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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation TR LOIS & LUCY LAMPKIN FDN U/A		A Employer identification number 58-6065402			
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) 813-9304		
City or town, state, and ZIP code ORLANDO FL 32802-1908		C If exemption application is pending, check here ► <input type="checkbox"/>			
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 2,144,981 (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	49,306	48,332		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	180,999			
	b Gross sales price for all assets on line 6a	1,740,368			
	7 Capital gain net income (from Part IV, line 2)		180,999		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	230,305	229,331	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	15,833	7,917	7,916	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500		2,500	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,747	373		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	133		133	
	22 Printing and publications				
	23 Other expenses (attach schedule)	500		500	
	24 Total operating and administrative expenses.	24,713	8,290	0	11,049
Add lines 13 through 23					
25 Contributions, gifts, grants paid	90,500			90,500	
26 Total expenses and disbursements. Add lines 24 and 25	115,213	8,290	0	101,549	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	115,092				
b Net investment income (if negative, enter -0-)		221,041			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

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		1,808	1,808
	2 Savings and temporary cash investments	58,894	13,232	13,232
	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)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,945,395	2,102,251	2,129,942
	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)	2,004,289	2,117,291	2,144,982
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
Part III Analysis of Changes in Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,004,289	2,117,291	
	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)	2,004,289	2,117,291	
	31 Total liabilities and net assets/fund balances (see instructions)	2,004,289	2,117,291	

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	2,004,289
2 Enter amount from Part I, line 27a	2	115,092
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	2,119,381
5 Decreases not included in line 2 (itemize) ► PRIOR YEAR RETURN OF CAPITAL ADJUSTMENT	5	2,090
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,117,291

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69		(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV 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	180,999
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	99,391	2,084,517	0 047681
2010	89,484	1,991,087	0 044942
2009	73,318	1,747,891	0 041947
2008	125,395	2,002,789	0 062610
2007	117,147	2,359,039	0 049659

2 Total of line 1, column (d)**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****4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5****5 Multiply line 4 by line 3****6 Enter 1% of net investment income (1% of Part I, line 27b)****7 Add lines 5 and 6****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

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a 3,259

6b

6c

6d

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2013 estimated tax ►

7 3,259

8

9 1,162

10 0

11 0

Part VII-A Statements Regarding Activities

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?

Yes

No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

1b X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

1c 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?

2 X

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3 X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

6 X

- 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV

7 X

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

GA

8b X

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 X

Part VII-A Statements Regarding Activities (continued)

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 Located at ► P.O. BOX 1908 ORLANDO FL	Telephone no. ► (404) 813-9304 ZIP+4 ► 32802-1908	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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.		
1a	During the year did the foundation (either directly or indirectly).	Yes No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b Yes No 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 Yes No 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_____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 Yes No 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b Yes No N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a Yes No 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 Yes No 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**

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?**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**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
SUNTRUST BANK P O BOX 4655 ATLANTA, GA 30302 0	TRUSTEE AS REQ'D	15,833		

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 \$30,000 for professional services

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		Expenditure
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.

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	
1 NONE	
2	

All other program-related investments. See instructions.

Total. Add lines 1 through 3 ►

Total. Ado

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	2,062,616
b	Average of monthly cash balances	1b	40,056
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,102,672
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	2,102,672
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	31,540
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,071,132
6	Minimum investment return. Enter 5% of line 5	6	103,557

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	103,557
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,421
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,421
3	Distributable amount before adjustments Subtract line 2c from line 1	3	99,136
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	99,136
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	99,136

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	101,549
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	101,549
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	101,549

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				99,136
2 Undistributed income, if any, as of the end of 2012				89,790
a Enter amount for 2011 only				
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 ► \$ 101,549				89,790
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				11,759
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:	0			
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5				
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				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013			0	
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)

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SUNTRUST BANK P O. BOX 4655, MC 0221 ATLANTA, GA 30302

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

c Any submission deadlines

MARCH 15TH OR SEPTEMBER 15TH

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	90,500
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	49,306
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	180,999
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		230,305	0
13 Total. Add line 12, columns (b), (d), and (e)				13	230,305
(See worksheet in line 13 instructions to verify calculations)					

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

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

TR LOIS & LUCY LAMPKIN FDN U/A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**ACTION MINISTRIES**Street**

City	State	Zip Code	Foreign Country
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Relationship <u>NONE</u>	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution <u>GENERAL OPERATING</u>	Amount 2,500
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NameALICE LLOYD COLEGE**Street**

City	State	Zip Code	Foreign Country
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Relationship <u>NONE</u>	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution <u>GENERAL OPERATING</u>	Amount 5,000
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NameBERRY COLLEGE**Street**

