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Form. **990-PF** Department of the Treasury Internal Revenue Service

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements. OMB No 1545-0052

FOR	calei	idar year 2012 or tax year beginning		, and ending		
Na	me o	foundation			A Employer identificatio	n number
	HE	GODDARD FOUNDATION			58-6457988	3
		and street (or P O box number if mail is not delivered to street	address)	Room/suite	B Telephone number	
_ 3	339	O PEACHTREE ROAD NE SUI	TE 1200		404-442-5	500
		own, state, and ZIP code			C If exemption application is	pending, check here
_ 7	<u>TL</u>	ANTA, GA 30326		· · · · · · · · · · · · · · · · · · ·		_
G	Check	call that apply: Initial return	Initial return of a fo	rmer public charity	D 1. Foreign organization	is, check here
		Final return	Amended return		2 Foreign organizations m	section the 85% test
		Address change	Name change		Foreign organizations m check here and attach or	computation
H_		type of organization: X Section 501(c)(3) ex			E If private foundation st	
<u>-</u>			Other taxable private founda		under section 507(b)(1	(A), check here
		· ——	ing method: X Cash	Accrual	F If the foundation is in a	
	<i>rom i</i> ►\$	Part II, col. (c), line 16) U 883,946. (Part I, colu	ther (specify)	naere)	under section 507(b)(1)(B), check here
					(a) Advested not	(d) Disbursements
•	u	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	300,000.		N/A	(casir basis only)
)	2	Check fit the foundation is not required to attach Sch B	300,000.	•	11/21	
)	3	Interest on savings and temporary cash investments	33.	33.		STATEMENT 1
, 3	4	Dividends and interest from securities	10,815.	7,487.		STATEMENT 2
4	5a	Gross rents		.,,,,,,,		
J	Ь	Net rental income or (loss)				
))	6a	Net gain or (loss) from sale of assets not on line 10	1,568.			
ב ב	b	Gross sales price for all assets on line 8a 1,568.				
Revenue	7	Capital gain net income (from Part IV, line 2)		1,568.		
5 a	8	Net short-term capital gain				
	9	Income modifications				
้ก	10a	Gross sales less returns and allowances			.,	
	b	Less Cost of goods sold				
	C	Gross profit or (loss)				
	11	Other income				ļ
	12	Total. Add lines 1 through 11	312,416.	9,088.		
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				<u> </u>
ses		Pension plans, employee benefits Legal fees				
		Accounting fees STMT 3	2,511.	0.		0.
ă×	ן ,	Other professional fees	2,31	DECENTER.		0.
Б	17	Interest		PECENEL	<u> </u>	
Operating and Administrative Expen	18	Taxes	<u> </u>		120	
ist	19	Depreciation and depletion	2-65	JUL 08 2013	080	
Ë	20	Occupancy	ш		18	
¥	21	Travel, conferences, and meetings		OGDFN II		
and	22	Printing and publications		OUDLIN, U		
ğ	23	Other expenses				
rati	24	Total operating and administrative				
be		expenses. Add lines 13 through 23	2,511.	0.	···-	0.
J	25	Contributions, gifts, grants paid	189,999.			189,999.
	26	Total expenses and disbursements.		_		
	<u> </u>	Add lines 24 and 25	192,510.	0.		189,999.
	27	Subtract line 26 from line 12:	440 000			
	1	Excess of revenue over expenses and disbursements	119,906.	2 222		
	ŀ	Net investment income (if negative, enter -0-)		9,088.	37/-	
2235	01	Adjusted net income (if negative, enter -0-)			N/A	5/ 000 DE (0040)

12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

<u>Fo</u>	m 99	00-PF (2012) THE GODDARD FOUNDATION		58-	6457988 Page 2
F	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	
_		Column should be for the or year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	70.464	100 000	100 266
	1	Savings and temporary cash investments	79,461.	199,367.	199,366.
	3	Accounts receivable ► Less: allowance for doubtful accounts ►	j		
	۱,	Pledges receivable			
	"	Less: allowance for doubtful accounts			
	5	Grants receivable		. - .	
	6	Receivables due from officers, directors, trustees, and other	-		
	ľ	disqualified persons			
	7	Other notes and loans receivable			
	'	Less: allowance for doubtful accounts			
s	8	Inventories for sale or use			
Assets	1	Prepaid expenses and deferred charges			
As	1	Investments - U.S. and state government obligations			
		Investments - corporate stock STMT 4	445,323.	445,323.	684,580.
	1	Investments - corporate bonds	113,323	113/3231	001/3001
	11	Investments - land, buildings, and equipment, basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis			
		Less accumulated depreciation			
	15	Other assets (describe ▶			·
	16	Total assets (to be completed by all filers)	524,784.	644,690.	883,946.
	1	Accounts payable and accrued expenses	-	-	
	18	Grants payable			
S	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
iabi	21	Mortgages and other notes payable			
1	22	Other liabilities (describe)			
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
ιΩ.		and complete lines 24 through 26 and lines 30 and 31.			
Š	24	Unrestricted			
ä	25	Temporarily restricted			
Fund Balances	26	Permanently restricted			
Š		Foundations that do not follow SFAS 117, check here			
F		and complete lines 27 through 31.			
Net Assets or	27	Capital stock, trust principal, or current funds	0.	0.	
SSe	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
¥	29	Retained earnings, accumulated income, endowment, or other funds	524,784.	644,690.	
ž	30	Total net assets or fund balances	524,784.	644,690.	
		T. 10 100	F04 704	C44 C00	
_	31	Total liabilities and net assets/fund balances	524,784.	644,690.	
P	<u>art</u>	III Analysis of Changes in Net Assets or Fund Ba	alances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line 3			
		t agree with end-of-year figure reported on prior year's return)	,,,	,	524,784.
		amount from Part I, line 27a		1 2	119,906.
		Increases not included in line 2 (itemize)		3	119,900.
		ines 1, 2, and 3		4	644,690.
		eases not included in line 2 (itemize)		5	0.00.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, col	lumn (b), line 30	6	644,690.
					Form 990-PF (2012)
223 12-	511)5-12				` '

