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

For calendar year 2012, or tax year beginning , 2012, and ending ,

ED & CLAUDE FORTSON CHARITABLE TRUST
1 WEST 4TH STREET 4TH FLOOR
WINSTON SALEM, NC 27101

A Employer identification number: 58-6201850

B Telephone number (see the instructions): 704-590-2828 St

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 7,594,767.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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))*

	Line	Description	(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 (att sch)				
	2	Ck ► ☒ if the foundn is **not** req to att Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	235,120.	235,120.	235,120.	
	5a	Gross rents				
	b	Net rental income or (loss) -248.				
	6a	Net gain/(loss) from sale of assets not on line 10	711,277.			
	b	Gross sales price for all assets on line 6a 3,187,603.				
	7	Capital gain net income (from Part IV, line 2)		711,277.		
	8	Net short-term capital gain			0.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule) See Statement 1	13,231.			
	12	**Total.** Add lines 1 through 11	959,628.	946,397.	235,120.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) See St 2	2,400.	2,400.		2,400.
	c	Other prof fees (attach sch) See St 3	103,624.	103,624.		103,624.
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Stm 4	7,403.	7,403.		7,403.
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 5	248.	248.		248.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	113,675.	113,675.		113,675.
	25	Contributions, gifts, grants paid Part XV	246,700.			246,700.
	26	**Total expenses and disbursements.** Add lines 24 and 25	360,375.	113,675.	0.	360,375.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	599,253.			
	b	**Net investment income** (if negative, enter -0-)		832,722.		
	c	**Adjusted net income** (if negative, enter -0-)			235,120.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	409,733.	392,777.	392,777.
	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 sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)	343,466.	307,900.	377,616.
	b Investments – corporate stock (attach schedule)	1,919,679.	2,291,653.	2,482,952.
	c Investments – corporate bonds (attach schedule)	3,173,112.	3,334,559.	4,198,066.
	11 Investments – land, buildings, and equipment basis ► 10,000.			
	Less accumulated depreciation (attach schedule) See Stmt 6 ►	10,000.	10,000.	25,000.
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)		118,356.	118,356.
	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)	5,855,990.	6,455,245.	7,594,767.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)		2.	
	23 **Total liabilities** (add lines 17 through 22)	0.	2.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	5,855,990.	6,455,243.	
	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			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	5,855,990.	6,455,243.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	5,855,990.	6,455,245.	

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	5,855,990.
2	Enter amount from Part I, line 27a	2	599,253.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	6,455,243.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	6,455,243.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Statement 7			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	711,277.
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	-16,009.

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 (column (b) divided by column (c))
2011	347,859.	6,721,870.	0.051750
2010	282,830.	7,141,372.	0.039604
2009	270,230.	6,566,472.	0.041153
2008	388,462.	5,294,557.	0.073370
2007	291,713.	6,894,045.	0.042314

2	**Total** of line 1, column (d)	2	0.248191
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	0.049638
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,550,245.
5	Multiply line 4 by line 3	5	275,503.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,327.
7	Add lines 5 and 6	7	283,830.
8	Enter qualifying distributions from Part XII, line 4	8	360,375.

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 instrs)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b	1	8,327.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	8,327.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,327.
6	Credits/Payments		
a	2012 estimated tax pmts and 2011 overpayment credited to 2012 — 6a: 5,380.		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	5,380.
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	2,947.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ► **Refunded** ►	11	

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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		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?	1 c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► N/A			
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*	8 b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► WELLS FARGO BANK Telephone no ► (704) 590-2828

Located at ► 1 WEST 4TH STREET 4TH FLOOR WINSTON SALEM NC ZIP + 4 ► 27101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

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

				Yes	No
1 a	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)?		1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here	► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)		2 b	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__				
3 a	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)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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)

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

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

If 'Yes' to 6b, file Form 8870

7 a 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? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK, N.A. 101 N INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106-2112	Trustee 0	0.	0.	0.
JAMES L. HENDERSON, JR. 797 WYNN DRIVE HAMPTON, GA 30228	ADV COMM 0	0.	0.	0.
KEITH MCBRAYER 595 SOUTH HAMPTON ROAD HAMPTON, GA 30228	ADV COMM 0	0.	0.	0.
J W MARTIN 106 WOODCREST DRIVE GRIFFIN, GA 30223	ADV COMM 0	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

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 ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
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	5,594,767.
b	Average of monthly cash balances	1b	15,000.
c	Fair market value of all other assets (see instructions)	1c	25,000.
d	**Total** (add lines 1a, b, and c)	1d	5,634,767.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,634,767.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	84,522.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,550,245.
6	**Minimum investment return.** Enter 5% of line 5	6	277,512.

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	277,512.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 8,327.		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	8,327.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	269,185.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	269,185.
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	269,185.

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	360,375.
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	360,375.
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	8,327.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	352,048.

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				269,185.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			228,843.	
b Total for prior years 20 ___, 20 ___, 20 ___		0.		
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 ► $ 360,375.				
a Applied to 2011, but not more than line 2a			228,843.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2012 distributable amount				131,532.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
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		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
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				137,653.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

Check here ► [X] 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

See Statement 8

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 9				
Total			► 3a	246,700.
b *Approved for future payment*				
Total			► 3b	

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	235,120.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			14	-248.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	13,231.	
8 Gain or (loss) from sales of assets other than inventory					711,277.
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)				248,103.	711,277.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	959,380.

(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)
N/A	

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date | Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self employed	PTIN
TOM MELVIN, CPA	TOM MELVIN, CPA			P00009166

Firm's name ► Melvin, Rooks & Howell, P.C. Firm's EIN ► 58-1197776

Firm's address ► 1120 Zebulon Rd, P.O. BOX 59
Griffin, GA 30224 Phone no (770) 227-5008

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	$ 13,231.		
Total	$ 13,231.	$ 0.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	$ 2,400.	$ 2,400.		$ 2,400.
Total	$ 2,400.	$ 2,400.	$ 0.	$ 2,400.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TRUSTEE FEES	$ 103,624.	$ 103,624.		$ 103,624.
Total	$ 103,624.	$ 103,624.	$ 0.	$ 103,624.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL INCOME TAX PAID	$ 6,724.	$ 6,724.		$ 6,724.
FOREIGN TAXES PAID	679.	679.		679.
Total	$ 7,403.	$ 7,403.	$ 0.	$ 7,403.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Rental Expenses	$ 248.	$ 248.		$ 248.
Total	$ 248.	$ 248.	$ 0.	$ 248.

Statement 6
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Land	$ 10,000.		$ 10,000.	$ 25,000.
Total	$ 10,000.	$ 0.	$ 10,000.	$ 25,000.

