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

OMB No 1545-0042

2012Department of the Treasury
Internal Revenue Service

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

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

ASHCOURT FAMILY FOUNDATION, INC.
220 TRISMEN TERRACE
WINTER PARK, FL 32789-3948

A Employer identification number
59-3756516

B Telephone number (see the instructions)
407-644-6396

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)
\$ 842,491.

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

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 ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (att sch)			
2 ☒ If the foundn is not req to att Sch B			
3 Interest on savings and temporary cash investments			
4 Dividends and interest from securities	23,019.	23,019.	
5a Gross rents			
b Net rental income or (loss)			
6a Net gain/(loss) from sale of assets not on line 10	1,140.		
b Gross sales price for all assets on line 6a			
7 Capital gain net income (from Part IV, line 2)	1,140.		
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)			
12 Total. Add lines 1 through 11	24,159.	24,159.	0.
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)			
c Other prof fees (attach sch) See St 1	3,654.	3,654.	
17 Interest			
18 Taxes (attach schedule)(see instrs) See Stm 2	690.	317.	
19 Depreciation (attach sch) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)			
24 Total operating and administrative expenses. Add lines 13 through 23	4,344.	3,971.	
25 Contributions, gifts, grants paid Part XV	47,600.		47,600.
26 Total expenses and disbursements. Add lines 24 and 25	51,944.	3,971.	47,600.
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements	-27,785.		
b Net investment income (if negative, enter -0-)		20,188.	
c Adjusted net income (if negative, enter -0-)		0.	

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	50,154.	31,316.	31,316.
	2 Savings and temporary cash investments			
	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)			
	b Investments — corporate stock (attach schedule)	561,295.	553,370.	811,175.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	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)	611,449.	584,686.	842,491.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	X		
	27 Capital stock, trust principal, or current funds			
BALANCES	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	611,449.	584,686.	
	30 Total net assets or fund balances (see instructions)	611,449.	584,686.	
	31 Total liabilities and net assets/fund balances (see instructions)	611,449.	584,686.	

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	611,449.
2	Enter amount from Part I, line 27a	2	-27,785.
3	Other increases not included in line 2 (itemize) See Statement 3	3	1,022.
4	Add lines 1, 2, and 3	4	584,686.
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	584,686.

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)

1 a RESEARCH IN MOTION	P	4/12/12	7/02/12
b ENGILITY HLDGS INC	P	5/05/09	7/18/12
c PLUM CREEK TIMBER CO	P	4/30/09	2/01/12
d T J X COS INC	P	1/08/09	9/28/12
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 7,491.		13,167.	-5,676.
b 6.		6.	0.
c 19,392.		17,309.	2,083.
d 6,232.		1,499.	4,733.
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			-5,676.
b			0.
c			2,083.
d			4,733.
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	1,140.
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	-5,676.

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	40,042.	767,174.	0.052194
2010	34,600.	761,095.	0.045461
2009	61,959.	678,782.	0.091280
2008	70,428.	826,166.	0.085247
2007	81,981.	967,051.	0.084774

2 Total of line 1, column (d)	2	0.358956
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	0.071791
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	800,868.
5 Multiply line 4 by line 3	5	57,495.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	202.
7 Add lines 5 and 6	7	57,697.
8 Enter qualifying distributions from Part XII, line 4	8	47,600.

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	404.
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	404.
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	404.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7		0.
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		404.
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 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? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>FL</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>BEVERLY ELLARS</u> Telephone no <u>407-644-6396</u> Located at <u>220 TRISMEN TERRACE WINTER PARK FL</u> ZIP + 4 <u>32789</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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 <u>N/A</u>				

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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	N/A
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 <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
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. <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
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

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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)?

5 b 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?

6 b 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

7 b

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
BEVERLY B. ELLARS 220 TRISMEN TERRACE WINTER PARK, FL 32789	Dir/Pres/Tre 0	0.	0.	0.
COURTNEY K. MCGOWAN 19432 FOGGY BOTTOM ROAD BLUEMONT, VA 20135	Director 0	0.	0.	0.
ASHLEY E. KENNEDY 22156 POT HOUSE ROAD MIDDLEBURG, VA 20117	Director 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.

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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	1 a	775,687.
b Average of monthly cash balances	1 b	37,377.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	813,064.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	813,064.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	12,196.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	800,868.
6 Minimum investment return. Enter 5% of line 5	6	40,043.

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	40,043.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	404.
b Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	404.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	39,639.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	39,639.
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	39,639.

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	1 a	47,600.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	47,600.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	47,600.

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				39,639.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years: 20 , 20 , 20		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	18,659.			
b From 2008	29,564.			
c From 2009	28,282.			
d From 2010				
e From 2011	2,099.			
f Total of lines 3a through e	78,604.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 47,600.				
a Applied to 2011, but not more than line 2a			0.	
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				39,639.
e Remaining amount distributed out of corpus	7,961.			
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	86,565.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	18,659.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	67,906.			
10 Analysis of line 9.				
a Excess from 2008	29,564.			
b Excess from 2009	28,282.			
c Excess from 2010				
d Excess from 2011	2,099.			
e Excess from 2012	7,961.			