12170508 133109 08433

(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.)			P - P D - D	v acquired urchase onation	(c) Date (mo., c	acquired lay, yr.)	(d) Date sold (mo., day, yr.)		
1a CAPITAL GAINS	DIVID	ENDS							
<u>b</u>									
<u>C</u>					ļ				
<u>d</u>			· ·		<u> </u>	_			
<u>e</u>	(f) Der	preciation allowed	(a) Cos	st or other basis			/h) G	ain or (loss)	\ \
(e) Gross sales price		or allowable)		xpense of sale				s (f) minus (
a 1,568									1,568
b								-	
C									
d	ļ								
Complete ask for assets show		luma (h) and auraid h		40/04/00					
Complete only for assets show			_			C	(I) Gains (C ol. (k). but	Col. (h) gain not less thai	minus n -0-) or
(i) F.M.V. as of 12/31/69		Adjusted basis s of 12/31/69		cess of col. (i) col. (j), if any		·		(from col. (
a	-								1,568
b									<u> </u>
С									
d									
e									
Capital gain net income or (net	capital loss)	If gain, also ent	ter in Part I, line -0- in Part I, line	7 7	}	!			1,568
Net short-term capital gain or (I	loss) as define	-							
If gain, also enter in Part I, line		` '	` '		<i>]</i>				
or optional use by domestic priva	8 Under Secate foundations	•				tment Ir	come	N/A	
Part V Qualification For optional use by domestic prival f section 4940(d)(2) applies, leave Vas the foundation liable for the se f "Yes," the foundation does not que	8 Under Secate foundations this part blank ection 4942 taxualify under sec	s subject to the section k. x on the distributable a	n 4940(a) tax on a 4940(a) tax on the tax of	net investment in ear in the base pe irt.	ncome.)	tment Ir	come	N/A	
Part V Qualification For optional use by domestic private section 4940(d)(2) applies, leave was the foundation liable for the set of "Yes," the foundation does not qualified amount in	8 Under Secate foundations this part blank ection 4942 taxualify under sec	s subject to the section k. x on the distributable a	n 4940(a) tax on a 4940(a) tax on the tax of	net investment in ear in the base pe irt.	ncome.)	tment Ir	come		Yes X No
Part V Qualification For optional use by domestic prival f section 4940(d)(2) applies, leave Vas the foundation liable for the se f "Yes," the foundation does not que	8 Under Secate foundations this part blank ection 4942 tax ualify under secan each column	s subject to the section k. x on the distributable a ction 4940(e). Do not of for each year; see the (b) Adjusted qualifying d	n 4940(a) tax on a mount of any yest complete this particular instructions be a stributions	net investment in ear in the base pe irt.	ncome.) riod? ntries. (c) ncharita	ole-use asse	s	Distrib	Yes X No (d) ultion ratio rided by col. (c))
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Part V Qualification For optional use by domestic private section 4940(d)(2) applies, leave was the foundation liable for the set appropriate amount in the	8 Under Secate foundations this part blank ection 4942 tax ualify under secan each column ning in) e 5-year base part base in tence if less the	s subject to the section k. x on the distributable a ction 4940(e). Do not of for each year; see the (b) Adjusted qualifying d 1 1 period - divide the tota an 5 years	mount of any year instructions be instributions 43,654. 74,317. 28,120. 97,362. 58,474.	net investment in ear in the base pe irt. fore making any e Net value of no	ncome.) riod? entries. (c) nncharita	ole-use asse 317,05 176,17 363,28 222,37 40,38	s 3. 7. 9. 7. 6.	Distrib	Yes X No (d) oution ratio ided by col. (c)) • 42060 • 15607 • 35266 • 27321 • 13896 1.34151 • 26830 715,538
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Part V Qualification For optional use by domestic private frection 4940(d)(2) applies, leave was the foundation liable for the set in Yes,* the foundation does not question the appropriate amount in a Base period years Calendar year (or tax year begin 2011 2010 2009 2008 2007 Total of line 1, column (d) Average distribution ratio for the the foundation has been in existing the foundation has been in existing the foundation of the foundation has been sent in column (d). The foundation has been in existing the foundation has been in existence the	8 Under Secate foundations this part blank ection 4942 tax valify under secan each column ning in) e 5-year base partence if less the	s subject to the section k. x on the distributable a ction 4940(e). Do not o for each year; see the (b) Adjusted qualifying d 3 1 1 period - divide the tota an 5 years s for 2012 from Part X	mount of any year instructions be instributions 43,654. 74,317. 28,120. 97,362. 58,474.	net investment in ear in the base pe irt. fore making any e Net value of no	ncome.) riod? entries. (c) nncharita	ole-use asse 317,05 176,17 363,28 222,37 40,38	s 3. 7. 9. 7. 6.	Distrib	Yes X No (d) pution ratio rided by col. (c)) . 42060 . 15607 . 35266 . 27321 . 13896 1.34151 . 26830 715,538 191,981
Part V Qualification For optional use by domestic private frection 4940(d)(2) applies, leave frection 4940(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(8 Under Secate foundations this part blank ection 4942 tax valify under secan each column ning in) e 5-year base part before if less that able-use asset	s subject to the section k. x on the distributable a ction 4940(e). Do not o for each year; see the (b) Adjusted qualifying d 3 1 1 period - divide the tota an 5 years s for 2012 from Part X	mount of any year instructions be instributions 43,654. 74,317. 28,120. 97,362. 58,474.	net investment in ear in the base pe irt. fore making any e Net value of no	ncome.) riod? entries. (c) nncharita	ole-use asse 317,05 176,17 363,28 222,37 40,38	s 3. 7. 9. 7. 6. 2 3 4 5	Distrib	Yes X No (d) oution ratio rided by col. (c)) . 42060 . 15607 . 35266 . 27321 . 13896 1.34151 . 26830 715,538 191,981 91 192,072
Part V Qualification For optional use by domestic private frection 4940(d)(2) applies, leave frection 4940(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(8 Under Secate foundations this part blank ection 4942 tax valify under secan each column ning in) e 5-year base intended if less the able-use asset ome (1% of Pa	s subject to the section k. x on the distributable a ction 4940(e). Do not of for each year; see the (b) Adjusted qualifying d 3 1 1 1 1 period - divide the total an 5 years s for 2012 from Part X	imount of any year instructions be instructions be instructions 43,654.74,317.28,120.97,362.58,474.	ear in the base pe irt. fore making any e Net value of no	ncome.) riod? ntries. (c) ncharita 1,:	ole-use asse 317,05 476,17 363,28 722,37 40,38	s 3. 7. 9. 7. 6.	Distrib	Yes X No (d) pution ratio rided by col. (c)) . 42060 . 15607 . 35266 . 27321 . 13896 1.34151 . 26830 715,538 191,981