Statement 7
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	90 SHARES ACCENTURE PLC	Purchased	10/19/2011	5/04/2012
2	320 SHARES ACCENTURE PLC	Purchased	10/19/2011	12/13/2012
3	.725 SHARES ACCO BRANDS CORP	Purchased	2/03/2012	5/15/2012
4	184 SHARES ACCO BRANDS CORP	Purchased	2/03/2012	5/23/2012
5	640 SHARES ACE LIMITED	Purchased	3/08/2006	5/04/2012
6	.50 SHARES ADT CORP	Purchased	4/27/2011	10/10/2012
7	.50 SHARES ADT CORP	Purchased	5/03/2012	10/10/2012
8	117 SHARES ADT CORP	Purchased	Various	11/07/2012
9	1125 SHARES AETNA INC NEW COM	Purchased	9/09/2004	2/08/2012
10	645 SHARES AFLAC INC	Purchased	2/04/2010	5/04/2012
11	1000 SHARES ALTERA CORP	Purchased	5/02/2003	2/08/2012
12	2000 SHARES AMERICAN EXPRESS CREDIT 7.3%	Purchased	5/24/2012	8/13/2012
13	9 SHARES AMERICAN ASSETS TRUST	Purchased	5/04/2012	10/11/2012
14	12 SHARES AMERICAN ASSETS TRUST	Purchased	5/04/2012	11/06/2012
15	700 SHARES AMERICAN EXPRESS CO	Purchased	5/13/2010	5/04/2012
16	9 SHARES AMERICAN TOWER CORP	Purchased	Various	1/25/2012
17	16 SHARES AMERICAN TOWER CORP	Purchased	7/13/2011	3/05/2012
18	5 SHARES AMERICAN TOWER CORP	Purchased	5/04/2012	10/11/2012
19	26 SHARES AMERICAN TOWER CORP	Purchased	5/08/2012	10/24/2012
20	4 SHARES AMERICAN TOWER CORP	Purchased	5/04/2012	11/06/2012
21	12 SHARES AMERIPRISE FINANCIAL INC	Purchased	7/13/2011	1/10/2012
22	700 SHARES AMERIPRISE FINANCIAL INC	Purchased	5/13/2010	2/08/2012
23	285 SHARES AMGEN INC COM	Purchased	7/28/2004	5/04/2012
24	27 SHARES ARM HOLDINGS PLC	Purchased	5/08/2012	12/12/2012
25	20 SHARES ARM HOLDINGS PLC	Purchased	5/08/2012	12/14/2012
26	50 SHARES ARM HOLDINGS PLC	Purchased	Various	12/17/2012
27	9564.645 SHARES ARTIO INTERNATIONAL EQ FD	Purchased	3/03/2009	5/02/2012
28	1110 SHARES ASCENA RETAIL GROUP INC	Purchased	10/19/2011	11/07/2012
29	2000 SHARES AT&T INC 5.6%	Purchased	5/24/2012	9/19/2012
30	2 SHARES AVALONBAY CMNTYS INC	Purchased	5/04/2012	7/11/2012

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
31	2 SHARES AVALONBAY CMNTYS INC	Purchased	5/04/2012	8/24/2012
32	9 SHARES BAC CAP TR V	Purchased	5/04/2012	10/17/2012
33	8 SHARES BAC CAP TRUST	Purchased	5/04/2012	7/25/2012
34	10 SHARES BAC CAP TRUST XII	Purchased	5/04/2012	10/12/2012
35	9 SHARES BAIDU INC ADR	Purchased	5/08/2012	9/18/2012
36	1 SHARE BAIDU INC ADR	Purchased	5/08/2012	9/19/2012
37	5 SHARES BAIDU INC ADR	Purchased	5/08/2012	10/17/2012
38	3 SHARES BAIDU INC ADR	Purchased	5/08/2012	10/22/2012
39	22 SHARES BAIDU INC ADR	Purchased	5/08/2012	11/19/2012
40	560 SHARES BAKER HUGHES INC COM	Purchased	10/19/2011	2/08/2012
41	120 SHARES BAKER HUGHES INC COM	Purchased	5/08/2012	9/28/2012
42	10 SHARES BERKLEY WR CAP TR II	Purchased	5/04/2012	10/31/2012
43	7 SHARES BLACKROCK INC	Purchased	7/13/2011	5/07/2012
44	1300 SHARES BMC SOFTWARE INC	Purchased	11/14/2007	2/08/2012
45	3 SHARES BOSTON PROPERTIES INC COM	Purchased	5/04/2012	7/11/2012
46	5 SHARES BOSTON PROPERTIES INC COM	Purchased	Various	11/06/2012
47	22 SHARES BRE PPTYS INC CLA A	Purchased	5/04/2012	5/23/2012
48	22 SHARES BRE PPTYS INC CLA A	Purchased	5/04/2012	11/06/2012
49	770 SHARES BRISTOL MYERS SQUIBB CO	Purchased	8/05/2008	5/04/2012
50	26 SHARES BROADBRIDGE FINANCIAL SOLUTIONS	Purchased	Various	5/01/2012
51	18 SHARES BROOKFIELD OFFICE PROPERTIES INC	Purchased	5/04/2012	5/23/2012
52	85 SHARES BROOKFIELD OFFICE PROPERTIES INC	Purchased	Various	12/06/2012
53	270 SHARES BROWN AND BROWN INC	Purchased	5/08/2012	7/26/2012
54	8 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	6/19/2012
55	9 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	7/25/2012
56	4 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	7/27/2012
57	13 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	8/07/2012
58	3 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	9/05/2012
59	19 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	9/14/2012
60	22 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	10/03/2012
61	25 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	11/06/2012
62	8 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	11/09/2012
63	12 SHARES C H ROBINSON WORLDWIDE INC	Purchased	5/08/2012	11/23/2012
64	36 SHARES CABELAS INC	Purchased	7/13/2011	5/04/2012
65	47 SHARES CALPINE CORP NEW	Purchased	5/03/2012	6/26/2012
66	7 SHARES CAMDEN PPTY TR SH	Purchased	5/04/2012	8/24/2012
67	10 SHARES CAMDEN PPTY TR SH	Purchased	5/04/2012	11/06/2012
68	112 SHARES CANON INC	Purchased	5/04/2012	8/03/2012
69	560 SHARES CARDINAL HEALTH INC COM	Purchased	6/09/2010	5/04/2012
70	170 SHARES CARDINAL HEALTH INC COM	Purchased	5/08/2012	9/19/2012
71	980 SHARES CENTURYLINK, INC	Purchased	Various	5/04/2012
72	10 SHARES CERNER CORP COM	Purchased	5/08/2012	6/22/2012
73	480 SHARES CHUBB CORP	Purchased	5/14/2009	5/04/2012
74	23 SHARES CINTAS CORP	Purchased	7/13/2011	5/01/2012
75	295 SHARES CISCO SYS INC COM	Purchased	11/25/2002	5/04/2012
76	2000 SHARES CITIGROUP INC 5.375%	Purchased	5/24/2012	9/19/2012
77	4 SHARES CLOROX CO	Purchased	7/13/2011	5/01/2012
78	18 SHARES CLOROX CO	Purchased	5/03/2012	5/15/2012
79	5 SHARES CLOROX CO	Purchased	7/06/2011	6/26/2012
80	10 SHARES CME GROUP INC	Purchased	6/19/2012	7/18/2012
81	45 SHARES COMCAST CORP	Purchased	Various	7/23/2012
82	45 SHARES COMCAST CORP	Purchased	5/04/2012	8/13/2012
83	45 SHARES COMCAST CORP	Purchased	Various	8/13/2012
84	575 SHARES COMCAST CORP CLASS A	Purchased	2/03/2012	5/04/2012
85	33 SHARES COMMONWEALTH REIT 7.125%	Purchased	5/04/2012	8/24/2012
86	1 SHARE COMMONWEALTH REIT 7.5%	Purchased	5/04/2012	10/04/2012

