	190			118	72				72											
280	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		2/28/2012	11/28/2012	249			180	59				59											
281	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		4/4/2012	11/28/2012	2,776			2,142	634				634											
282	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		6/27/2012	11/28/2012	261			205	56				56											
283	ASML HLDGS NV ESCROWED CUSIP	N07ESC895		9/13/2012	11/28/2012	249			224	25				25											
284	PARTNERSHIPS					1,618,490			0	1,618,490				1,618,490											

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
1	J HICKS LANIER C/O OXFORD		222 PIEDMONT AVENUE	ATLANTA	GA	30308		CHAIRMAN & CEO		2,000	0	0
2	JOHN B ELLIS		3747 PEACHTREE ROAD, UNIT 142	ATLANTA	GA	30319		TRUSTEE PT		2,000		
3	CECIL D CONLEE C/O CGR ADV		3050 PEACHTREE ROAD NW, SUIT	ATLANTA	GA	30305		TRUSTEE PT		2,000		
4	JULIA LANIER BALLOUN		3521 NORTHSIDE DRIVE, NW	ATLANTA	GA	30305		TRUSTEE PT		2,000		
5	MRS CLAUDIA M LIVINGSTON		880 CURLEW CT , NW	ATLANTA	GA	30327-476		TRUSTEE PT		2,000		
6	MARK B RILEY		656 COLLIER COMMONS CIRCLE	ATLANTA	GA	30318		DIRECTOR		170,507		
										180,507	0	0

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

	Date		Amount
1 Credit from prior year return	5/15/2012	1	13,283
2 First quarter estimated tax payment	5/9/2012	2	23,300
3 Second quarter estimated tax payment	6/6/2012	3	22,773
4 Third quarter estimated tax payment	9/4/2012	4	28,073
5 Fourth quarter estimated tax payment	12/12/2012	5	7,053
6 Other payments		6	
7 Total		7	94,482

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	3,819,885
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,819,885



CUST S LANIER FAM FDN/GRANT ACCT
ACCOUNT NO. 1122948

PORTFOLIO SUMMARY

AS OF 12/31/12

PAGE 2

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	791,794.30-	1.56-%	791,794.30-			
STIF & MONEY MARKET FUNDS	2,600,512.40	5.12 %	2,600,512.40	0.00	2,882	0.11 %
MUNICIPAL OBLIGATIONS	90,140.00	0.18 %	99,561.00	9,421.00-	4,650	5.16 %
EQUITY SECURITIES	31,427,052.01	61.84 %	13,213,658.77	18,213,393.24	450,479	1.43 %
MUTUAL FUNDS	9,828,846.07	19.34 %	9,237,073.30	591,772.77	299,653	3.05 %
PROPRIETARY FUNDS	6,780,973.20	13.34 %	6,763,019.20	17,954.00	161,065	2.38 %
MISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	49,935,729.38	98.27 %	31,122,030.37	18,813,699.01	918,728	1.81 %
INCOME PORTFOLIO						
INCOME CASH	791,794.30	1.56 %	791,794.30			
STIF & MONEY MARKET FUNDS	72,322.08	0.14 %	72,322.08	0.00	45	0.06 %
EQUITY SECURITIES	16,209.15	0.03 %	15,196.62	1,012.53	349	2.15 %
INCOME PORTFOLIO TOTAL	880,325.53	1.73 %	879,313.00	1,012.53	394	0.45 %

TOTAL ASSETS 50,816,054.91

Summary of Gains and Losses

	Realized		Unrealized
	This Period	Year-to-Date	
Long-Term Gain/Loss	0.00	0.00	-149,644.40
Net Gain/Loss	0.00	0.00	-149,644.40

This summary excludes transactions where cost basis information is not available

Income and Expense Summary

	Current Period		Year-to-Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Dividend Income				
Equities	9,953.68	0.00	35,517.22	0.00
Money Market	0.17	0.00	3.24	0.00
Total Dividends, Interest, Income and Expenses	\$9,953.85	\$0.00	\$35,520.46	\$0.00

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 2.00% of Portfolio									
Money Market									
WILMINGTON PRIME MMKT SERV SHS	11/01/12	0000055647	12/31/12	8,435.74	18,389.59	0.00	2.45	0.01%	0.01%
18,389.590									
WILMINGTON PRIME MINY MKT CL S	11/01/12	0000002162	03/09/12	0.00	0.00	0.00	0.79	0.01%	0.01%
Total Money Market				\$8,435.74	\$18,389.59	\$0.00	\$3.24		
Total Cash, Money Funds, and Bank Deposits				\$8,435.74	\$18,389.59	\$0.00	\$3.24		



M&T Securities, Inc.