	n 990-PF (2012) THE GODDARD FOUNDATION	!	<u> 58-</u>	6457	988		Page 4
Pa	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(c)	e), or 49	948	- see i	nstru	ctio	ns)
1a	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)	1					-
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕒 🔲 and enter 1%	}	_1_			1	82.
	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).	ノー	***	-		•	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	L	2				0.
3	Add lines 1 and 2		3			1	82.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	L	_4				<u>0.</u>
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5			1	<u>82.</u>
6	Credits/Payments:				•		
а	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 1,	556.		,		*	*,
b	Exempt foreign organizations - tax withheld at source 6b			,		.7.	
C	Tax paid with application for extension of time to file (Form 8868)			*		, 'y	
d	Backup withholding erroneously withheld 6d 6d						
7	Total credits and payments. Add lines 6a through 6d		7_			<u>1,5</u>	<u>56.</u>
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_				
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	▶	10	ļ		<u>1,3</u>	<u>74.</u>
	Enter the amount of line 10 to be: Credited to 2013 estimated tax	ded 🖊	_11_				<u>0.</u>
	art VII-A Statements Regarding Activities						
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or	intervene i	ın			Yes	
	any political campaign?				1a		X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for defi				1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials	publishe	d or				
	distributed by the foundation in connection with the activities.				_		
	Did the foundation file Form 1120-POL for this year?				1c		X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	0					
	(1) On the foundation. ▶ \$ \$ \$	0.					
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundat	tion					
	managers. ► \$ 0.						.
	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						
	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorp	oration, oi	ſ				.
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes				3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		18.7	/ A	4a		
	If "Yes," has it filed a tax return on Form 990-T for this year?		1/	I/ A	5		X
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?				<u> </u>		
	If "Yes," attach the statement required by General Instruction T. 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 ctate	law				
	remain in the governing instrument?	i ilie State	Iaw		6	х	
7	Did the foundation have at least \$5,000 in assets at any time during the year?				7	X	
	If "Yes," complete Part II, col (c), and Part XV				:		_
	Enter the states to which the foundation reports or with which it is registered (see instructions)						
υ α	GA					4	,
h	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designation)	 e)					
	of each state as required by General Instruction G? If "No," attach explanation	٠,			8b	X	
	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5)	5) for caler	ndar		- 55		 .
	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	,			9		X.
	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and address	242			10		x

	990-PF (2012) THE GODDARD FOUNDATION Part VII-A Statements Regarding Activities (continued)	58-6457	988		Page 5
		<u> </u>			
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		<u> </u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ► NONE				
14		-404-44		<u>500</u>	
	Located at ► 3390 PEACHTREE ROAD NE, SUITE 1200, ATLANTA, GA	ZIP+4 ▶ 30	<u> 326</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			. ▶	
		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,		ı	Yes	No
	securities, or other financial account in a foreign country?		16		<u>X</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign				
Pa	country Int VII-B Statements Regarding Activities for Which Form 4720 May Be Required				
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	es 🗶 No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		'es X No			
		es X No			
		es X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available				
		es X 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	es X No			
	termination of government service, if terminating within 90 days.) If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	es LAL No			
U	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	16		
	Organizations relying on a current notice regarding disaster assistance check here	N/A	10		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected				
_	before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation				
	defined in section 4942(j)(3) or 4942(j)(5)):				
а	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?	'es X No			
	If "Yes," list the years				
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 attack				
	statement - see instructions.)	N/A	2b		
	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.				
3.	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
Jđ		es X No			
h	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons at				
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to (
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule (
	Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	,	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpos	se that			
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		<u> </u>
		For	n 990	-PF (2012)