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
87	3 SHARES COMMONWEALTH REIT 7.5%	Purchased	5/04/2012	10/17/2012
88	6 SHARES COVANTA HLDG CORP	Purchased	7/13/2011	1/25/2012
89	22 SHARES COVANTA HLDG CORP	Purchased	7/13/2011	4/04/2012
90	85 SHARES COVANTA HLDG CORP	Purchased	5/03/2012	6/05/2012
91	43 SHARES COVANTA HLDG CORP	Purchased	6/15/2011	6/26/2012
92	29 SHARES COVANTA HLDG CORP	Purchased	6/15/2011	8/02/2012
93	13 SHARES COVANTA HLDG CORP	Purchased	5/03/2012	8/02/2012
94	111 SHARES COVANTA HLDG CORP	Purchased	Various	10/30/2012
95	23 SHARES COVENTRY HEALTH CARE INC	Purchased	7/13/2011	10/16/2012
96	4 SHARES COVENTRY HEALTH CARE INC	Purchased	7/13/2011	10/30/2012
97	13 SHARES COVENTRY HEALTH CARE INC	Purchased	5/03/2012	10/30/2012
98	3 SHARES COVENTRY HEALTH CARE INC	Purchased	10/04/2011	11/23/2012
99	58 SHARES COVENTRY HEALTH CARE INC	Purchased	5/03/2012	11/23/2012
100	2 SHARES CREDIT SUISSE GUERNSEY	Purchased	5/04/2012	10/04/2012
101	8 SHARES CREDIT SUISSE GUERNSEY	Purchased	5/04/2012	10/05/2012
102	6 SHARES CROWN CASTLE INTL CORP	Purchased	5/03/2012	12/24/2012
103	480 SHARES DANAHER CORP	Purchased	2/03/2012	5/04/2012
104	11 SHARES DB CAPITAL FUNDNIG X	Purchased	5/04/2012	12/19/2012
105	22 SHARES DDR CORP	Purchased	5/04/2012	5/23/2012
106	72 SHARES DDR CORP	Purchased	5/04/2012	8/07/2012
107	2000 SHARES DEERE & COMPANY 4.375%	Purchased	5/24/2012	10/25/2012
108	10 SHARES DISCOVERY COMMUNICATIONS	Purchased	5/03/2012	11/23/2012
109	704.3 SHARES DREYFUS THE BOSTON CO	Purchased	3/03/2009	5/02/2012
110	59 SHARES DUN AND BRADSTREET CORP DEL NEW	Purchased	Various	5/15/2012
111	27 SHARES DUPONT FABROS TECHNOLOGY INC	Purchased	5/04/2012	7/11/2012
112	3 SHARES EASTGROUP PPTYS INC COM	Purchased	5/04/2012	10/11/2012
113	3 SHARES EOG RESOURCES INC	Purchased	7/13/2011	5/01/2012
114	8 SHARES EOG RESOURCES INC	Purchased	5/03/2012	5/15/2012
115	12 SHARES EOG RESOURCES INC	Purchased	5/03/2012	7/18/2012
116	11 SHARES EOG RESOURCES INC	Purchased	5/03/2012	8/02/2012
117	44 SHARES EQT CORPORATION	Purchased	5/03/2012	6/05/2012
118	4 SHARES EQT CORPORATION	Purchased	8/02/2011	6/26/2012
119	20 SHARES EQT CORPORATION	Purchased	6/15/2011	6/26/2012
120	7 SHARES EQT CORPORATION	Purchased	6/15/2011	7/18/2012
121	25 SHARES EQT CORPORATION	Purchased	5/03/2012	8/02/2012
122	21 SHARES EQT CORPORATION	Purchased	5/03/2012	9/25/2012
123	3 SHARES EQUITY RESIDENTIAL PPRTS TR	Purchased	5/04/2012	8/07/2012
124	9 SHARES EQUITY RESIDENTIAL PPRTS TR	Purchased	5/04/2012	11/06/2012
125	421 SHARES ERSTE GROUP BANK	Purchased	5/04/2012	7/12/2012
126	6 SHARES EVEREST RE CAP TR	Purchased	5/04/2012	10/04/2012
127	25 SHARES EXPEDITORS INTL WASH INC	Purchased	5/08/2012	8/02/2012
128	8 SHARES EXPEDITORS INTL WASH INC	Purchased	5/08/2012	9/06/2012
129	7 SHARES EXPEDITORS INTL WASH INC	Purchased	5/08/2012	9/14/2012
130	82 SHARES EXPEDITORS INTL WASH INC	Purchased	5/08/2012	10/03/2012
131	8000 FED HOME LN MTG CORP 2.375%	Purchased	5/08/2012	9/21/2012
132	5000 FED HOME LN MTG CORP 4.375%	Purchased	5/08/2012	7/12/2012
133	12 SHARES FIFTH THIRD CAP TRUST V	Purchased	5/04/2012	8/15/2012
134	17 SHARES FIFTH THIRD CAPITAL TRUST	Purchased	5/04/2012	8/08/2012
135	134 SHARES FMC TECHNOLOGIES	Purchased	5/08/2012	7/05/2012
136	295.32 SHARES FNMA POOL #AD6432	Purchased	5/09/2012	6/25/2012
137	299.78 SHARES FNMA POOL #AD6432	Purchased	5/09/2012	7/25/2012
138	288.46 SHARES FNMA POOL #AD6432	Purchased	5/09/2012	8/27/2012
139	356.2 SHARES FNMA POOL #AD6432	Purchased	5/09/2012	9/25/2012
140	366.06 SHARES FNMA POOL #AD6432	Purchased	Various	10/25/2012
141	372.22 SHARES FNMA POOL #AD6432	Purchased	Various	11/26/2012
142	322.16 SHARES FNMA POOL #AD6432	Purchased	Various	12/26/2012