**Brokerage
Account Statement**

Statement Period: 11/01/2012 - 12/31/2012

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products 98.00% of Portfolio								
Exchange-Traded Products								
ISHARES TR COHEN & STEERS REALTY MAJORS								
INDEX FD								
CUSIP: 464287564								
Dividend Option: Cash, Capital Gains Option: Cash								
256.000	09/27/06*	91.4400	323,408.66	78.5400	20,106.24	-3,302.42	608.27	3.02%
2,972.000	01/03/07*	100.9680	3300,076.41	78.5400	233,420.87	-66,655.54	7,061.62	3.02%
11,720.000	05/30/08*	85.3390	31,000,175.25	78.5400	920,488.81	-79,686.44	27,847.32	3.02%
14,948.000	Total Noncovered		1,323,660.32		1,174,015.92	-149,644.40	35,517.21	
14,948.000	Total		\$1,323,660.32		\$1,174,015.92	-\$149,644.40	\$35,517.21	
Total Exchange-Traded Products								
			\$1,323,660.32		\$1,174,015.92	-\$149,644.40	\$35,517.21	
Total Exchange-Traded Products								
			\$1,323,660.32		\$1,174,015.92	-\$149,644.40	\$35,517.21	

Total Portfolio Holdings

* Noncovered under the cost basis rules as defined below.

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered," under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows.

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury.

Disclosures and Other Information

Summary of Gains and Losses

	Realized		Unrealized	
	This Period	Year - to - Date	This Period	Year - to - Date
Long-Term Gain/Loss	0.00	0.00	226,734.14	226,734.14
Net Gain/Loss	0.00	0.00	226,734.14	226,734.14

This summary excludes transactions where cost basis information is not available

Income and Expense Summary

	Current Period		Year - to - Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Dividend Income				
Equities	27,929.12	0.00	44,096.45	0.00
Total Dividends, Interest, Income and Expenses	\$27,929.12	\$0.00	\$44,096.45	\$0.00
Distributions				
Long - Term Capital Gain Distributions	16,390.61	0.00	16,390.61	0.00
Short - Term Capital Gain Distributions	3,017.77	0.00	3,017.77	0.00
Total Distributions	\$19,408.38	\$0.00	\$19,408.38	\$0.00

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 1.00% of Portfolio									
Money Market									
WILMINGTON PRIME MMKT SERV SHS	09/29/12	0000055648	12/31/12	197	197	0.00	0.00	0.01%	0.01%
1970				\$1.97	\$1.97	\$0.00	\$0.00		
Total Money Market				\$1.97	\$1.97	\$0.00	\$0.00		
Total Cash, Money Funds, and Bank Deposits				\$1.97	\$1.97	\$0.00	\$0.00		

Brokerage

Account Statement

Statement Period: 10/01/2012 - 12/31/2012

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 99.00% of Portfolio								
Mutual Funds								
VANGUARD INFLATION PROTECTED FUND			Security Identifier: VAIPX					
ADMIRAL SHARES								
CUSIP: 922031737								
Open End Fund								
Dividend Option: Reinvest, Capital Gains Option: Reinvest								
58,905.587		24.6880	31,454,272.17	28.5400	1,681,165.45	226,893.28	44,002.47	2.61%
58,905.587		Average*	1,454,272.17		1,681,165.45	226,893.28	44,002.47	
1,925.504		Total Noncovered	55,113.03	28.5400	54,953.89	-159.14	1,438.35	2.61%
1,925.504		Average						
1,925.504		Total Covered	55,113.03		54,953.89	-159.14	1,438.35	
60,831.091		Total	\$1,509,385.20		\$1,736,119.34	\$226,734.14	\$45,440.82	
Total Mutual Funds			\$1,509,385.20		\$1,736,119.34	\$226,734.14	\$45,440.82	
Total Mutual Funds								
			\$1,509,385.20		\$1,736,119.34	\$226,734.14	\$45,440.82	
Total Portfolio Holdings								
			\$1,509,387.17		\$1,736,121.31	\$226,734.14	\$45,440.82	

* Noncovered under the cost basis rules as defined below.

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury

³ The cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.

Disclosures and Other Information

Brokerage Account Statement

Statement Period: 11/01/2012 - 12/31/2012

Schedule of Realized Gains and Losses Year-to-Date (continued)

Please refer to the Client's Service Information Section in your brokerage account statement for your account's existing tax-lot disposition method. The disposition method is the method which you have selected to use in the disposal of each tax lot of the securities held in your account. If you do not select a method, your account will be defaulted to First In, First Out (FIFO). Your account's selected tax lot method will be used to determine the cost basis for calculating gain and/or loss, unless another method was selected at the time of the security disposal, and this may be reported on the IRS Form 1099-B.