orm 990-PF (2012) THE GODDARD FOUNDATION			<u>58-64579</u>	<u> 889</u>		Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be F	Required (contin	ued)			
5a During the year did the foundation pay or incur any amount to:						}
(1) Carry on propaganda, or otherwise attempt to influence legislation (sectio	n 4945(e))?	Y	es 🗶 No			
(2) Influence the outcome of any specific public election (see section 4955); of	or to carry on, directly or indire	ectly,				
any voter registration drive?			s X No			
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Y	s X No			
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section					
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y	es 🗶 No			
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or t	for				
the prevention of cruelty to children or animals?			es X No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described	ın Regulations				
section 53.4945 or in a current notice regarding disaster assistance (see instru		-	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check h	•					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption f		ıned			15	1
expenditure responsibility for the grant?		I/A 🔲 Y	es 🔲 No		*	
If "Yes," attach the statement required by Regulations section 53.494						
6a Did the foundation, during the year, receive any funds, directly or indirectly, to						
a personal benefit contract?	pay promise on		es X No		,	,
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	personal benefit contract?			6ь		х
If "Yes" to 6b, file Form 8870.	ordenar bonom commune					
7a At any time during the tax year, was the foundation a party to a prohibited tax s	shelter transaction?		es X No			
b If "Yes," did the foundation receive any proceeds or have any net income attribute.			N/A	7b		
Information About Officers Directors Trust		nagers Highly				
Part VIII Paid Employees, and Contractors	ooo, i oundution me	agoro,g	•			
List all officers, directors, trustees, foundation managers and their	compensation.					
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans	T-(e) Exp	enșe
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	"	count, allowa	
OBERT C GODDARD III	TRUSTEE			\dagger		
390 PEACHTREE ROAD NE SUITE 1200			1			
ATLANTA, GA 30326	0.00	0.	0.			0.
2222111	0.00			1		
						
	-					
				+		
	1			1		
	1			1		
Compensation of five highest-paid employees (other than those inc	luded on line 1) If none	enter "NONE "				
Compensation of the highest-paid employees (other than those inc	(b) Title, and average	enter NONE.	(d) Contributions to	1	e) Exp	епѕе
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deterred	ad	(e) Exp count, allowa	other
1701777	devoted to position		compensation		allowa	lices
NONE	-					
	-					
			 		_	
	-					
		ļ		-		
				1.		
	ļ					
		<u> </u>	<u></u>			
otal number of other employees paid over \$50,000						0

Form 990-PF (2012) THE GODDARD FOUNDATION 5	<u> 8-645798</u>	88 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000 (b) Type of service	:е (с	Compensation
NONE		
		- <u>-</u>
	į	
Table pumber of others recovered over \$50,000 for another control and another control another control and another control another control and another control and another control and another control and another control another cont	D	0
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Ex	penses
1 N/A	-	
IN/A		
2		
3		
4		
D. A.W. D. Lo.		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	An	nount
1 <u>N/A</u>		
	 	0
2		0.
	-	
	$\overline{}$	
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	>	0.
	Form S	990-PF (2012)

P	Art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	656,670.
b	Average of monthly cash balances	1b	656,670. 69,765.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	726,435
е	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	726,435.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,897.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	715,538.
6_	Minimum investment return. Enter 5% of line 5	6	35,777.
Р	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here and do not complete this part.)	d certain	
1	Minimum investment return from Part X, line 6	1	35,777.
2a	Tax on investment income for 2012 from Part VI, line 5		
b	Income tax for 2012. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	182.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	35,595.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	35,595.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	35,595.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	189,999.
b	Program-related investments - total from Part IX-B	1b	0.
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:		
	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	<u> 189,999.</u>
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	189,999.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	jualifies fo	r the section

Form **990-PF** (2012)

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				35,595.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 102, 297.				
b From 2008 161,859.				
c From 2009 110, 496.				
d From 2010 51, 281.				
e From 2011 302,883.	720 016			
f Total of lines 3a through e	728,816.			
4 Qualifying distributions for 2012 from				
Part XII, line 4: ► \$ 189,999.			0	
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior		0.		
years (Election required - see instructions) c Treated as distributions out of corpus		U•		
(Election required - see instructions)	0.			
d Applied to 2012 distributable amount				35,595.
e Remaining amount distributed out of corpus	154,404.		, , , , , , , , , , , , , , , , , , , 	33,333.
5 Excess distributions carryover applied to 2012	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a))				<u> </u>
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	883,220.			
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 instr.			0.	
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				v
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007	100 000			
not applied on line 5 or line 7	102,297.			
9 Excess distributions carryover to 2013.	700 000			
Subtract lines 7 and 8 from line 6a	780,923.		· · · · · · · · · · · · · · · · · · ·	
10 Analysis of line 9:				
a Excess from 2008 b Excess from 2009 110, 496.				
c Excess from 2010 51, 281.	İ			
d Excess from 2011 302,883.				
e Excess from 2012 154, 404.				
6 EVOCOS HOTH TO IS 134, 404.				Form 000_DE (2012)

Part XIV Private Operating F	DARD_FOUNDA		A guestion (I)		3-645/988 Page 10
1 a If the foundation has received a ruling or			-A, question 9)	N/A	
foundation, and the ruling is effective for		, , ,			
b Check box to indicate whether the found	•	•	n anation	4942(j)(3) or	4942(J)(5)
2 a Enter the lesser of the adjusted net	Tax year	ig louiluation described i	Prior 3 years	1 4542(J)(5) 01 1	1 4942()(3)
income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
	(4) 2012	(0) 2011	(0) 20 10	(4) 2000	(5) 10121
investment return from Part X for					
each year listed b 85% of line 2a					-
 Qualifying distributions from Part XII, line 4 for each year listed 					
d Amounts included in line 2c not			<u> </u>	 	
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)(j) 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)	<u> </u>				
(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 Info	mation (Comple	to this part only	if the foundati	ion had \$5 000	or more in coasts
at any time during the			ii the loundati	ion nau \$5,000	or more in assets
					