City	State	Zip Code	Foreign Country
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Relationship <u>NONE</u>	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution <u>GENERAL OPERATING</u>	Amount 5,000
--	------------------------

NameCAMP SUNSHINE**Street**

City	State	Zip Code	Foreign Country
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Relationship <u>NONE</u>	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution <u>GENERAL OPERATING</u>	Amount 2,500
--	------------------------

NameTHE CANCER FUND OF NORTHEAST GEORGIA**Street**

City	State	Zip Code	Foreign Country
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Relationship <u>NONE</u>	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution <u>GENERAL OPERATING</u>	Amount 2,500
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NameGEORGIA HEALTH SCIENCES UNIVERSITY**Street**

City	State	Zip Code	Foreign Country
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Relationship <u>NONE</u>	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution <u>GENERAL OPERATING</u>	Amount 5,000
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TR LOIS & LUCY LAMPKIN FDN U/A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

GEORGIA LIONS LIGHTHOUSE FOUNDATION

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
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Name

GWINNETT BALLET THEATRE INC

Street

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

THE LIONHEART SCHOOL

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
---	------------------------

Name

RABUN GAP-NACOCHEE SCHOOL

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
---	------------------------

Name

RECORDING FOR THE BLIND & DYSLEXIC

Street

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

Name

REFUGEE RESETTLEMENT AND IMMIGRATION SERVICES OF ATLANTA INC

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 1,500
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TR LOIS & LUCY LAMPKIN FDN U/A

58-6065402 Page 3 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

SKYLAND TRAIL

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
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Name

TEACH FOR AMERICA

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
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Name

UNITED WAY OF NORTHEAST GEORGIA

Street

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

YOUN MEN'S CHRISTIAN ASSOCIATION OF ATHENS GA

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
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Name

GEORGIA CAMPAIGN FOR ADOLESCENT PREGNANCY PREVENT

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
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Name

LORAN SMITH CENTER FOR CANCER SUPPORT

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 3,500
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TR LOIS & LUCY LAMPKIN FDN U/A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

THE POTTER'S HOUSE ATLANTA MISSION

Street

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

THE ATLANTA OPERA

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
--	-----------------

Name

CLARKE COUNTY MENTOR PROGRAM INC

Street

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

Name

EPWORTH BY THE SEA

Street

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

Name

FOUNDATION OF WESLEY WOODS INC

Street

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

Name

FRIENDS OF DISABLED ADULTS & CHILDREN TOO

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
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Purpose of grant/contribution GENERAL OPERATING	Amount 3,500
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TR LOIS & LUCY LAMPKIN FDN U/A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

FRIENDS OF L'ARCHE ATLANTA

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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NONE 501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
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GENERAL OPERATING 3,000

Name

HILLSIDE INC

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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NONE 501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
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GENERAL OPERATING 3,500

Name

MURPHY-HARPST CHILDREN'S CENTERS INC

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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NONE 501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
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GENERAL OPERATING 2,500

Name

REINHARDT UNIVERSITY

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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NONE 501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
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GENERAL OPERATING 3,000

Name

SALVATION ARMY

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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NONE 501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
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GENERAL OPERATING 3,000

Name

YOUNG HARRIS COLLEGE

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status		
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NONE 501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
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GENERAL OPERATING 3,000

TR LOIS & LUCY LAMPKIN FDN U/A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

CENTRAL OUTREACH AND ADVOCACY CENTER

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

NONE 501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
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GENERAL OPERATING 3,000