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)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed .

- b 85% of line 2a**

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities .

- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a 'Assets' alternative test – enter:**

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

[illegible]

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

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

- c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 4				
Total			3 a	47,600.
b Approved for future payment				
Total			3 b	

2012

Federal Statements

Page 1

Client 4046-001

ASHCOURT FAMILY FOUNDATION, INC.

59-3756516

4/27/13

10:21AM

Statement 1
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
INVESTMENT FEES . .	\$ 3,654.	\$ 3,654.		
Total	<u>\$ 3,654.</u>	<u>\$ 3,654.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2011 EXCISE TAX	\$ 373.			
FOREIGN TAXES	317.	\$ 317.		
Total	<u>\$ 690.</u>	<u>\$ 317.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part III, Line 3
Other Increases

MISCELLANEOUS				
Total			<u>\$ 1,022.</u>	<u>\$ 1,022.</u>

Statement 4
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
ST MICHAELS EPISCOPAL CHURCH 2499 WESTMORELAND DRIVE ORLANDO, FL 32804	None	PUBLIC	GENERAL FUND	\$ 10,000.
HIGHLANDS PLAYHOUSE 362 OAK STREET HIGHLANDS, NC 28741	None	PUBLIC	GENERAL FUND	1,000.
HIGHLANDS COMMUNITY CHILD DEVELOPMENT 89 CHURCH STREET HIGHLANDS, NC 28741	None	PUBLIC	GENERAL FUND	1,000.

Client 4046-001

ASHCOURT FAMILY FOUNDATION, INC.

59-3756516

4/27/13

10.21AM

Statement 4 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
HIGHLANDS CASHIERS HOSPITAL FDN 190 HOSPITAL DRIVE HIGHLANDS, NC 28741	None	PUBLIC	GENERAL FUND	\$ 10,000.
HIGHLANDS CASHIERS LAND TRUST 348 5th STREET #211 HIGHLANDS, NC 28741	None	PUBLIC	GENERAL FUND	250.
THE EPISCOPAL CHURCH OF THE INCARNATION 520 MAIN STREET HIGHLANDS, NC 28741	None	PUBLIC	GENERAL FUND	10,300.
YMCA 1201 LAKEMONT AVENUE WINTER PARK, FL 32789	None	PUBLIC	GENERAL FUND	300.
BETHANY ASSEMBLY OF GOD CHURCH 580 WILMER AVENUE ORLANDO, FL 32801	None	PUBLIC	GENERAL FUND	10,000.
BASCOM-LOUISE ART CENTER 554 MAIN STREET HIGHLANDS, NC 28741	None	PUBLIC	GENERAL FUND	400.
LITERACY COUNCIL OF HIGHLANDS, NC 348 S 5TH STREET HIGHLANDS, NC 28741	None	PUBLIC	GENERAL FUND	100.
PALM BEACH DAY ACADEMY 241 SEAVIEW AVENUE PALM BEACH, FL 33480	None	PUBLIC	GENERAL FUND	3,300.
REACH 1895 OLD MURPHY ROAD FRANKLIN, NC 28734	None	PUBLIC	GENERAL FUND	950.

Total \$ 47,600.

Year to Date

This Period

Income Summary

	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0.00	0.00	0.00	1.95
Cash Dividends	0.00	5,509.12	0.00	24,573.80

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB US TREAS MONEY FD: SWUXX	14,612.6100	1.0000	14,612.61	0.01%	2%

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
A T & T INC NEW SYMBOL: T	700.0000	33.7100	23,597.00 21,427.14 ^a	3%	2,169.86	5.22%	1,232.00
ABBOTT LABORATORIES TRADES WITH DUE BILLS SYMBOL: ABT	281.0000	65.5000	18,405.50 12,584.52 ^a	2%	5,820.98	3.11%	573.24
APPLE INC SYMBOL: AAPL	65.0000	532.1729	34,591.24 6,731.29 ^a	4%	27,859.95	1.99%	689.00

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
BAXTER INTERNATIONAL INC SYMBOL: BAX	400.0000	66.6600	26,664.00 20,482.94 ^a	3%	6,181.06	2.70%	720.00
CHEVRON CORPORATION SYMBOL: CVX	272.0000	108.1400	29,414.08 17,158.04 ^a	4%	12,256.04	3.32%	979.20
COCA COLA COMPANY SYMBOL: KO	800.0000	36.2500	29,000.00 18,048.09 ^a	4%	10,951.91	2.81%	816.00
COLGATE-PALMOLIVE CO SYMBOL: CL	305.0000	104.5400	31,884.70 18,837.63 ^a	4%	13,047.07	2.37%	756.40
CONOCOPHILLIPS SYMBOL: COP	80.0000	57.9900	4,639.20 4,697.00 ^a	<1%	(57.80)	4.55%	211.20
COSTCO WHSL CORP NEW SYMBOL: COST	382.0000	98.7300	37,714.86 19,017.36 ^a	5%	18,697.50	1.11%	420.20
DISNEY WALT CO SYMBOL: DIS	800.0000	49.7900	39,832.00 19,997.33 ^a	5%	19,834.67	1.50%	600.00
EMERSON ELECTRIC CO SYMBOL: EMR	549.0000	52.9600	29,075.04 18,734.18 ^a	4%	10,340.86	3.09%	900.36
ENGILITY HLDGS INC SYMBOL: EGL	33.0000	19.2600	635.58 618.93 ^a	<1%	16.65	0.00%	0.00
EXXON MOBIL CORPORATION SYMBOL: XOM	400.0000	86.5500	34,620.00 26,847.03 ^a	4%	7,772.97	2.63%	912.00
GENERAL MILLS INC SYMBOL: GIS	700.0000	40.4200	28,294.00 18,157.65 ^a	3%	10,136.35	3.26%	924.00