 Information Regarding Foundation List any managers of the foundation who 	•	than 2% of the total contr	abutions received by	the foundation before	the close of any tay
year (but only if they have contributed m			ibulions received by	the foundation before	the close of any tax
ROBERT C GODDARD III	. , , ,	(// / /			
b List any managers of the foundation who	n own 10% or more of th	e stock of a cornoration (or an equally large o	ortion of the ownershi	n of a partnerchip or
other entity) of which the foundation has			or arrequary range p	ortion of the ownership	or a partificially of
NONE					
2 Information Regarding Contribution	on Grant Gift Loan	Scholarship etc. Dr	ograme:		.
Check here ► X if the foundation of				see not accept uncollect	rad ranuacte for funde. If
the foundation makes gifts, grants, etc. (see instructions) to indiv	iduals or organizations u	nder other condition:	s. complete items 2a. t	o. c. and d.
a The name, address, and telephone numb					
N/A	701 01 0 mail of the person	ii to wilom applications s	noma oc addi cooca.		
.,,					
b The form in which applications should be	e submitted and informat	non and materials they sh	only include.		
2 The form in Which applications should be	5 555 miles and mornial	ion and materials they sh	ould include.		
c Any submission deadlines:		 			_
d Any restrictions or limitations on awards	, such as by geographica	ıl areas, charitable fields.	kınds of institutions.	or other factors:	
-	, o o ,	,,	· ,		
223601 12-05-12					Form 990-PF (2012)

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Purpose of grant or Foundation show any relationship to **Amount** any foundation manager or substantial contributor status of contribution Name and address (home or business) recipient a Paid dunng the year ALTUS HOUSE HOSPICE N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 150. PIEDMONT DRIVING CLUB N/A PUBLIC CHARITY GENERAL OPERATING BUDGET 150, ATLANTA GA EMORY UNIVERSITY N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 110,150. ZOO ATLANTA N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 15,859. THE 300 CLUB OF ATLANTA N/A PUBLIC CHARITY GENERAL OPERATING BUDGET <u>ATLANTA</u> GA 245. SEE CONTINUATION SHEET(S) ➤ 3a Total 189 999. b Approved for future payment NONE Total **≥** 3b

223611 12-05-12

Fait Avi-A Analysis of income-Producing Activities	Part XVI-A	Analysis of Income-Producing Activities
--	------------	---

Enter gross amounts unless otherwise indicated.	Unrelat	ed business income		ded by section 512, 513, or 514	(e)
Enter gross amounts amous sensitivities indicated.	(a)	(b)	(C) Exclu-	(d)	Related or exempt
1 Program service revenue:	Business code	Amount	sion	Amount	function income
a					
b					
c					
d			\vdash		
e					-
g Fees and contracts from government agencies			 		
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments					33.
4 Dividends and interest from securities			 		10,815.
5 Net rental income or (loss) from real estate:			 	<u></u>	10,013
a Debt-financed property					
b Not debt-financed property	<u> </u>	-			<u> </u>
6 Net rental income or (loss) from personal			 		
• • •	-				
property 7 Other investment income					
7 Other investment income					
8 Gain or (loss) from sales of assets other	İ				1 560
than inventory	-				1,568.
9 Net income or (loss) from special events	-				
10 Gross profit or (loss) from sales of inventory	-	<u></u>	 		
11 Other revenue:					
<u> </u>			 		
b					
C					
d					
e			 		10 115
12 Subtotal. Add columns (b), (d), and (e)	<u> </u>	0.	L	0.	
13 Total. Add line 12, columns (b), (d), and (e)				13	12,416.
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities t	the Acc	omplishment of Ex	emp	t Purposes	
Explain below how each activity for which inco the foundation's exempt purposes (other than	-	• •	contri	outed importantly to the accon	iplisnment of
				TMIRO HRID MO	MATCE
3,4 DIVIDEND AND INTEREST			CUR	TTIES HELD TO	MAKE
ORGANIZATION'S CHARITAI				DOID TOTO HOL	D MO MAKE
8 CAPITAL GAIN DISTRIBUT			N S	ECURITIES HEL	D TO MAKE
ORGANIZATION'S CHARITAI	BLE CON	TRIBUTIONS.			
					·
					
					.
				· · · · · · · · · · · · · · · · · · ·	
					
					
		·			<u> </u>
		.			
					
200404					
223821 12-05-12					Form 990-PF (2012)

Part		egarding Tran		on and Transactions a	and Polations	hine With Noncha			ige 13
· ait	Exempt Organ		siers to a	ind Transactions a	and helations	nips with Noncha	mtabi	e	
1 Did	the organization directly or indi	rectly engage in any	of the followin	g with any other organization	on described in sect	on 501(c) of		Yes	No
	Code (other than section 501(c								
	nsfers from the reporting found								
	Cash		,				1a(1)		X
	Other assets						1a(2)		Х
	er transactions:								
(1)	Sales of assets to a noncharita	ible exempt organizat	tion				15(1)		х
	Purchases of assets from a no						1b(2)		X
	Rental of facilities, equipment,		<u>g</u>				1b(3)		X
	Reimbursement arrangements						1b(4)		X
	Loans or loan guarantees			•			1b(5)		X
	Performance of services or me	embership or fundrais	sına solicitatio	ns			1b(6)		Х
٠,	aring of facilities, equipment, ma	•	-				1c		X
	ne answer to any of the above is		• •	. •	ways show the fair n	narket value of the goods.		sets.	
	services given by the reporting f		_	, ,	=				
	umn (d) the value of the goods,				•	,			
(a) Line n		T+		exempt organization	(d) Description	of transfers, transactions, and	sharing a	rangeme	ents
			N/A						
	-					· · · · · · · · · · · · · · · · · · ·			
			····						
				• • • • • • • • • • • • • • • • • • • •					
									