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
-------------------------------	--------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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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	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Totals		Capital Gains/Losses Other sales		Net Gain or Loss	
														Gross Sales	Cost, Other Basis and Expenses	1,740,368	0	1,559,359	0
1 X	ADVISORS CAMBIAR SMALL C	0075W0593	-	-	3/28/2011	9/25/2012	5/725	5,774	-	-	-	-	-	0	-	-	-	-49	-
2 X	ADVISORS CAMBIAR SMALL C	0075W0593	-	-	7/18/2011	9/25/2012	34,554	36,150	97	100	-	-	-	0	-	-	-	-1,586	-3
3 X	ADVISORS CAMBIAR SMALL C	0075W0593	-	-	8/8/2011	9/25/2012	3,985	3,275	-	-	-	-	-	0	-	-	-	720	720
4 X	ADVISORS CAMBIAR SMALL C	0075W0593	-	-	12/15/2011	4/1/2012	1,506	1,532	-	-	-	-	-	0	-	-	-	174	174
5 X	ADVISORS CAMBIAR SMALL C	0075W0593	-	-	4/28/2011	4/1/2012	36,034	20,287	-	-	-	-	-	0	-	-	-	15,737	15,737
6 X	COCA-COLA CO COM	19126100	-	-	7/18/2011	9/25/2012	174,241	155,477	-	-	-	-	-	0	-	-	-	18,764	18,764
7 X	FEDERATED STRATEGIC VAL	314172560	-	-	2/6/2012	9/25/2012	30,433	27,975	-	-	-	-	-	0	-	-	-	2,458	2,458
8 X	GOLDMAN SACHS GROWTH C	381427401	-	-	12/7/2011	2/6/2012	5,280	4,845	-	-	-	-	-	0	-	-	-	445	445
9 X	GOLDMAN SACHS GROWTH C	381427401	-	-	12/29/2009	2/6/2012	1,680	1,412	-	-	-	-	-	0	-	-	-	248	248
10 X	HARBOR CAP APPRECIATION	411511504	-	-	7/18/2011	2/6/2012	2,875	2,821	-	-	-	-	-	0	-	-	-	54	54
11 X	HARBOR CAP APPRECIATION	411511504	-	-	5/28/2010	9/25/2012	191,252	139,451	-	-	-	-	-	0	-	-	-	51,801	51,801
12 X	HARBOR CAP APPRECIATION	411511504	-	-	6/2/2010	9/25/2012	104	75	-	-	-	-	-	0	-	-	-	29	29
13 X	HARBOR CAP APPRECIATION	411511504	-	-	7/18/2011	9/25/2012	42,987	39,729	-	-	-	-	-	0	-	-	-	3,258	3,258
14 X	HARBOR CAP APPRECIATION	411511504	-	-	8/8/2011	9/25/2012	9,987	7,200	-	-	-	-	-	0	-	-	-	1,897	1,897
15 X	HARBOR CAP APPRECIATION	411511504	-	-	7/18/2011	2/6/2012	4,325	4,210	-	-	-	-	-	0	-	-	-	115	115
16 X	HARTFORD DIVIDEND & GRO	416843828	-	-	4/6/2010	9/25/2012	103,982	89,224	-	-	-	-	-	0	-	-	-	14,758	14,758
17 X	HARTFORD DIVIDEND & GRO	416843828	-	-	6/24/2010	9/25/2012	13,008	10,075	-	-	-	-	-	0	-	-	-	2,943	2,943
18 X	HARTFORD DIVIDEND & GRO	416843828	-	-	7/18/2011	9/25/2012	9,995	9,211	-	-	-	-	-	0	-	-	-	784	784
19 X	HARTFORD DIVIDEND & GRO	416843828	-	-	8/8/2011	9/25/2012	5,358	4,275	-	-	-	-	-	0	-	-	-	1,083	1,083
20 X	HARTFORD DIVIDEND & GRO	416843828	-	-	2/6/2012	9/25/2012	46,700	43,711	-	-	-	-	-	0	-	-	-	2,989	2,989
21 X	TRONE PRICE INSTLLARGE	457751408	-	-	12/29/2009	2/6/2012	36,867	33,377	-	-	-	-	-	0	-	-	-	1,280	1,280
22 X	LEGG MASON BATTERYMR	524651607	-	-	6/24/2010	2/6/2012	14,267	13,350	-	-	-	-	-	0	-	-	-	917	917
23 X	LEGG MASON BATTERYMR	524651607	-	-	7/18/2011	2/6/2012	33,119	37,900	-	-	-	-	-	0	-	-	-	4,581	4,581
24 X	LEGG MASON BATTERYMR	524651607	-	-	8/8/2011	2/6/2012	10,619	11,850	-	-	-	-	-	0	-	-	-	1,231	1,231
25 X	LEGG MASON BATTERYMR	524651607	-	-	10/18/2011	2/6/2012	3,758	3,550	-	-	-	-	-	0	-	-	-	188	188
26 X	LEGG MASON BATTERYMR	524651607	-	-	10/18/2011	2/6/2012	8,239	7,550	-	-	-	-	-	0	-	-	-	709	709
27 X	MFS RESEARCH INTL	552983470	-	-	12/29/2009	2/6/2012	98,588	98,358	-	-	-	-	-	0	-	-	-	3,240	3,240
28 X	MFS RESEARCH INTL	552983470	-	-	12/29/2011	2/6/2012	18,334	19,996	-	-	-	-	-	0	-	-	-	1,582	1,582
29 X	MFS RESEARCH INTL	552983470	-	-	8/8/2011	2/6/2012	2,782	2,650	-	-	-	-	-	0	-	-	-	132	132