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
143	366.02 SHARES FNMA POOL #AE0215	Purchased	6/12/2012	7/25/2012
144	470.94 SHARES FNMA POOL #AE0215	Purchased	6/12/2012	8/27/2012
145	546.35 SHARES FNMA POOL #AE0215	Purchased	6/12/2012	9/25/2012
146	575.41 SHARES FNMA POOL #AE0215	Purchased	Various	10/25/2012
147	642.66 SHARES FNMA POOL #AE0215	Purchased	Various	11/26/2012
148	562.75 SHARES FNMA POOL #AE0215	Purchased	Various	12/26/2012
149	1355 SHARES FORD MOTOR COMPANY	Purchased	2/03/2012	5/04/2012
150	15 SHARES FRANCO NEV CORP NPV	Purchased	11/16/2011	4/04/2012
151	24 SHARES FRANCO NEV CORP NPV	Purchased	5/03/2012	5/15/2012
152	55 SHARES FRANCO NEV CORP NPV	Purchased	5/03/2012	6/26/2012
153	1165 SHARES GENERAL ELECTRIC CO	Purchased	6/09/2010	5/04/2012
154	62 SHARES GENERAL GROWTH PROPERTIES	Purchased	5/03/2012	5/15/2012
155	32 SHARES GENERAL GROWTH PROPERTIES	Purchased	5/03/2012	6/26/2012
156	340 SHARES GILEAD SCIENCES INC COM	Purchased	2/03/2012	5/04/2012
157	11 SHARES GILMCHER RLTY TR COM	Purchased	5/04/2012	10/11/2012
158	4500.449 SHARES GOLDMACH SACHS GRTH OPP FD	Purchased	3/03/2009	5/02/2012
159	2 SHARES GOOGLE INC CL A	Purchased	5/08/2012	5/30/2012
160	44 SHARES HASBRO INC	Purchased	Various	6/11/2012
161	37 SHARES HASBRO INC	Purchased	5/03/2012	6/12/2012
162	6 SHARES HCP INC	Purchased	5/04/2012	7/11/2012
163	4 SHARES HEALTH CARE REIT INC	Purchased	8/02/2012	10/11/2012
164	1785 SHARES HEWLETT PACKARD CO	Purchased	3/09/2005	5/04/2012
165	31 SHARES HOST HOTELS & RESORTS, INC	Purchased	5/04/2012	9/20/2012
166	240 SHARES HOYA CORP ADR	Purchased	Various	12/05/2012
167	9 SHARES HSBC HOLDINGS PLC	Purchased	5/04/2012	11/21/2012
168	8 SHARES HSBC HOLDINGS PLC	Purchased	5/04/2012	10/31/2012
169	850.34 SHARES ING REAL ESTATE FUND	Purchased	3/04/2009	5/02/2012
170	1890 SHARES INTEL CORP	Purchased	1/17/2008	5/04/2012
171	260 SHARES INTEL CORP	Purchased	5/08/2012	7/23/2012
172	65 SHARES INTERCONTINENTAL EXCHANGE INC	Purchased	10/19/2011	5/04/2012
173	60 SHARES INTERCONTINENTAL EXCHANGE INC	Purchased	10/19/2011	12/13/2012
174	39 SHARES INTERNATIONAL GAME TECHNOLOGY	Purchased	7/13/2011	11/30/2012
175	5 SHARES INTERNATIONAL GAME TECHNOLOGY	Purchased	7/27/2011	11/30/2012
176	114 SHARES INTERNATIONAL GAME TECHNOLOGY	Purchased	5/03/2012	11/30/2012
177	290 SHARES INTUIT COM.	Purchased	2/03/2012	5/04/2012
178	3 SHARES IRON MOUNTAIN, INC.	Purchased	7/13/2011	1/25/2012
179	.626 SHARE IRON MOUNTAIN, INC.	Purchased	11/23/2012	11/28/2012
180	10 SHARES J P MORGAN CHASE CAP XI	Purchased	5/04/2012	7/24/2012
181	7 SHARES J P MORGAN CHASE CAP XI	Purchased	5/04/2012	8/16/2012
182	1 SHARE J P MORGAN CHASE CAP XI	Purchased	5/04/2012	9/11/2012
183	6 SHARES J P MORGAN CHASE CAP XI	Purchased	5/04/2012	10/03/2012
184	400 SHARES JOHNSON AND JOHNSON	Purchased	3/08/2006	5/04/2012
185	5 SHARES JPM CHASE CAPITAL XXIX	Purchased	5/04/2012	6/27/2012
186	8 SHARES JPM CHASE CAPITAL XXIX	Purchased	5/04/2012	7/24/2012
187	7 SHARES JPM CHASE CAPITAL XXIX	Purchased	5/04/2012	9/10/2012
188	8 SHARES JPM CHASE CAPITAL XXIX	Purchased	5/04/2012	10/04/2012
189	36 SHARES KIMCO REALTY CORP	Purchased	5/04/2012	10/02/2012
190	6 SHARES KIMCO RLTY CORP	Purchased	5/04/2012	8/15/2012
191	.639 SHARES KINDER MORGAN MGMT LLC	Purchased	7/13/2011	2/15/2012
192	14 SHARES KINDER MORGAN MGMT LLC	Purchased	7/13/2011	5/04/2012
193	.69 SHARES KINDER MORGAN MGMT LLC	Purchased	5/03/2012	6/06/2012
194	44 SHARES KINDER MORGAN MGMT LLC	Purchased	5/03/2012	6/11/2012
195	.762 SHARES KINDER MORGAN MGMT LLC	Purchased	5/03/2012	9/05/2012
196	.797 SHARES KINDER MORGAN MGMT LLC	Purchased	5/03/2012	11/15/2012
197	122 SHARES KNOLL INC	Purchased	Various	6/11/2012
198	116 SHARES KNOLL INC	Purchased	5/03/2012	6/12/2012

Statement 7 (continued)
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Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
199	435 SHARES KRAFT FOODS INC	Purchased	2/03/2012	5/04/2012
200	100.637 SHARES K2 OVERSEAS LNG SHORT	Purchased	6/29/2009	11/21/2012
201	4 SHARES LIBERTY GLOBAL INC-A	Purchased	7/13/2011	1/25/2012
202	10 SHARES LIBERTY GLOBAL INC-A	Purchased	5/03/2012	10/16/2012
203	4 SHARES LIBERTY MEDIA CORP	Purchased	5/03/2012	10/16/2012
204	6 SHARES LIBERTY MEDIA CORP	Purchased	5/03/2012	10/30/2012
205	.6 SHARES LIBERTY VENTURES - SER A	Purchased	5/03/2012	9/24/2012
206	108 SHARES LINCARE HLDGS INC COM	Purchased	Various	5/25/2012
207	1080 SHARES LOCKHEED MARTIN CORP	Purchased	8/19/2005	5/04/2012
208	7 SHARES MACERICH CO COM	Purchased	5/04/2012	11/06/2012
209	12 SHARES MARSH & MCLENNAN COS INC	Purchased	5/03/2012	6/05/2012
210	155 SHARES MCKESSON CORP	Purchased	2/03/2012	5/04/2012
211	7 SHARES MEAD JOHNSON NUTRITION	Purchased	Various	7/16/2012
212	8 SHARES MEAD JOHNSON NUTRITION	Purchased	5/03/2012	7/18/2012
213	560 SHARES MEADWESTVACO CORP	Purchased	2/03/2012	5/04/2012
214	16 SHARES MOLSON COORS BREWING CO	Purchased	7/13/2011	8/27/2012
215	7 SHARES MOLSON COORS BREWING CO	Purchased	7/13/2011	9/25/2012
216	3454.99 SHARES MUNDER MIDCAP CORE GROWTH	Purchased	8/06/2008	5/02/2012
217	440 SHARES NATIONAL OILWELL INC COM	Purchased	2/03/2012	5/04/2012
218	5 SHARES NEXTERA ENERGY CAP HLDGS 8.75%	Purchased	5/04/2012	8/15/2012
219	545 SHARES NORFOLK SOUTHERN CORP COM	Purchased	12/31/2008	5/04/2012
220	46 SHARES NOVARTIS AG - ADR	Purchased	5/04/2012	9/26/2012
221	4 SHARES O'REILLY AUTOMATIVE INC	Purchased	7/13/2011	5/01/2012
222	9 SHARES O'REILLY AUTOMATIVE INC	Purchased	5/03/2012	5/15/2012
223	3 SHARES O'REILLY AUTOMATIVE INC	Purchased	5/03/2012	6/26/2012
224	545 SHARES OCCIDENTAL PETE CORP	Purchased	3/08/2006	5/04/2012
225	21 SHARES OCCIDENTAL PETE CORP	Purchased	5/08/2012	8/15/2012
226	5 SHARES OCCIDENTAL PETE CORP	Purchased	5/08/2012	10/03/2012
227	.5 SHARE OLD DOMINION FREIGHT LINES INC	Purchased	5/03/2012	9/13/2012
228	1500 SHARES ORACLE CORPORATION	Purchased	9/26/2007	5/04/2012
229	61 SHARES OWENS & MINOR INC COM	Purchased	Various	6/11/2012
230	64 SHARES OWENS & MINOR INC COM	Purchased	5/03/2012	6/12/2012
231	4 SHARES PARTNERRE LTD	Purchased	5/04/2012	9/11/2012
232	3 SHARES PARTNERRE LTD	Purchased	5/04/2012	10/04/2012
233	70 SHARES PENNY J C INC	Purchased	Various	6/05/2012
234	.387 SHARE PENTAIR LTD	Purchased	4/27/2011	10/11/2012
235	.956 SHARE PENTAIR LTD	Purchased	5/03/2012	10/11/2012
236	56 SHARES PENTAIR LTD	Purchased	Various	11/07/2012
237	6.478 SHARES PENTAIR LTD	Purchased	Various	11/08/2012
238	11.522 SHARES PENTAIR LTD	Purchased	5/03/2012	11/08/2012
239	110 SHARES PEPSICO INC	Purchased	5/08/2012	12/24/2012
240	4049.096 SHARES PERKINS MID CAP VALUE F/C	Purchased	3/03/2009	5/02/2012
241	139 SHARES PETROLEO BRASILEIRO S.A.	Purchased	5/04/2012	10/09/2012
242	450 SHARES PHILLIPS 66	Purchased	5/02/2003	5/23/2012
243	14260.25 SHARES PIMCO TOTAL RET FD	Purchased	Various	5/02/2012
244	7 SHARES PPL CAPITAL FUNDING INC	Purchased	5/04/2012	8/14/2012
245	930 SHARES PRAXAIR INC COM	Purchased	3/08/2006	5/04/2012
246	1 SHARE PRICELINE COM INC	Purchased	5/08/2012	6/19/2012
247	320 SHARES PROCTER & GAMBLE CO	Purchased	Various	5/04/2012
248	4 SHARES PROLOGIS INC	Purchased	5/04/2012	8/07/2012
249	10 SHARES PROLOGIS INC	Purchased	5/04/2012	9/20/2012
250	3 SHARES PROTECTIVE LIFE GROUP	Purchased	5/04/2012	6/14/2012
251	5 SHARES PROTECTIVE LIFE GROUP	Purchased	5/04/2012	8/10/2012
252	7 SHARES PRUDENTIAL FINANCIAL INC	Purchased	5/04/2012	12/06/2012
253	7 SHARES PRUDENTIAL FINANCIAL INC	Purchased	5/04/2012	12/17/2012
254	7 SHARES PRUDENTIAL FINANCIAL INC	Purchased	5/04/2012	9/11/2012