									
				· ····					
				··· · · · · · · · · · · · · · · · · · ·				•	
ın s	he foundation directly or indirected for the code (other	r than section 501(c)			izations described		Yes	X] No
b If "	es, complete the following sch			/h \ T f h	T	(-) Dt			
	(a) Name of org	janization		(b) Type of organization		(c) Description of relations	snip	 	
	N/A			4. ——	 -	·			
				· · · · · · · · · · · · · · · · · · ·	-				
				· · · · · · · · · · · · · · · · · · ·					
	Under penalties of perjury, I declare	that I have everyned thu				hast of multi-out-dus			
Sign Here	and belief, it is true, correct, and cor	inplete Declaration of pro			nation of which preparer	has any knowledge Ma ret sh	the IRS turn with the own below	re prepar (see ins	er
	Signature of officer or trustee		IB	Date '	Title	Obesis Francisco			
	Print/Type preparer's na	ame	Preparer's si	-	Date	Check if PTIN			
D~:-J			Hou (- Alm	5/24/2013	self- employed			
Paid	LINDA ALLI		<u> </u>		,-,,		0039		
Prepa Use (DL LANGFO	RD DE	KOCK LP		Firm's EIN ► 58-2	5947	17	
	Firm's address ▶ 11	00 SOUTH	TWR, 2	25 PEACHTREE	ST. NE				
		LANTA, GA				Phone no. 404-	<u>5</u> 25-	260	0

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Employer identification number

ТН	E GODDARD FOUNDATION	58-6457988
Organization type (check o	ne):	
Filers of:	Section:	
Form 990 or 990-EZ	501(c)() (enter number) organization	
	4947(a)(1) nonexempt charitable trust not treated as a private foundation	
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt chantable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
General Rule X For an organization	(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rul	
contributor Compl Special Rules	ete Parts I and II.	
——		
509(a)(1) and 170(t	c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the region)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the ging) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.	
total contributions	c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contribution of more than \$1,000 for use <i>exclusively</i> for religious, charitable, scientific, literary, or eduruelty to children or animals. Complete Parts I, II, and III	
contributions for us If this box is check purpose. Do not co	c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contribute exclusively for religious, charitable, etc., purposes, but these contributions did not total ed, enter here the total contributions that were received during the year for an exclusively omplete any of the parts unless the General Rule applies to this organization because it e, etc., contributions of \$5,000 or more during the year	al to more than \$1,000 <i>ly</i> religious, charitable, etc ,
but it must answer "No" on	nat is not covered by the General Rule and/or the Special Rules does not file Schedule B Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).	•

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

THE	GODDARD	FOUNDATION

58-6457988

 	OBBIND TOUNDATION		0437300
Part I	Contributors (see instructions). Use duplicate copies of Part I if ad	Iditional space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROBERT C GODDARD III 3390 PEACHTREE RD NE SUITE 1200 ATLANTA, GA 30326	\$300,000 .	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		 \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroli Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
23452 12.23		\$Sahadula B /Farra	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)

Employer identification number

THE GODDARD FOUNDATION

<u>58-6457988</u>

Part II	Noncash Property (see instructions) Use duplicate copies of P	Part II if additional space is needed.	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	190. 990-F7. or 990-PF) (2012

Schedule B (Form 990, 990-EZ, or 990-PF) (2012) Name of organization Employer identification number THE GODDARD FOUNDATION <u>58-6457988</u> Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) Use duplicate copies of Part III if additional space is needed. (a) No. from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held Part I (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

223454 12-21-12

THE GODDARD FOUNDATION

Part XV Supplementary Information . Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, Purpose of grant or contribution Foundation show any relationship to Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient FERNBANK MUSEUM N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA, GA 300. ATLANTA HISTORY CENTER N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 125. HIGH MUSEUM OF ART N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA, GA 150. PEACHTREE ROAD UNITED METHODIST N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA, GA 4,700, ATLANTA BASEBALL FOUNDATION, INC. N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 2,500. ALZEIMER'S ASSOCIATION N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 500. KIDS HELPING KIDS LIMITED N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 1,000, GVVA PUBLIC CHARITY GENERAL OPERATING N/A BUDGET ATLANTA GA 500. LOMA LINDA UNIVERITY MEDICAL N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA <u>150.</u> TUNNEL TO POWER FOUNDATION N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 250, Total from continuation sheets 63.445.

THE GODDARD FOUNDATION

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, show any relationship to Foundation Purpose of grant or Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient **JDRF** N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 250. ATLANTA JUNIOR BRIDGE N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA, GA 320. MORTON FIRST UNITED METHODIST N/A PUBLIC CHARITY GENERAL OPERATING BUDGET 250. ATLANTA GA FULTON COUNTY F.O.P #64 N/A PUBLIC CHARITY GENERAL OPERATING BUDGET 750. ATLANTA GA BALL GROUND ELEMENTARY PTA N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 200, MILES FOR CYSTIC FIBROSIS N/A PUBLIC CHARITY GENERAL OPERATING BUDGET 100. ATLANTA, GA BOYS AND GIRLS CLUB OF TRANSYLVANIA N/A PUBLIC CHARITY GENERAL OPERATING BUDGET 750. ATLANTA GA CHRISTIAN MEDICAL AND DENTAL N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 500. PUBLIC CHARITY GENERAL OPERATING BLUE MOUNTAIN COLLEGE N/A BUDGET ATLANTA GA 200. OUR LADY OF PERPETURAL HELP PUBLIC CHARITY GENERAL OPERATING N/A BUDGET ATLANTA GA 150. Total from continuation sheets