Income and Expense Summary

	Current Period		Year-to-Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Dividend Income				
Equities	28,589.45	0.00	105,318.69	0.00
Money Market	0.39	0.00	2.35	0.00
Total Dividends, Interest, Income and Expenses	\$28,589.84	\$0.00	\$105,321.04	\$0.00

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity	Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits										
Money Market										
WILMINGTON PRIME MMKT SERV SHS	11/01/12	0000055645	12/31/12		12,843.48	16,166.79	0.00	2.13	0.01%	0.01%
16,166.790										
WILMINGTON PRIME MNY MKT CL S	11/01/12	0000002160	03/09/12		0.00	0.00	0.00	0.22	0.01%	0.01%
Total Money Market					\$12,843.48	\$16,166.79	\$0.00	\$2.35		
Total Cash, Money Funds, and Bank Deposits					\$12,843.48	\$16,166.79	\$0.00	\$2.35		

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds								
Mutual Funds								
DODGE & COX INCOME FUND								
CUSIP: 256210105								
Open End Fund								
Dividend Option Reinvest, Capital Gains Option: Reinvest								
118,857.336	Average*	13.5250	31,607,568.46	13.8600	1,647,362.68	39,794.22	57,526.94	3.49%
118,857.336	Total Noncovered		1,607,568.46		1,647,362.68	39,794.22	57,526.94	
1,934.253	Average	13.8200	26,731.38	13.8600	26,808.74	77.36	936.18	3.49%
1,934.253	Total Covered		26,731.38		26,808.74	77.36	936.18	
120,791.589	Total		\$1,634,299.84		\$1,674,171.42	\$39,871.58	\$58,463.12	
Total Mutual Funds								
			\$1,634,299.84		\$1,674,171.42	\$39,871.58	\$58,463.12	
Total Mutual Funds								
			\$1,634,299.84		\$1,674,171.42	\$39,871.58	\$58,463.12	

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products								
Exchange-Traded Products								
ISHARES TR RUSSELL 1000 GROWTH INDEX FD								
CUSIP: 464287614								
Dividend Option: Cash, Capital Gains Option: Cash								
31,542.000	01/03/07*	55.4860	3,121,750,127.38	65.4900	2,065,685.58	315,558.20	34,182.85	1.65%
1,000	05/02/12*	66.1700	66.17	65.4900	65.50	-0.67	1.08	1.65%
7,556.000	05/02/12*	66.1600	499,903.68	65.4900	494,842.43	-5,061.25	8,188.63	1.65%
39,099.000	Total Noncovered		2,250,097.23		2,560,593.51	310,496.28	42,372.56	
39,099.000	Total		\$2,250,097.23		\$2,560,593.51	\$310,496.28	\$42,372.56	
POWERSHARES DB COMMODITY INDEX TRACKING FD								
CUSIP: 73935S105								
Dividend Option: Cash, Capital Gains Option: Cash								
16,385.000	05/29/08*	40.8000	368,505.40	27.7800	455,175.30	-213,330.10		
Total Exchange-Traded Products								
			\$2,918,602.63		\$3,015,768.81	\$97,166.18	\$42,372.56	
Total Exchange-Traded Products								
			\$2,918,602.63		\$3,015,768.81	\$97,166.18	\$42,372.56	

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Total Portfolio Holdings								
			\$4,589,069.26		\$4,706,107.02	\$137,037.76	\$100,838.03	

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

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions SARTAIN LANIER FAMILY FDN	Employer identification number (EIN) or 58-6045056
	Number, street, and room or suite no. If a P O box, see instructions P O BOX 1908	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions ORLANDO FL 32802-1908	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ **04**

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 ► SUNTRUST BANK

Telephone No. ► _____ 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 8/15/2013 to file the exempt organization return for the organization named above. The extension is for the organization's return for ► ☒ calendar year 2012 or

► ☐ tax year beginning _____, and ending _____

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	129,482
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	94,482
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	35,000

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

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

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

HTA

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization	Employer identification number (EIN) or
	SARTAIN LANIER FAMILY FDN	58-6045056
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P O. BOX 1908	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ORLANDO	FL 32802-1908

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

04

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

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

- The books are in the care of ☒ **SUNTRUST BANK**
Telephone No. ☐ FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box. ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box. ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

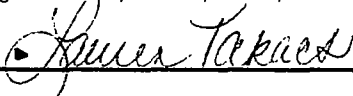
- 4 I request an additional 3-month extension of time until 11/15/2013
- 5 For calendar year 2012, or other tax year beginning , and ending
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension Additional time is needed in order to file a complete and accurate return

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	35,000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	35,000
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0

Signature and Verification must be completed for Part II only.

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

Signature



Title

Manager

Date

8-12-2013