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
255	2 SHARES PRUDENTIAL FINANCIAL INC	Purchased	5/04/2012	10/02/2012
256	6 SHARES PS BUSINESS PARK	Purchased	5/04/2012	10/09/2012
257	4 SHARES PUBLIC STORAGE INC COM	Purchased	8/02/2012	11/06/2012
258	945 SHARES PUBLIC SVC ENTERPRISE GROUP INC	Purchased	10/19/2011	2/08/2012
259	275 SHARES QUALCOMM INC	Purchased	2/03/2012	5/04/2012
260	195 SHARES QUALCOMM INC	Purchased	10/19/2011	11/07/2012
261	3 SHARES QUESTAR CORP	Purchased	7/13/2011	1/25/2012
262	128 SHARES QUESTAR CORP	Purchased	Various	5/15/2012
263	5 SHARES RAYONIER INC COM	Purchased	5/04/2012	10/11/2012
264	4 SHARES REGENCY CENTERS CORP	Purchased	5/04/2012	9/13/2012
265	24 SHARES RENAISSANCERE HOLDINGS LTD	Purchased	5/04/2012	12/27/2012
266	3 SHARES ROUSE PROPERTIES INC	Purchased	7/13/2011	1/20/2012
267	.751 SHARE ROUSE PROPERTIES INC	Purchased	Various	1/26/2012
268	2000 ROYAL BK OF SCOTLAND 3.95%	Purchased	5/08/2012	9/10/2012
269	3 SHARES ROYAL BK OF SCOTLAND GROUP	Purchased	5/04/2012	12/21/2012
270	4210.527 SHARES ROYCE PREMIER FUND W CLASS #566	Purchased	3/03/2009	5/02/2012
271	2000 SAFEWAY INC 3.95%	Purchased	5/24/2012	9/24/2012
272	4 SHARES SAIC INC	Purchased	7/13/2011	1/25/2012
273	67 SHARES SAIC INC	Purchased	7/13/2011	3/05/2012
274	3 SHARES SANTANDER FIN PFD SA UNI	Purchased	5/04/2012	6/28/2012
275	11 SHARES SANTANDER FIN PFD SA UNI	Purchased	5/04/2012	7/12/2012
276	3 SHARES SANTANDER FIN PFD SA UNI	Purchased	5/04/2012	10/18/2012
277	3 SHARES SANTANDER FIN PFD SA UNI	Purchased	5/04/2012	10/22/2012
278	7 SHARES SANTANDER FIN PFD SA UNI	Purchased	5/04/2012	11/20/2012
279	202 SHARES SARA LEE CORP	Purchased	Various	7/02/2012
280	3 SHARES SIMON PROPERTY GROUP INC	Purchased	5/04/2012	7/11/2012
281	5 SHARES SIMON PROPERTY GROUP INC	Purchased	5/04/2012	8/24/2012
282	5 SHARES SIMON PROPERTY GROUP INC	Purchased	5/04/2012	9/20/2012
283	3 SHARES SIMON PROPERTY GROUP INC	Purchased	5/04/2012	11/06/2012
284	2 SHARES SL GREEN REALTY CORP COM	Purchased	5/04/2012	8/07/2012
285	2 SHARES SOVRAN SELF STORAGE INC COM	Purchased	5/04/2012	10/11/2012
286	53 SHARES STARWOODHOTELS & RESORTS WORLDWIDE	Purchased	5/04/2012	8/07/2012
287	37 SHARES STRATEGIC HOTELS & RESORTS INC	Purchased	5/04/2012	10/11/2012
288	16 SHARES STRUM RUGER & CO INC	Purchased	7/13/2011	5/04/2012
289	3 SHARES SYSCO CORP COM	Purchased	7/13/2011	1/25/2012
290	18 SHARES SYSCO CORP COM	Purchased	7/13/2011	3/05/2012
291	3939.076 SHARES T ROWE PRICE REAL ESTATE FD	Purchased	8/06/2008	5/02/2012
292	4191.316 SHARES T ROWE PRICE SMALL CAP STOCK	Purchased	Various	5/02/2012
293	20 SHARES TANGER FACTORY OUTLET CTR	Purchased	5/04/2012	11/06/2012
294	1166.811 SHARES TCW SMALL CAP GROWTH FUND	Purchased	1/28/2010	5/02/2012
295	99 SHARES TELEPHONE AND DATA SYSTEMS	Purchased	Various	5/15/2012
296	.25 SHARES TENET HEALTHCARE CORPORATION	Purchased	7/13/2011	10/15/2012
297	190 SHARES TEVA PHARMACEUTICAL INDUST	Purchased	Various	12/24/2012
298	1355 SHARES TEXAS INSTRUMENTS INC	Purchased	10/20/2003	5/04/2012
299	355 SHARES TIMKEN CO	Purchased	2/03/2012	5/04/2012
300	390 SHARES TIMKEN CO	Purchased	10/19/2011	11/07/2012
301	145 SHARES TIMKEN CO	Purchased	2/03/2012	11/07/2012
302	5 SHARES TJX COS INC NEW	Purchased	5/03/2012	6/26/2012
303	16 SHARES TJX COS INC NEW	Purchased	5/03/2012	8/02/2012
304	9 SHARES TJX COS INC NEW	Purchased	5/03/2012	9/25/2012
305	255 SHARES TYCO INTERNATIONAL LTD NEW	Purchased	4/27/2011	5/04/2012
306	14 SHARES TYCO INTERNATIONAL LTD NEW	Purchased	5/03/2012	8/27/2012