30 X	MFS RESEARCH INTL	552983470	-	-	10/18/2011	2/6/2012	256	250	-	-	-	-	-	0	-	-	-	6	6
31 X	PIMCO LOW DURATION-I	693390304	-	-	1/26/2011	9/25/2012	81,656	79,865	-	-	-	-	-	0	-	-	-	1,981	1,981
32 X	PIMCO LOW DURATION-I	693390304	-	-	1/26/2011	9/25/2012	1	1	-	-	-	-	-	0	-	-	-	0	0
33 X	PIMCO LOW DURATION-I	693390304	-	-	2/6/2012	9/25/2012	3,884	3,800	-	-	-	-	-	0	-	-	-	84	84
34 X	PIMCO FOREIGN BD US\$ HED	693390882	-	-	2/6/2012	9/25/2012	55,289	52,275	-	-	-	-	-	0	-	-	-	2,984	2,984
35 X	PIMCO COMMODITY REALITI	722005667	-	-	12/29/2009	9/25/2012	28,479	34,417	-	-	-	-	-	0	-	-	-	5,938	5,938
36 X	PIMCO COMMODITY REALITI	722005667	-	-	5/24/2010	9/25/2012	4,122	3,350	-	-	-	-	-	0	-	-	-	229	229
37 X	PIMCO COMMODITY REALITI	722005667	-	-	10/18/2011	9/25/2012	3,040	3,040	-	-	-	-	-	0	-	-	-	310	310
38 X	PIMCO COMMODITY REALITI	722005667	-	-	12/27/2011	9/25/2012	847	912	-	-	-	-	-	0	-	-	-	65	65
39 X	PIMCO COMMODITY REALITI	722005667	-	-	2/6/2012	9/25/2012	6,146	6,050	-	-	-	-	-	0	-	-	-	96	96
40 X	PIMCO INV GRADE CORP B	722005816	-	-	12/28/2011	9/25/2012	106,532	98,340	-	-	-	-	-	0	-	-	-	7,192	7,192
41 X	PIMCO INV GRADE CORP B	722005816	-	-	12/27/2011	9/25/2012	3,050	2,790	-	-	-	-	-	0	-	-	-	260	260
42 X	PIMCO INV GRADE CORP B	722005816	-	-	2/6/2012	9/25/2012	1,458	1,375	-	-	-	-	-	0	-	-	-	83	83
43 X	RIDGEWORTH FD-LARGECAP	768288616	-	-	6/24/2010	9/25/2012	11,987	9,275	-	-	-	-	-	0	-	-	-	2,892	2,892
44 X	RIDGEWORTH FD-LARGECAP	768288616	-	-	8/8/2011	9/25/2012	8,409	6,650	-	-	-	-	-	0	-	-	-	1,759	1,759
45 X	RIDGEWORTH FD-TOTAL RET	768288772	-	-	1/29/2009	9/25/2012	16,718	155,194	-	-	-	-	-	0	-	-	-	10,954	10,954
46 X	RIDGEWORTH FD-TOTAL RET	768288772	-	-	12/15/2010	9/25/2012	12,634	10,870	-	-	-	-	-	0	-	-	-	764	764
47 X	RIDGEWORTH FD-TOTAL RET	768288772	-	-	2/15/2011	9/25/2012	4,211	4,082	-	-	-	-	-	0	-	-	-	129	129
48 X	RIDGEWORTH FD-TOTAL RET	768288772	-	-	2/6/2012	9/25/2012	8,284	8,100	-	-	-	-	-	0	-	-	-	164	164
49 X	RIDGEWORTH FD-SEIX FLTH	768288772	-	-	1/26/2011	9/25/2012	30,771	31,185	-	-	-	-	-	0	-	-	-	414	414
50 X	RIDGEWORTH FD-SEIX FLTH	768288772	-	-	2/6/2012	9/25/2012	1,040	1,025	-	-	-	-	-	0	-	-	-	5	5
51 X	RIDGEWORTH FD-SEIX FLTH	768288772	-	-	12/26/2011	9/25/2012	40,281	37,930	-	-	-	-	-	0	-	-	-	2,361	2,361
52 X	RIDGEWORTH FD-TD MTS S	768287777	-	-	2/6/2012	9/25/2012	2,206	2,175	-	-	-	-	-	0	-	-	-	31	31
53 X	RIDGEWORTH FD-TD MTS S	768287777	-	-	5/26/2011	9/25/2012	8,448	8,884	-	-	-	-	-	0	-	-	-	436	436
54 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	5/26/2011	7/18/2011	11,324	11,875	-	-	-	-	-	0	-	-	-	551	551
55 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	8/8/2011	7/26/2011	28,278	26,944	-	-	-	-	-	0	-	-	-	666	666
56 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	1/26/2011	9/25/2012	48,893	49,481	-	-	-	-	-	0	-	-	-	588	588
57 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	10/18/2011	9/25/2012	3,006	2,925	-	-	-	-	-	0	-	-	-	81	81
58 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	12/15/2011	9/25/2012	92,501	648	-	-	-	-	-	0	-	-	-	52	52
59 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	3/25/2008	9/25/2012	26,202	6,375	-	-	-	-	-	0	-	-	-	372	372
60 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	3/25/2008	9/25/2012	21,768	21,160	-	-	-	-	-	0	-	-	-	2,168	2,168
61 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	3/25/2008	9/25/2012	47,873	47,873	-	-	-	-	-	0	-	-	-	20,713	20,713
62 X	TEMPLETON GLOBAL BD-ADY	880208400	-	-	3/25/2008	9/25/2012	19,290	12,740	-	-	-	-	-	0	-	-	-	6,550	6,550