58-6457988

THE GODDARD FOUNDATION

Part XV Supplementary Information 3 Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, Purpose of grant or contribution Foundation show any relationship to Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient CORRIGAN CARE, INC. N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 50. WESLEYAN COLLEGE N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 1 500. WINSHIP CANCER CENTER N/A PUBLIC CHARITY GENERAL OPERATING BUDGET 250. ATLANTA GA CHILDREN'S HEALTHCARE OF ATLANTA N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 150, MS CENTER OF ATLANTA N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 150. SHEPARD CENTER N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 5,000. GEORGIA PUBLIC BROADCASTING N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 1,500. AARF N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 150. PUBLIC CHARITY GENERAL OPERATING LUPAS FOUNDATION OF AMERICA N/A BUDGET ATLANTA GA 250. VINCERA FOUNDATION N/A PUBLIC CHARITY GENERAL OPERATING BUDGET ATLANTA GA 5,000, Total from continuation sheets

58-6457988 THE GODDARD FOUNDATION

3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	, amount
SPOTLIGHT ON ART	N/A		GENERAL OPERATING BUDGET	
ATLANTA, GA	-			800
CANINE ASSISTANTS	N/A		GENERAL OPERATING BUDGET	
ATLANTA GA				25,000
GLOBAL PARTNERSHIP FOR AFGHANISTAN	N/A	PUBLIC CHARITY	GENERAL OPERATING BUDGET	
ATLANTA, GA				10,000
·				
Total from continuation sheets	<u></u>	<u> </u>		

FORM 990-PF INTEREST ON SAVI	NGS A	ND TEM	PORARY CA	ASH II	NVESTMENTS	STATEMENT	1
SOURCE						AMOUNT	-
MORGAN STANLEY/SMITH BARNEY							33.
TOTAL TO FORM 990-PF, PART I,	LINE	3, CO	LUMN A			:	33.
FORM 990-PF DIVIDEND	S AND	INTER	EST FROM	SECUI	RITIES	STATEMENT	2
SOURCE		GROSS	AMOUNT		ITAL GAINS IVIDENDS	COLUMN (A)
MORGAN STANLEY/SMITH BARNEY	•		12,383.		1,568.	10,8	L5.
TOTAL TO FM 990-PF, PART I, L	N 4		12,383.		1,568.	10,83	L5.
FORM 990-PF	AC	COUNTI	NG FEES	=		STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		
ACCOUNTING FEES		2,511.		0.	•		0.
TO FORM 990-PF, PG 1, LN 16B		2,511.		0.			0.
FORM 990-PF	CO	RPORAT	E STOCK			STATEMENT	4
DESCRIPTION				вос	OK VALUE	FAIR MARKE	<u></u>
OTHER INVESTMENTS (SEE ATTACH FMV)	ED ST	ATEMEN	T OF		445,323.	684,58	30.
TOTAL TO FORM 990-PF, PART II	, LIN	E 10B			445,323.	684,58	30.

Morgan Stanley

ROBERT C. GODDARD III TTEE THE GODDARD FOUND. 12/18/02

CLIENT STATEMENT | For the Period December 1-31, 2012

Holdings

STOCKS

COMMON STOCKS

research ratings are (1) Buy, (2) Neutral and (3) Sell For ease of comparison, Morgan Stanlay and Standard & Poor's equity research ratings have been normalized to a 1 (Buy), 2 (Hold), and 3 (Sell). Please refer to the should read the entire research report and not infer its contents from the rating. Where a particular company is covered by both Morgan Stanley and CIRA, you can and should view both research reports. CIRA's equity of the research provider and are not representations or guarantees of performance. Because the applicable research report contains more complete information regarding the analyst's opinions, analysis, and rating, you quarter month-end statement (or your first statement, if you have not yet received a statement at the quarter-end) for a summary guide describing Morgan Stanley, CIRA and Standard & Poor's ratings. Morgan Stanley Smith Barney LLC does not take responsibility for, and does not guarantae the accuracy, completeness, or timeliness of research prepared for Standard & Poor's. Morgan Stanley & Co. LLC (Morgan Stanley), Citi Investment Research & Analysis (CIRA), and Standard & Poor's equity research ratings may be shown for certain securities. All research ratings represent the "opinions"

	Security Description	Trade Date	Hitterio	Init Cast	Total Cost	Market Velice	Unrealized	Estimated	Dividend
	HOME DEPOT INC (HD)	4/21/93	282.000	\$9.361	\$2,639.83	\$17,441.70	\$14.801.87 LT 1		
		Purchases	282.000		2,639.83	17,441.70	14,801.87 LT		
	Long Term Reinvestments		18.000		775.10	1,113.30	338.20 LT 1		
		Total	300.000		3,414.93	18,555.00	, 15,140.07 LT	348.00	1.87
	Share Price: \$61.850; Rating: Morgan Stanley: 2, Citigroup 1, S&P: 3; N	r 2, Citigroup 1, S&P:	3; Next Divident	lext Dividend Payable 03/2013	~				
	MORGAN STANLEY (MS)	1/20/06	1,750.000	48 062	84,109.18	33,460.00	(50.649.18) LT	350.00	1.04
	Share Price: \$19 120; Rating: Citigroup, 2, S&P: 1, Next Dividend Payab	&P: 1, Next Dividend Pa	ayable 02/2013						
	POST PROPERTIES INC (PPS)	11/20/03	1,700.000	25.846	43,937.99	84,915,00	40,977.01 LT 1		
		11/20/03	2,000.000	25 806	51,611.75	99,900 00	48,288.25 LT 1		
		11/20/03	8,300,000	25 856	214,603.64	414,585,00	199,981.36 LT 1		
		Total	12,000.000		310,153.38	599,400.00	289,246.62 LT	12,000.00	2.00
19Z	Share Price. \$49.950; Rating: Citigroup: 1, S&P: 2; Next Dividend Payabl	&P: 2; Next Dividend Pa	ayable 01/15/13		-		;		
Τα/	STARBUCKS CORP WASHINGTON (SBUX)	1/10/00	500.000	6.605	3,302.67	26,815.00	22 F12.33 LT 1	420.00	1.56
/SW	Share Price \$53.630; Rating: Morgan Stanley 1, Citigroup: 1, S&P: 1; N	1 1. Citigroup: 1. S&P:	1: Next Dividenc	lext Dividend Payable 02/2013		•			
187	SUNTRUST BKS (STI)	8/20/93	200.000	21.873	4,374.58	5,670.00	1,295.42 LT 1		
900		Purchases	200.000		4,374.58	5,670.00	1,295.42 LT		
0	Long Term Reinvestments		24.000		1,484.94	680.40	(804.54) LT 1		
		Total	224.000		5,859.52	6,350.40	490.88 LT	44.80	0.70