Statement 7 (continued)
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Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
307	158 SHARES UDR INC	Purchased	5/03/2012	6/11/2012
308	154 SHARES UDR INC	Purchased	Various	6/12/2012
309	10 SHARES UDR INC	Purchased	5/04/2012	7/11/2012
310	16 SHARES UDR INC	Purchased	5/04/2012	11/06/2012
311	75 SHARES UDR INC	Purchased	Various	12/06/2012
312	205 SHARES UNITEDHEALTH GROUP INC	Purchased	3/01/2011	5/04/2012
313	845 SHARES UNUM GROUP	Purchased	2/04/2010	5/04/2012
314	480 SHARES UNUM GROUP	Purchased	2/04/2010	12/13/2012
315	25000 US TREASURY BOND 7.125%	Purchased	4/30/1993	5/07/2012
316	25000 US TREASURY BOND 7.125%	Purchased	4/30/1993	7/02/2012
317	50000 US TREASURY BOND 7.5%	Purchased	12/02/1994	5/07/2012
318	50000 US TREASURY BOND 7.5%	Purchased	12/02/1994	7/02/2012
319	5000 US TREASURY NOTE 2.625%	Purchased	5/08/2012	12/21/2012
320	2184.637 SHARES VANGUARD INFLAT-PROT SECS-ADM	Purchased	8/06/2008	5/02/2012
321	17 SHARES VARIAN MED SYS INC	Purchased	5/08/2012	5/30/2012
322	10 SHARES VARIAN MED SYS INC	Purchased	5/08/2012	6/19/2012
323	40 SHARES VARIAN MED SYS INC	Purchased	5/08/2012	6/28/2012
324	10 SHARES VENTAS INC COM	Purchased	5/04/2012	5/23/2012
325	4 SHARES VENTAS INC COM	Purchased	5/04/2012	8/24/2012
326	6 SHARES VENTAS INC COM	Purchased	5/04/2012	12/19/2012
327	2000 VERIZON COMM 6.1%	Purchased	5/24/2012	9/19/2012
328	5 SHARES VORNADO REALTY 7.875%	Purchased	5/04/2012	9/11/2012
329	7 SHARES WEINGARTEN RLTY INVS	Purchased	5/24/2012	9/11/2012
330	9 SHARES WEINGARTEN RLTY INVS	Purchased	5/24/2012	10/17/2012
331	4 SHARES WEINGARTEN RLTY INVS	Purchased	5/24/2012	10/31/2012
332	4 SHARES WEINGARTEN RLTY INVS	Purchased	5/24/2012	11/19/2012
333	60 SHARES WESTFIELD GROUP - ADR	Purchased	5/04/2012	8/07/2012
334	8 SHARES WEYERHAEUSER CO	Purchased	Various	10/11/2012
335	1 SHARE WHITE MTNS INS GROUP	Purchased	5/03/2012	7/05/2012
336	21 SHARES WILLIS GROUP HOLDINGS PLC	Purchased	Various	12/03/2012
337	53 SHARES WILLIS GROUP HOLDNIGS PLC	Purchased	5/03/2012	12/03/2012
338	26 SHARES WPX ENERGY INC	Purchased	Various	1/25/2012
339	315 SHARES WYNN RESORTS LTD	Purchased	6/10/2011	2/08/2012
340	33 SHARES YUM BRANDS INC	Purchased	Various	7/02/2012
341	720 SHARES 3M CO	Purchased	1/17/2008	5/04/2012

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	5,869.		5,163.	706.				$ 706.
2	22,233.		18,359.	3,874.				3,874.
3	7.		7.	0.				0.
4	1,787.		1,884.	-97.				-97.
5	49,285.		35,277.	14,008.				14,008.
6	19.		16.	3.				3.
7	19.		18.	1.				1.
8	4,876.		2,410.	2,466.				2,466.
9	49,465.		26,727.	22,738.				22,738.
10	29,528.		31,795.	-2,267.				-2,267.
11	40,759.		16,530.	24,229.				24,229.
12	2,134.		2,150.	-16.				-16.
13	250.		213.	37.				37.
14	326.		285.	41.				41.
15	42,678.		29,969.	12,709.				12,709.

Statement 7 (continued)
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Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
16	556.		517.	39.				$ 39.
17	999.		854.	145.				145.
18	362.		334.	28.				28.
19	1,923.		1,759.	164.				164.
20	300.		267.	33.				33.
21	599.		678.	-79.				-79.
22	37,220.		31,773.	5,447.				5,447.
23	20,195.		16,225.	3,970.				3,970.
24	978.		630.	348.				348.
25	738.		467.	271.				271.
26	1,839.		1,279.	560.				560.
27	102,055.		72,500.	29,555.				29,555.
28	22,503.		15,491.	7,012.				7,012.
29	2,447.		2,372.	75.				75.
30	288.		291.	-3.				-3.
31	283.		291.	-8.				-8.
32	228.		210.	18.				18.
33	200.		189.	11.				11.
34	254.		246.	8.				8.
35	992.		1,149.	-157.				-157.
36	116.		128.	-12.				-12.
37	556.		638.	-82.				-82.
38	344.		383.	-39.				-39.
39	2,062.		2,809.	-747.				-747.
40	28,437.		30,448.	-2,011.				-2,011.
41	5,606.		4,927.	679.				679.
42	251.		253.	-2.				-2.
43	1,317.		1,306.	11.				11.
44	49,508.		43,441.	6,067.				6,067.
45	329.		323.	6.				6.
46	535.		546.	-11.				-11.
47	1,070.		1,142.	-72.				-72.
48	1,100.		1,142.	-42.				-42.
49	25,787.		16,855.	8,932.				8,932.
50	604.		632.	-28.				-28.
51	303.		326.	-23.				-23.
52	1,379.		1,523.	-144.				-144.
53	6,896.		7,109.	-213.				-213.
54	460.		491.	-31.				-31.
55	513.		552.	-39.				-39.
56	224.		245.	-21.				-21.
57	683.		797.	-114.				-114.
58	169.		184.	-15.				-15.
59	1,091.		1,165.	-74.				-74.
60	1,291.		1,349.	-58.				-58.
61	1,535.		1,533.	2.				2.
62	504.		491.	13.				13.
63	712.		736.	-24.				-24.
64	1,380.		999.	381.				381.
65	758.		891.	-133.				-133.
66	482.		476.	6.				6.
67	657.		668.	-11.				-11.
68	3,759.		4,954.	-1,195.				-1,195.

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
69	23,772.		18,956.	4,816.				$ 4,816.
70	6,469.		7,267.	-798.				-798.
71	38,337.		30,029.	8,308.				8,308.
72	872.		813.	59.				59.
73	35,270.		19,319.	15,951.				15,951.
74	895.		733.	162.				162.
75	5,894.		4,437.	1,457.				1,457.
76	2,287.		2,128.	159.				159.
77	279.		278.	1.				1.
78	1,236.		1,234.	2.				2.
79	358.		346.	12.				12.
80	2,626.		2,693.	-67.				-67.
81	1,125.		1,134.	-9.				-9.
82	1,125.		1,134.	-9.				-9.
83	1,134.		1,125.	9.				9.
84	17,641.		15,594.	2,047.				2,047.
85	825.		828.	-3.				-3.
86	22.		22.	0.				0.
87	65.		66.	-1.				-1.
88	81.		101.	-20.				-20.
89	357.		370.	-13.				-13.
90	1,330.		1,336.	-6.				-6.
91	714.		742.	-28.				-28.
92	494.		501.	-7.				-7.
93	221.		209.	12.				12.
94	1,981.		1,777.	204.				204.
95	997.		858.	139.				139.
96	176.		149.	27.				27.
97	571.		394.	177.				177.
98	128.		80.	48.				48.
99	2,484.		1,756.	728.				728.
100	52.		53.	-1.				-1.
101	208.		211.	-3.				-3.
102	426.		341.	85.				85.
103	26,232.		25,416.	816.				816.
104	275.		277.	-2.				-2.
105	295.		325.	-30.				-30.
106	1,054.		1,065.	-11.				-11.
107	2,329.		2,328.	1.				1.
108	525.		500.	25.				25.
109	41,406.		20,220.	21,186.				21,186.
110	3,808.		4,570.	-762.				-762.
111	761.		723.	38.				38.
112	159.		150.	9.				9.
113	326.		301.	25.				25.
114	854.		874.	-20.				-20.
115	1,109.		1,310.	-201.				-201.
116	1,086.		1,201.	-115.				-115.
117	1,959.		2,028.	-69.				-69.
118	206.		251.	-45.				-45.
119	1,028.		1,205.	-177.				-177.
120	382.		422.	-40.				-40.
121	1,427.		1,245.	182.				182.