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

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

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

		5,747	373	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	373	373		
2	PRIOR YEAR EXCISE TAX DUE	2,115			
3	ESTIMATED EXCISE PAYMENTS	3,259			

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	MEMBERSHIP DUES	500	0			500

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			1,945,395	2,102,251	2,129,942
2	GOLDMAN SACHS GROWTH OPPORTUNITY-F		0	164,949	174,725
3	ISHARES TR DOW JONES SEL DIVID IND		0	115,900	114,480
4	ISHARES TR RUSSELL 1000 VALUE INDEX		0	228,258	229,383
5	ISHARES TR RUSSELL 1000 GROWTH INDEX		0	244,870	239,038
6	ISHARES TR RUSSELL 2000 INDEX ETF		0	65,478	65,768
7	PIMCO TOTAL RETURN-F		0	170,662	169,839
8	T ROWE PRICE INSTL LARGE-CAP GRWT		0	173,689	197,105
9	FORUM ABSOLUTE STRATEGIES-F		0	105,034	104,935
10	VANGUARD BD INDEX TOTAL BD MKT ET		0	361,495	357,548
11	MANNING & NAPIER WORLD OPPORTUNITY-F		0	142,815	135,706
12	ABERDEEN EQUITY LONG SHORT-F		0	40,922	41,984
13	OPENHEIMER DEVELOPING MKTS INST		0	97,925	104,485
14	PIMCO EMERGING LOCAL BD-F		0	64,000	64,707
15	NEUBERGER BERMAN HIGH INCOME BD-F		0	83,449	86,749
16	WASATCH 1ST SOURCE LONGISHORT		0	42,805	43,490

