Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation THE THOMAS M. & IRENE KIRBO CHARITABLE FOUNDATION

A Employer identification number 59-6197946

Number and street (or P O box number if mail is not delivered to street address) 2720 PARK STREET, SUITE 211 Room/suite

B Telephone number (see instructions) (904) 384-0440

City or town, state, and ZIP code JACKSONVILLE, FL 32205

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 38,323,552.

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	18,000.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	160,301.	160,301.		ATCH 1
	4	Dividends and interest from securities	834,015.	834,015.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,581,520.			
	b	Gross sales price for all assets on line 6a 3,703,602.				
	7	Capital gain net income (from Part IV, line 2)		1,581,520.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) ATCH 3	8,796.	8,796.		
	12	Total. Add lines 1 through 11	2,602,632.	2,584,632.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	107,250.	71,500.		35,750.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	26,322.	17,548.		8,774.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) *	66,233.	44,155.		22,078.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 6	301.	301.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	4,013.	2,675.		1,338.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 7	2,517.	1,678.		839.
	24	**Total operating and administrative expenses** Add lines 13 through 23	206,636.	137,857.		68,779.
	25	Contributions, gifts, grants paid	1,667,239.			1,667,239.
	26	Total expenses and disbursements Add lines 24 and 25	1,873,875.	137,857.	0	1,736,018.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	728,757.			
	b	**Net investment income** (if negative, enter -0-)		2,446,775.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	22,398.	330,449.	330,449.
	2	Savings and temporary cash investments	27,668.	948,836.	948,836.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) **		3,480,729.	3,480,729.
	b	Investments - corporate stock (attach schedule) ATCH 9	3,403,241.	30,829,946.	30,829,946.
	c	Investments - corporate bonds (attach schedule) ATCH 10		2,719,008.	2,719,008.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 11	NONE	12,500.	12,500.
	14	Land, buildings, and equipment basis ▶ 2,084.			
		Less accumulated depreciation (attach schedule) ▶	NONE	2,084.	2,084.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	3,453,307.	38,323,552.	38,323,552.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	3,453,307.	38,323,552.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	3,453,307.	38,323,552.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,453,307.	38,323,552.	

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	3,453,307.
2	Enter amount from Part I, line 27a	2	728,757.
3	Other increases not included in line 2 (itemize) ▶ ATCH 12	3	34,141,488.
4	Add lines 1, 2, and 3	4	38,323,552.
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	38,323,552.

**ATCH 8

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a SEE PART IV SCHEDULE			
b			
c			
d			
e			

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,581,520.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	505,902.	36,520,655.	0.013852
2010	1,656,733.	35,707,029.	0.046398
2009	1,582,474.	32,688,682.	0.048410
2008	1,867,938.	31,751,495.	0.058830
2007	2,449,516.	40,317,277.	0.060756

2 **Total** of line 1, column (d)	2	0.228246
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	0.045649
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	33,071,365.
5 Multiply line 4 by line 3	5	1,509,675.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,468.
7 Add lines 5 and 6	7	1,534,143.
8 Enter qualifying distributions from Part XII, line 4	8	1,736,018.

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)

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	24,468.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	24,468.
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	24,468.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a 6,679.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	6,679.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	349.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	18,138.
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
1a	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? *If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ R. MURRAY JENKS Telephone no ▶ 904-384-0440

Located at ▶ 2720 PARK ST., STE. 211, JACKSONVILLE, FL ZIP+4 ▶ 32205

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ 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 attach statement - see instructions)	2b		N/A
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

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

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? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** X

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
ATCH 13		107,250.	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 ▶

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		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	Expenses
1 NOT APPLICABLE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	32,318,003.
b	Average of monthly cash balances	1b	1,256,987.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	33,574,990.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	33,574,990.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	503,625.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	33,071,365.
6	**Minimum investment return.** Enter 5% of line 5	6	1,653,568.

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	1,653,568.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	24,468.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	24,468.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,629,100.
4	Recoveries of amounts treated as qualifying distributions			4	18,000.
5	Add lines 3 and 4			5	1,647,100.
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	1,647,100.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,736,018.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,736,018.
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	24,468.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,711,550.

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				1,647,100.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 ,20 09 ,20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 375,774.				
b From 2008 304,386.				
c From 2009 14,278.				
d From 2010 17,630.				
e From 2011 27,742.				
f Total of lines 3a through e	739,810.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,736,018.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				1,647,100.
e Remaining amount distributed out of corpus	88,918.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	828,728.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	375,774.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	452,954.			
10 Analysis of line 9				
a Excess from 2008 304,386.				
b Excess from 2009 14,278.				
c Excess from 2010 17,630.				
d Excess from 2011 27,742.				
e Excess from 2012 88,918.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

ATCH 14

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

SEE SCHEDULE B

c Any submission deadlines

NONE

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

ATCH 15

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE A	N/A		SEE SCHEDULE A	1,667,239.
Total . . . . . ▶ **3a**				1,667,239.
b Approved for future payment				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	160,301.	
4 Dividends and interest from securities			14	834,015.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,581,520.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a MISCELLANEOUS				8,796.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,584,632.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 2,584,632.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ R Murray Jenks 04/30/13 ▶ Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN ROVNER	SSR	4/24/13		P00648526
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 201 E. KENNEDY BLVD, STE 1200 TAMPA, FL 33602			Phone no 813-273-8355	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
THE THOMAS M. & IRENE KIRBO CHARITABLE FOUNDATION	59-6197946