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
122	1,201.		1,046.	155.				$ 155.
123	187.		188.	-1.				-1.
124	521.		535.	-14.				-14.
125	3,736.		4,686.	-950.				-950.
126	151.		152.	-1.				-1.
127	906.		985.	-79.				-79.
128	292.		315.	-23.				-23.
129	269.		276.	-7.				-7.
130	2,976.		3,230.	-254.				-254.
131	8,307.		8,087.	220.				220.
132	5,580.		5,602.	-22.				-22.
133	300.		307.	-7.				-7.
134	425.		436.	-11.				-11.
135	5,215.		5,987.	-772.				-772.
136	295.		317.	-22.				-22.
137	300.		322.	-22.				-22.
138	288.		310.	-22.				-22.
139	356.		383.	-27.				-27.
140	366.		394.	-28.				-28.
141	372.		401.	-29.				-29.
142	322.		347.	-25.				-25.
143	366.		391.	-25.				-25.
144	471.		503.	-32.				-32.
145	546.		584.	-38.				-38.
146	575.		615.	-40.				-40.
147	643.		687.	-44.				-44.
148	563.		602.	-39.				-39.
149	15,216.		17,357.	-2,141.				-2,141.
150	644.		623.	21.				21.
151	1,031.		1,080.	-49.				-49.
152	2,501.		2,476.	25.				25.
153	23,102.		17,918.	5,184.				5,184.
154	1,116.		1,142.	-26.				-26.
155	552.		589.	-37.				-37.
156	17,561.		18,635.	-1,074.				-1,074.
157	117.		109.	8.				8.
158	116,157.		50,000.	66,157.				66,157.
159	1,209.		1,228.	-19.				-19.
160	1,533.		1,767.	-234.				-234.
161	1,296.		1,367.	-71.				-71.
162	265.		244.	21.				21.
163	239.		247.	-8.				-8.
164	45,035.		37,554.	7,481.				7,481.
165	535.		506.	29.				29.
166	4,599.		5,403.	-804.				-804.
167	231.		237.	-6.				-6.
168	202.		201.	1.				1.
169	15,000.		4,915.	10,085.				10,085.
170	54,676.		36,553.	18,123.				18,123.
171	6,837.		7,160.	-323.				-323.
172	8,581.		8,000.	581.				581.
173	7,871.		7,381.	490.				490.
174	516.		717.	-201.				-201.

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
175	66.		92.	-26.				$ -26.
176	1,507.		1,772.	-265.				-265.
177	16,985.		16,985.	0.				0.
178	96.		107.	-11.				-11.
179	20.		21.	-1.				-1.
180	253.		253.	0.				0.
181	178.		177.	1.				1.
182	25.		25.	0.				0.
183	151.		152.	-1.				-1.
184	26,079.		23,532.	2,547.				2,547.
185	130.		131.	-1.				-1.
186	208.		209.	-1.				-1.
187	185.		183.	2.				2.
188	210.		209.	1.				1.
189	916.		926.	-10.				-10.
190	150.		152.	-2.				-2.
191	50.		40.	10.				10.
192	1,055.		859.	196.				196.
193	48.		51.	-3.				-3.
194	3,056.		3,272.	-216.				-216.
195	56.		56.	0.				0.
196	56.		57.	-1.				-1.
197	1,533.		2,129.	-596.				-596.
198	1,493.		1,697.	-204.				-204.
199	17,304.		16,926.	378.				378.
200	109,342.		100,000.	9,342.				9,342.
201	178.		178.	0.				0.
202	607.		501.	106.				106.
203	434.		351.	83.				83.
204	668.		526.	142.				142.
205	30.		26.	4.				4.
206	2,490.		2,795.	-305.				-305.
207	97,770.		68,018.	29,752.				29,752.
208	397.		423.	-26.				-26.
209	381.		410.	-29.				-29.
210	14,030.		12,538.	1,492.				1,492.
211	538.		587.	-49.				-49.
212	618.		685.	-67.				-67.
213	16,329.		15,328.	1,001.				1,001.
214	705.		705.	0.				0.
215	320.		308.	12.				12.
216	113,013.		91,246.	21,767.				21,767.
217	33,497.		35,983.	-2,486.				-2,486.
218	146.		140.	6.				6.
219	40,672.		25,846.	14,826.				14,826.
220	2,798.		2,490.	308.				308.
221	414.		260.	154.				154.
222	920.		957.	-37.				-37.
223	298.		319.	-21.				-21.
224	50,913.		24,648.	26,265.				26,265.
225	1,897.		1,824.	73.				73.
226	431.		434.	-3.				-3.
227	16.		15.	1.				1.

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
228	44,579.		32,880.	11,699.				$ 11,699.
229	1,742.		2,006.	-264.				-264.
230	1,835.		1,859.	-24.				-24.
231	102.		101.	1.				1.
232	76.		76.	0.				0.
233	1,829.		2,272.	-443.				-443.
234	17.		14.	3.				3.
235	42.		39.	3.				3.
236	2,557.		1,312.	1,245.				1,245.
237	294.		228.	66.				66.
238	522.		476.	46.				46.
239	7,716.		7,291.	425.				425.
240	89,080.		50,000.	39,080.				39,080.
241	3,085.		2,945.	140.				140.
242	14,030.		5,322.	8,708.				8,708.
243	160,000.		157,004.	2,996.				2,996.
244	175.		180.	-5.				-5.
245	108,310.		50,168.	58,142.				58,142.
246	644.		723.	-79.				-79.
247	20,352.		12,401.	7,951.				7,951.
248	129.		140.	-11.				-11.
249	368.		351.	17.				17.
250	75.		76.	-1.				-1.
251	127.		127.	0.				0.
252	180.		189.	-9.				-9.
253	180.		189.	-9.				-9.
254	178.		178.	0.				0.
255	51.		51.	0.				0.
256	150.		152.	-2.				-2.
257	559.		575.	-16.				-16.
258	28,586.		31,190.	-2,604.				-2,604.
259	17,638.		16,786.	852.				852.
260	11,585.		10,267.	1,318.				1,318.
261	58.		54.	4.				4.
262	2,527.		2,466.	61.				61.
263	241.		226.	15.				15.
264	100.		102.	-2.				-2.
265	600.		610.	-10.				-10.
266	32.		34.	-2.				-2.
267	8.		9.	-1.				-1.
268	2,125.		2,027.	98.				98.
269	69.		56.	13.				13.
270	86,316.		40,000.	46,316.				46,316.
271	1,878.		1,957.	-79.				-79.
272	52.		66.	-14.				-14.
273	827.		1,109.	-282.				-282.
274	77.		79.	-2.				-2.
275	289.		288.	1.				1.
276	82.		79.	3.				3.
277	82.		79.	3.				3.
278	189.		183.	6.				6.
279	3,765.		4,133.	-368.				-368.
280	470.		462.	8.				8.