	Yield %	1.92%	
Estimated Annual Income	Accrued Interest	\$13,162.80	\$ 0.00
Unrealized	Galp/(Loss)	\$277,740.72 LT	
	Market Value	\$684,580.40	4
: 1	Total Cost	\$406,839.68	
Percentage	of Assets %	76.6%	
		STOCKS	

Share Price: \$28.350; Rating: Morgan Stanley: 1, Citigroup: 2, S&P: 2; Next Dividend Payable 03/2013

Page 41 of 56

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.

OMB No. 1545-1709

• If you	are filing for an Automatic 3-Month Extension, comple	te only Pa	art I and check this box			ightharpoons	
• If you	are filing for an Additional (Not Automatic) 3-Month Ex	tension, d	complete only Part II (on page 2 of t	this form).			
	complete Part II unless you have already been granted			•			
	nic filing (e-file). You can electronically file Form 8868 if y					orporation	
	to file Form 990-T), or an additional (not automatic) 3-mo						
	o file any of the forms listed in Part I or Part II with the ex				•		
	I Benefit Contracts, which must be sent to the IRS in pap						
	w.irs.gov/efile and click on e-file for Charities & Nonprofits		(See Instructions). For more details	on the elec	ctroffic filing of th	113 101111,	
Part I			submit original (no copies nee	eded)	· -		
	ation required to file Form 990-T and requesting an autor						
Part I on		nado o me	oner extension - check this box and t	complete			
All other	corporations (including 1120-C filers), partnerships, REM come tax returns	ICs, and t	rusts must use Form 7004 to reques	t an exter	nsion of time		
Type or	Name of exempt organization or other filer, see instru	ctions.		Employe	r identification ni	umber (EIN) or	
print	THE GODDARD FOUNDATION		<u> </u>		58-6457	988	
File by the due date fo filing your	date for Number, street, and room or suite no. If a P.O. box, see instructions 9 your 3390 PEACHTREE ROAD NE SIITTE 1200				ocial security number (SSN)		
return See instructions City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA , GA 30326							
	MILLANIA, GA 30320						
Enter the	Return code for the return that this application is for (file	a senara	te application for each return)			0 4	
Littor an	The term sode for the retain that this application is for the	a separa	te application for each return)				
Applicat	rion	Return	Application			Return	
Is For Code Is For					Code		
	0 or Form 990-F7					07	
					09		
Form 99	- · · · · · · · · · · · · · · · · · · ·	03	Form 5227			10	
	0-T (sec 401(a) or 408(a) trust)	05	Form 6069			11	
	0-T (trust other than above)	06	Form 8870			12	
7 01111 33	MICHAEL B. AND		FUIII 6670				
● The h	ooks are in the care of > 3390 PEACHTREE		NE SUITE 1200 -	מתד.מא	መል ርል 3	0326	
	hone No. ► 404-442-5500	110110	FAX No. ▶		1117, 011 3	0320	
	organization does not have an office or place of business	s in the Lir					
	is for a Group Return, enter the organization's four digit			f this is fo	r the whole grou	n shock this	
box 🕨		1	ch a list with the names and EINs of		_	•	
					ers the extensio	n is for.	
1 116	equest an automatic 3-month (6 months for a corporation AUGUST 15, 2013, to file the exemp	•	•		The second second		
		ı organiza	tion return for the organization name	ed above.	The extension		
15 1	for the organization's return for: X calendar year 2012 or						
			d d				
	tax year beginning	, an	a ending		- ·		
2 If t	ho tay year antarod in line 1 in far lace then 10	haal:	on: Initial return	Fınal retur	_		
2 "C	he tax year entered in line 1 is for less than 12 months, c	neck reas	on: Linitial return Linitial	rinai retur	n		
1	L Change in accounting period						
3a Ift	his application is for Form 990-BL, 990-PF, 990-T, 4720, o	or 6060 or	nter the tentative tax less any		 		
	nis application is for Form 990-BL, 990-PF, 990-1, 4720, 6 nrefundable credits. See instructions.	א ,פטטט וע i	mer the tentative tax, less any	20	l e	182.	
		onter:	voti in deble evente	3a	\$		
	his application is for Form 990-PF, 990-T, 4720, or 6069,	-		ا	_ ا	1,556.	
	timated tax payments made. Include any prior year overp			3b	<u> </u>	1,330.	
	lance due. Subtract line 3b from line 3a. Include your pa	-	•	1_		0.	
	using EFTPS (Electronic Federal Tax Payment System).			3c	S for payment	-	
	 If you are going to make an electronic fund withdrawal very Privacy Act and Paperwork Reduction Act Notice, 			<u> </u>		(Rev. 1-2013)	
	5asy not and I apel work neutronic Act Notice,	255 HI2AL	10U0ID.		1 01111 0000	/(1664. 12013)	