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

	Amount	Long Term CG Distributions	Short Term CG Distributions	12,943	0	0	1,727,425	0	0	168,056	0	0	168,056
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	F M V as of 12/31/69	Gain or Loss	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis on Losses	Excess of FMV Over Adjusted Basis	Gains Minus Losses of FMV Over Adjusted Basis on Losses
1 ADVISORS CAMBUR SMALL CAP-1	0075W05631	3/28/2011	2/26/2012	-	34,353	-	-	5,774	-49	0	-	0	-49
2 ADVISORS CAMBUR SMALL CAP-1	0075W05633	3/28/2011	8/18/2011	-	97	-	-	36,150	-1,596	0	-	0	-1,596
3 ADVISORS CAMBUR SMALL CAP-1	0075W05633	8/28/2011	9/25/2012	-	3,995	-	-	3,275	-3	0	-	0	-3
4 ADVISORS CAMBUR SMALL CAP-1	0075W05633	12/15/2011	9/25/2012	-	1,508	-	-	1,332	-174	0	-	0	-174
5 COCA-COLA CO. COM	181216100	4/28/2010	4/11/2012	-	36,134	-	-	20,297	-15,737	0	-	0	-15,737
7 FEDERATED STRATEGIC VALUE-1	314172560	7/18/2011	9/25/2012	-	174,441	-	-	155,477	-18,764	0	-	0	-18,764
8 FEDERATED STRATEGIC VALUE-1	314172560	2/6/2012	9/25/2012	-	30,333	-	-	27,975	-2,358	0	-	0	-2,358
9 GOLDMAN SACHS GROWTH OPTYS-T	381429Y01	12/27/2011	2/26/2012	-	5,290	-	-	4,845	-445	0	-	0	-445
10 GOLDMAN SACHS GROWTH OPTYS-T	381429Y01	12/28/2011	2/26/2012	-	1,660	-	-	1,412	-248	0	-	0	-248
11 HARBOR CAP APPRECIATION-1	411511504	7/18/2011	2/26/2012	-	2,675	-	-	2,821	-54	0	-	0	-54
12 HARBOR CAP APPRECIATION-1	411511504	5/28/2010	9/25/2012	-	191,152	-	-	139,451	-51,801	0	-	0	-51,801
13 HARBOR CAP APPRECIATION-1	411511504	8/24/2010	9/25/2012	-	104	-	-	75	-29	0	-	0	-29
14 HARBOR CAP APPRECIATION-1	411511504	7/18/2011	9/25/2012	-	42,887	-	-	39,728	-3,258	0	-	0	-3,258
15 HARBOR CAP APPRECIATION-1	411511504	8/18/2011	9/25/2012	-	9,097	-	-	7,200	-1,897	0	-	0	-1,897
16 HARTFORD DIVIDEND & GROWTH-Y	416845820	7/18/2011	2/26/2012	-	4,325	-	-	4,210	-115	0	-	0	-115
17 HARTFORD DIVIDEND & GROWTH-Y	416845820	4/6/2010	9/25/2012	-	103,982	-	-	89,224	-14,758	0	-	0	-14,758
18 HARTFORD DIVIDEND & GROWTH-Y	416845820	6/24/2010	9/25/2012	-	13,008	-	-	10,915	-2,933	0	-	0	-2,933
19 HARTFORD DIVIDEND & GROWTH-Y	416845820	7/18/2011	9/25/2012	-	9,211	-	-	9,211	-784	0	-	0	-784
20 HARTFORD DIVIDEND & GROWTH-Y	416845820	8/18/2011	9/25/2012	-	5,358	-	-	4,275	-1,083	0	-	0	-1,083
21 T ROWE PRICE INSTL LARGE-CAP GRW GRW 545778L008	242920000	2/26/2012	9/25/2012	-	46,918	-	-	43,711	-2,889	0	-	0	-2,889
22 LEGG MASON BATTERY/MRC EARG MM 5248510007	12/28/2009	2/26/2012	-	36,667	-	-	35,377	-1,290	0	-	0	-1,290	
23 LEGG MASON BATTERY/MRC EARG MM 5248510007	8/24/2010	2/26/2012	-	14,361	-	-	13,350	-917	0	-	0	-917	
24 LEGG MASON BATTERIMC EARG MM 5248510007	1/28/2011	2/26/2012	-	33,319	-	-	37,800	-4,481	0	-	0	-4,481	
25 LEGG MASON BATTERY/MRC EARG MM 5248510007	7/18/2011	2/26/2012	-	10,919	-	-	11,850	-931	0	-	0	-931	
26 LEGG MASON BATTERY/MRC EARG MM 5248510007	8/28/2011	2/26/2012	-	3,738	-	-	3,535	-188	0	-	0	-188	
27 LEGG MASON BATTERY/MRC EARG MM 5248510007	10/18/2011	2/26/2012	-	10,919	-	-	7,550	-709	0	-	0	-709	
28 LEGG MASON BATTERINTL EARG MM 5248510007	12/28/2009	2/26/2012	-	96,599	-	-	95,368	-1,240	0	-	0	-1,240	
29 MFS RESEARCH INTL-1	552983470	7/28/2011	2/26/2012	-	18,334	-	-	19,896	-1,562	0	-	0	-1,562
30 MFS RESEARCH INTL-1	552983470	8/28/2011	2/26/2012	-	2,782	-	-	2,650	-132	0	-	0	-132