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
281	793.		770.	23.				$ 23.
282	816.		770.	46.				46.
283	457.		458.	-1.				-1.
284	160.		162.	-2.				-2.
285	116.		105.	11.				11.
286	2,801.		3,041.	-240.				-240.
287	225.		245.	-20.				-20.
288	920.		373.	547.				547.
289	90.		95.	-5.				-5.
290	529.		567.	-38.				-38.
291	84,020.		73,599.	10,421.				10,421.
292	148,582.		114,514.	34,068.				34,068.
293	636.		623.	13.				13.
294	34,433.		27,000.	7,433.				7,433.
295	2,181.		2,499.	-318.				-318.
296	6.		6.	0.				0.
297	7,300.		8,317.	-1,017.				-1,017.
298	43,332.		34,580.	8,752.				8,752.
299	19,951.		18,598.	1,353.				1,353.
300	15,915.		15,042.	873.				873.
301	5,917.		7,596.	-1,679.				-1,679.
302	216.		212.	4.				4.
303	716.		677.	39.				39.
304	407.		381.	26.				26.
305	14,336.		12,485.	1,851.				1,851.
306	792.		781.	11.				11.
307	4,093.		4,195.	-102.				-102.
308	3,988.		4,035.	-47.				-47.
309	259.		262.	-3.				-3.
310	391.		411.	-20.				-20.
311	1,719.		1,965.	-246.				-246.
312	11,736.		8,768.	2,968.				2,968.
313	20,068.		16,292.	3,776.				3,776.
314	10,037.		9,254.	783.				783.
315	37,618.		25,552.	12,066.				12,066.
316	38,242.		25,552.	12,690.				12,690.
317	65,123.		48,251.	16,872.				16,872.
318	64,687.		48,251.	16,436.				16,436.
319	5,190.		5,258.	-68.				-68.
320	62,000.		53,716.	8,284.				8,284.
321	1,038.		1,081.	-43.				-43.
322	598.		636.	-38.				-38.
323	2,309.		2,542.	-233.				-233.
324	565.		585.	-20.				-20.
325	256.		234.	22.				22.
326	378.		351.	27.				27.
327	2,495.		2,420.	75.				75.
328	143.		140.	3.				3.
329	178.		175.	3.				3.
330	228.		225.	3.				3.
331	101.		100.	1.				1.
332	101.		100.	1.				1.
333	1,232.		1,141.	91.				91.

Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
334	210.		168.	42.				$ 42.
335	510.		528.	-18.				-18.
336	712.		808.	-96.				-96.
337	1,797.		1,932.	-135.				-135.
338	379.		415.	-36.				-36.
339	36,152.		41,895.	-5,743.				-5,743.
340	2,139.		2,262.	-123.				-123.
341	64,606.		53,880.	10,726.				10,726.
							Total	$ 711,277.

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	ED & CLAUDE FORTSON CHARITABLE TRUST
Name:	organizations under these conditions.
Care Of:	
Street Address:	1 WEST 4TH STREET 4TH FLOOR
City, State, Zip Code:	WINSTON SALEM, NC 27101
Telephone:	
E-Mail Address:	
Form and Content:	No applications required or accepted.
Submission Deadlines:	
Restrictions on Awards:	

Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
JOHNSON BIBLE COLLEGE 7900 JOHNSON DRIVE KNOXVILLE, TN 37998	N/A	PUBLIC	EDUCATIONAL	$ 30,000.
BEREA CHRISTIAN CHURCH 37 WOOLSEY ROAD HAMPTON, GA 30228	N/A	PUBLIC	RELIGIOUS	42,000.
FLINT RIVER COUNCIL BSA 1361 ZEBULON ROAD GRIFFIN, GA 30224	N/A	PUBLIC	EDUCATIONAL	10,000.

Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
FORTSON YOUTH CAMP 999 FORTSON ROAD HAMPTON, GA 30228	N/A	PUBLIC	EDUCATIONAL	$ 42,000.
A FRIEND'S HOUSE 111 HENRY PARKWAY MCDONOUGH, GA 30253	N/A	PUBLIC	EDUCATIONAL	5,000.
HAMPTON UNITED METHODIST CHURCH 10 WEST MAIN STREET HAMPTON, GA 30228	N/A	PUBLIC	RELIGIOUS	42,000.
HENRY COUNCIL ON AGING 1050 FLORENCE MCGARITY BLVD MCDONOUGH, GA 30252	N/A	PUBLIC	EDUCATIONAL	12,500.
HENRY CO SCHOOL SYSTEM 1200 KEYS FERRY COURT MCDONOUGH, GA 30253	N/A	PUBLIC	EDUCATIONAL	20,000.
HENRY CO CANCER CENTER P.O. BOX 3417 MCDONOUGH, GA 30253	N/A	PUBLIC	SCIENTIFIC	12,500.
GENEALOGICAL SOCIETY OF HENRY COUNTY P.O. BOX 1296 MCDONOUGH, GA 30253	N/A	PUBLIC	EDUCATIONAL	10,000.
BEAR CREEK ASSOCIATION 140 OAK STREET HAMPTON, GA 30228	N/A	PUBLIC	EDUCATIONAL	10,000.
NOAH'S ARK REHAB CENTER 712 LG GRIFFIN ROAD LOCUST GROVE, GA 30248	N/A	PUBLIC	EDUCATIONAL	5,000.
FORTSON MEMORIAL GARDENS 251 GOZA ROAD FAYETTEVILLE, GA 30215	N/A	PUBLIC	RELIGIOUS	5,700.
			Total	$ 246,700.

PAGE 6 PART 8

WELLS FARGO COMPENSATION IS NOT INCLUDED ON PAGE 6 PART 8. HOWEVER, IT IS INCLUDED ON PAGE 1 PART 1 LINE 16 C AS OTHER PROFESSIONAL FEES.
THE TOTAL FEES PAID TO WELLS FARGO AS TRUSTEE WERE $ 103,624.

Form **8868** (Rev January 2013)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

#12533

OMB No 1545 1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extention 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. ED & CLAUDE FORTSON CHARITABLE TRUST	Employer identification number (EIN) or 58-6201850
	Number, street, and room or suite number. If a P.O. box, see instructions. 101 N INDEPENDENCE MALL EAST Y1372	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19106-2112	

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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► WELLS FARGO BANK

  Telephone No. ► 215-973-4574 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, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] calendar year 20 12 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

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

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	$ 8,276.
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	$ 5,380.
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	$ 2,896.

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.

- 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 or other filer, see instructions. ED & CLAUDE FORTSON CHARITABLE TRUST	Employer identification number (EIN) or 58-6201850
File by the extended due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. Melvin, Rooks & Howell, P.C. 1120 Zebulon Rd, P.O. BOX 59	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Griffin, GA 30224	

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 (section 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 care of ▶ WELLS FARGO BANK
  Telephone No. ▶ 215-973-4574 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 , 20 13.

5 For calendar year 2012 , or other tax year beginning ____ , 20 __, and ending ____ , 20 __.

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 obtain third party information needed in order to prepare an 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	$ 8,276.
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	$ 5,380.
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	$ 2,896.

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 ▶ [signature] CPA Title ▶ Agent Date ▶ 8-9-13