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
GILEAD SCIENCES INC SYMBOL: GILD	160.0000	73.4500	11,752.00 5,127.55 ^a	1%	6,624.45	0.00%	0.00
GOOGLE INC CLASS A SYMBOL: GOOG	27.0000	707.3800	19,099.26 8,984.76 ^a	2%	10,114.50	0.00%	0.00
HOME DEPOT INC SYMBOL: HD	700.0000	61.8500	43,295.00 17,614.25 ^a	5%	25,680.75	1.87%	812.00
INTL BUSINESS MACHINES SYMBOL: IBM	200.0000	191.5500	38,310.00 20,684.00 ^a	5%	17,626.00	1.77%	680.00
JOHNSON & JOHNSON SYMBOL: JNJ	350.0000	70.1000	24,535.00 18,185.65 ^a	3%	6,349.35	3.48%	854.00
JPMORGAN CHASE & CO SYMBOL: JPM	220.0000	43.9691	9,673.20 7,911.17 ^a	1%	1,762.03	2.72%	264.00
L-3 COMMUNICATIONS HLDGS SYMBOL: LLL	200.0000	76.6200	15,324.00 15,082.82 ^a	2%	241.18	2.61%	400.00
MC DONALDS CORP SYMBOL: MCD	330.0000	88.2100	29,109.30 18,275.51 ^a	4%	10,833.79	3.49%	1,016.40
MERCK & CO INC NEW SYMBOL: MRK	263.0000	40.9400	10,767.22 8,488.06 ^a	1%	2,279.16	4.20%	452.36
MICROSOFT CORP SYMBOL: MSFT	60.0000	26.7097	1,602.58 1,365.29 ^a	<1%	237.29	3.44%	55.20
MONSANTO CO NEW DEL SYMBOL: MON	222.0000	94.6500	21,012.30 18,217.82 ^a	3%	2,794.48	1.58%	333.00

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
NOVARTIS A G SPON ADR F SPONSORED ADR 1 ADR REP 1 ORD SYMBOL: NVS	584.0000	63.3000	36,967.20 32,295.20	5%	4,672.00	0.00%	0.00
PEPSICO INCORPORATED SYMBOL: PEP	486.0000	68.4300	33,256.98 25,472.41 ^a	4%	7,784.57	3.14%	1,044.90
PHILLIPS 66 SYMBOL: PSX	40.0000	53.1000	2,124.00 1,395.88 ^a	<1%	728.12	1.88%	40.00
PROCTER & GAMBLE SYMBOL: PG	360.0000	67.8900	24,440.40 19,003.26 ^a	3%	5,437.14	3.31%	809.28
ROYAL DUTCH SHELL A ADRF SPONSORED ADR 1 ADR REPS 2 CL A ORD SYMBOL: RDSA	80.0000	68.9500	5,516.00 5,897.60 ^a	<1%	(381.60)	4.98%	275.20
SCHLUMBERGER LTD F SYMBOL: SLB	360.0000	69.2986	24,947.50 20,560.47 ^a	3%	4,387.03	1.58%	396.00
TEVA PHARM INDS LTD ADRF SPONSORED ADR 1 ADR REP 10 ORD SYMBOL: TEVA	398.0000	37.3400	14,861.32 17,929.54 ^a	2%	(3,068.22)	2.73%	406.33
WYNN RESORTS SYMBOL: WYNN	300.0000	112.4900	33,747.00 35,451.55	4%	(1,704.55)	1.77%	600.00

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
3M COMPANY	300.0000	92.8500	27,855.00	3%	10,380.30	2.54%	708.00
SYMBOL: MMM			17,474.70 ^a				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Process Date	Activity	Description	Credit/(Debit)
12/03/12	Qualified Dividend	CONOCOPHILLIPS: COP	52.80
12/03/12	Qualified Dividend	PHILLIPS 66: PSX	10.00
12/03/12	Qualified Dividend	TEVA PHARM INDS LTD ADRF: TEVA	101.58
12/03/12	Foreign Tax Paid	TEVA PHARM INDS LTD ADRF: TEVA	(21.03)
12/10/12	Qualified Dividend	CHEVRON CORPORATION: CVX	244.80
12/10/12	Qualified Dividend	EMERSON ELECTRIC CO: EMR	225.09