31 MFS RESEARCH INTL-1	552983470	10/18/2011	2/26/2012	-	256	-	-	250	-6	0	-	0	-6
32 PIMCO LOW DURATION-1	631390304	12/28/2011	9/25/2012	-	81,658	-	-	79,665	-1,991	0	-	0	-1,991
33 PIMCO LOW DURATION-1	631390304	12/27/2011	9/25/2012	-	1	-	-	1,881	-0	0	-	0	0
34 PIMCO LOW DURATION-1	631390304	2/26/2012	9/25/2012	-	3,894	-	-	3,800	-94	0	-	0	-94
35 PIMCO MEDIUM DURATION-1	631390304	2/26/2012	9/25/2012	-	55,269	-	-	52,275	-2,994	0	-	0	-2,994
36 PIMCO COMMODITY REALTN STRATE	722005687	12/28/2009	9/25/2012	-	24,717	-	-	34,417	-5,832	0	-	0	-5,832
37 PIMCO COMMODITY REALTN STRATE	722005687	6/24/2010	9/25/2012	-	4,122	-	-	4,350	-228	0	-	0	-228
38 PIMCO COMMODITY REALTN STRATE	722005687	10/18/2011	9/25/2012	-	3,040	-	-	3,350	-310	0	-	0	-310
39 PIMCO COMMODITY REALTN STRATE	722005687	12/27/2011	9/25/2012	-	841	-	-	912	-65	0	-	0	-65
40 PIMCO COMMODITY REALTN STRATE	722005687	2/26/2012	9/25/2012	-	40	-	-	6,050	-96	0	-	0	-96
41 PIMCO INV GRADE CORP BDI-1	722005687	12/28/2011	9/25/2012	-	108,332	-	-	99,340	-7,192	0	-	0	-7,192
42 PIMCO INV GRADE CORP BDI-1	722005687	12/27/2011	9/25/2012	-	3,050	-	-	2,790	-260	0	-	0	-260
43 PIMCO INV GRADE CORP BDI-1	722005687	2/26/2012	9/25/2012	-	1,458	-	-	1,375	-83	0	-	0	-83
44 RIDGEWORTH FD-LARGE CAP VAL EOT 768282R072	6/24/2010	9/25/2012	-	11,961	-	-	9,275	-2,692	0	-	0	-2,692	
45 RIDGEWORTH FD-SMALL CAP VAL EOT 768282R072	8/28/2011	9/25/2012	-	8,406	-	-	6,650	-1,759	0	-	0	-1,759	
46 RIDGEWORTH FD-TOTAL RETURN BD	688282R072	12/28/2009	9/25/2012	-	167,188	-	-	156,194	-10,934	0	-	0	-10,934
47 RIDGEWORTH FD-TOTAL RETURN BD	688282R072	12/15/2010	9/25/2012	-	11,870	-	-	10,870	-784	0	-	0	-784
48 RIDGEWORTH FD-TOTAL RETURN BD	688282R072	12/15/2011	9/25/2012	-	4,211	-	-	4,082	-128	0	-	0	-128
49 RIDGEWORTH FD-TOTAL RETURN BD	688282R072	2/26/2012	9/25/2012	-	6,261	-	-	6,100	-164	0	-	0	-164
50 RIDGEWORTH FD-SEK FIT HIGH INCM 768282R072	12/26/2011	9/25/2012	-	30,771	-	-	31,105	-568	0	-	0	-568	
51 RIDGEWORTH FD-SEK FIT HIGH INCM 768282R072	2/26/2012	9/25/2012	-	1,040	-	-	1,025	-15	0	-	0	-15	
52 RIDGEWORTH FD-LD MIG SEC'S RGT 688282R077	1/29/2011	9/25/2012	-	40,281	-	-	37,930	-2,361	0	-	0	-2,361	
53 RIDGEWORTH FD-LD MIG SEC'S RGT 688282R077	2/26/2012	9/25/2012	-	2,206	-	-	2,175	-31	0	-	0	-31	
54 TEMPLETON GLOBAL BD-ADV	880208400	5/26/2011	2/26/2012	-	8,448	-	-	8,884	-436	0	-	0	-436
55 TEMPLETON GLOBAL BD-ADV	880208400	7/18/2011	2/26/2012	-	11,324	-	-	11,875	-551	0	-	0	-551
56 TEMPLETON GLOBAL BD-ADV	880208400	8/20/2011	2/26/2012	-	29,776	-	-	29,94	-668	0	-	0	-668
57 TEMPLETON GLOBAL BD-ADV	880208400	1/26/2011	2/26/2012	-	46,893	-	-	49,461	-588	0	-	0	-588
58 TEMPLETON GLOBAL BD-ADV	880208400	10/18/2011	9/25/2012	-	3,006	-	-	2,925	-81	0	-	0	-81
59 TEMPLETON GLOBAL BD-ADV	880208400	12/15/2011	9/25/2012	-	648	-	-	598	-52	0	-	0	-52
60 RIDGEWORTH FD-LARGE CAP VAL EOT 768282R072	3/25/2008	2/26/2012	-	6,375	-	-	6,003	-372	0	-	0	-372	
61 RIDGEWORTH FD-LARGE CAP VAL EOT 768282R072	3/25/2008	9/25/2012	-	21,164	-	-	19,600	-2,168	0	-	0	-2,168	
62 RIDGEWORTH FD-LARGE CAP VAL EOT 768282R072	3/18/2009	2/26/2012	-	4,373	-	-	2,710	-20,13	0	-	0	-20,13	
63 RIDGEWORTH FD-LARGE CAP VAL EOT 768282R072	3/29/2009	9/25/2012	-	19,290	-	-	12,740	-6,550	0	-	0	-6,550	

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

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

	Date	Amount
1 Credit from prior year return		1
2 First quarter estimated tax payment	5/9/2012	2 815
3 Second quarter estimated tax payment	6/6/2012	3 815
4 Third quarter estimated tax payment	9/4/2012	4 815
5 Fourth quarter estimated tax payment	12/12/2012	5 814
6 Other payments		6
7 Total		7 3,259

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	89,790
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	89,790

TR LOIS & LUCY LAMPKIN FDN U/A
FORM 990PF, PART XV – LINES 2a – 2d

58-6065402

Mission and Grant Guidelines:

The Foundation supports a variety of organizations in North Georgia with a small focus in metro Atlanta, including education, religion, health, children and the arts.

Geographic Restrictions: Georgia

Application Deadline(s): March 15 and September 15

Application Information: Please use the attached form or submit a 2-3 page proposal narrative/letter detailing your organization's mission and work, the proposed project or program, and proposed evaluation and sustainability of said project/program. Include a project/program budget (if applicable), a copy of your board list, and copy of your IRS tax letter. Have the application signed by your CEO, ED or Board Chair. If you are a 509(a)(3) supporting organization, you must state whether you are a Type I, II, or III Supporting Organization and have this information signed by your CEO, ED, Board Chair or Legal Counsel.

Application Address: SunTrust Bank, P.O. Box 4655, MC 221, Atlanta, GA 30302

Send to the attention of: Allen Mast

Contact Phone Number: 404-588-7347

Contact Email: fdnsvcs.ga@suntrust.com

TR LOIS & LUCY LAMPKIN FDN U/A

FORM 990PF, PART XV – LINE 2b

58-6065402

FOUNDATION GRANT COMMON APPLICATION

INSTRUCTIONS

- Please answer each of the following questions in the order presented below (be sure that the question itself appears on the submitted application). Your responses should be clear and concise.
- The completed grant application should not exceed 5 pages, excluding the project budget and any required attachments. Please do not submit brochures, videos, or other attachments not requested.
- Please submit one signed copy of completed grant application and attachments to the appropriate contact at SunTrust.

GRANT APPLICATION CHECKLIST

For a grant application to be considered, all grant applicants must submit the following:

- A completed copy of this Grant Application Form signed by your organization's chief executive officer or board chair.
- A copy of your organization's IRS tax-exempt determination letter indicating your current tax-exempt status.
- A list of your organization's current board of directors.
- If your organization is a §509(a)(3) Supporting Organization, you must complete Section VIII of this Grant Application Form. If not, you may skip Section VIII.

TR LOIS & LUCY LAMPKIN FDN U/A

FORM 990PF, PART XV – LINE 2b

58-6065402

FOUNDATION GRANT COMMON APPLICATION

I. PLEASE LIST THE FULL NAME OF THE FOUNDATION TO WHICH YOU ARE APPLYING:

--

II. CONTACT INFORMATION AND SIGNATURES

Organization Name:	
Address:	
City/State/Zip:	
Phone:	Fax:
EIN/Tax ID Number:	
E-Mail Address:	Website Address:
Contact Person/ Position:	Contact Phone Number:

Grant application submitted by:

(Contact Person)

(Executive Officer or Board Chair)

(Signature)

(Signature)

(Date)

(Date)

III. BRIEF SUMMARY OF GRANT REQUEST

Project Title: _____

Date of Request:	Amount Requested. \$
Total Project Cost. \$	Total Organization Budget for this year. \$

TR LOIS & LUCY LAMPKIN FDN U/A

FORM 990PF, PART XV – LINE 2b

58-6065402

IV. ORGANIZATIONAL MISSION AND WORK

1. What is your organization's mission?
2. Describe your organization's key programs, including target population(s) and geographic service areas.
3. What percent of the board of directors contributes financially to your organization?

V. PROPOSED PROJECT

1. State why this project is needed.
2. Provide a summary of the proposed project, its goals, and anticipated outcomes.

VI. EVALUATION AND SUSTAINABILITY

1. State how you will know whether the project was successful (include any measures that you will use).

VII. PROJECT BUDGET

1. Please provide a detailed project budget, including the amount of funding requested from the Foundation, other sources of funding, and any pending requests.

VIII. SUPPORTING ORGANIZATIONS

All §509(a)(3) Supporting Organizations must answer the following question:

1. If you are a Supporting Organization:
State whether you are a Type I, II, or III Supporting Organization. If you are unsure, please refer to Schedule A, Part IV, of your organization's most recent IRS 990 Tax Return or contact your organization's attorney.