Organization type (check one)

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	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ► $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
THE THOMAS M. & IRENE KIRBO CHARITABLE FOUNDATION	59-6197946

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CITY OF BAINBRIDGE PO BOX 158 BAINBRIDGE, GA 39818	$ 18,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization THE THOMAS M. & IRENE KIRBO CHARITABLE FOUNDATION

Employer identification number 59-6197946

Part II **Noncash Property** (see instructions) Use duplicate copies of 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
----		$	

Name of organization THE THOMAS M. & IRENE KIRBO CHARITABLE FOUNDATION

Employer identification number 59-6197946

Part III ***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 See instructions) ▶ $

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 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

(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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY TRADED SECURITIES				P		
		PROPERTY TYPE: SECURITIES						
3,703,602.		2,122,082.					1,581,520.	
TOTAL GAIN(LOSS)							1,581,520.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST ON SAVINGS		160,301.	160,301.
	TOTAL	160,301.	160,301.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST FROM SECURITIES	834,015.	834,015.
TOTAL	834,015.	834,015.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS - OID		8,796.	8,796.
	TOTALS	8,796.	8,796.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING & LEGAL FEES	26,322.	17,548.		8,774.
TOTALS	26,322.	17,548.		8,774.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK TRUSTEE FEE SUNTRUST	26,396.	17,597.	8,799.
BANK TRUSTEE FEE MERRILL LYNCH	39,837.	26,558.	13,279.
TOTALS	66,233.	44,155.	22,078.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAXES PAID		
FOREIGN TAX	301.	301.
TOTALS	301.	301.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INSURANCE	645.	430.	215.
MISCELLANEOUS	858.	572.	286.
TELEPHONE	1,014.	676.	338.
TOTALS	2,517.	1,678.	839.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SUNTRUST BANKS	3,480,729.	3,480,729.
US OBLIGATIONS TOTAL	3,480,729.	3,480,729.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
COMMON STOCKS		3,403,241.	26,509,885.	26,509,885.
MUTUAL FUNDS			4,320,061.	4,320,061.
	TOTALS	3,403,241.	30,829,946.	30,829,946.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MERRILL LYNCH BONDS	481,538.	481,538.
SUNTRUST BOND PORT.	2,237,470.	2,237,470.
TOTALS	2,719,008.	2,719,008.

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
DIAMOND RING			12,500.	12,500.
	TOTALS		12,500.	12,500.

ATTACHMENT 12

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON SECURITIES	136,189.
MERGE OF KCT NET ASSETS AT 2/10/2012	34,005,299.
TOTAL	34,141,488.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	
R. MURRAY JENKS 6760 OAKWOOD DRIVE JACKSONVILLE, FL 32211	PRESIDENT 40.00	68,250.	0	0
BRUCE W KIRBO 206 WEST WATER STREET P.O. BOX 425 BAINBRIDGE, GA 39817	CHAIRMAN 10.00	15,000.	0	0
CHARLES H. KIRBO, JR. 2111 BACKLAKE CIRCLE BAINBRIDGE, GA 39819	TRUSTEE 10.00	12,000.	0	0
MARTHA J. SAWYER 943 ALHAMBRA DRIVE NORTH JACKSONVILLE, FL 32207	TRUSTEE 10.00	12,000.	0	0
	GRAND TOTALS	107,250.	0	

ATTACHMENT 14

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

R. MURRAY JENKS
2720 PARK ST., STE 211
JACKSONVILLE, FL 32205
904-384-0440

ATTACHMENT 15

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GRANTS ARE MADE TO AIDE RELIGIOUS, EDUCATIONAL, CULTURAL, CHARITABLE, SCIENTIFIC AND LITERARY INSTITUTIONS.

FORM 990PF, PART V - QUALIFICATION UNDER SECTION 4940(e), FOR REDUCED TAX ON NET INVESTMENT INCOME

During the current year, the Thomas M. & Irene B. Kirbo Charitable Trust was merged into the Thomas M. & Irene B. Kirbo Charitable Foundation. As a result, the distribution ratios recorded on Form 990-PF, Part V as well as the excess distributions calculated on Form 990-PF, Part XIII have been updated to include the tax attributes of both entities.

The following assets were transferred from the Thomas M. & Irene B. Kirbo Charitable Trust to the Thomas M. & Irene B. Kirbo Charitable Foundation on 2/10/2012:

Bank of America- Checking Account	266,764
ML Bank Deposit Program	78,782
LPL Insured Cash	549,528
LPL Cash	12,478
Investments - Bonds	2,771,356
Investments - Stocks	22,612,107
Investments - BAC COMM MITTS	40,772
Investments - Mutual Funds	3,572,843
Investments- Municipal Obligations	-
Investments - U.S. Government	3,583,098
Suntrust Bank Income A/C	2,988
Investment Advisory Account - Principal	500,449
Office Equipment	1,634
Diamond Ring	12,500
Total Assets Transferred at 2/10/2012	34,005,299

FORM 990PF, PART VI - EXCISE TAX ON INVESTMENT INCOME, LINE 6a

During the current year, the Thomas M. & Irene B. Kirbo Charitable Trust was merged into the Thomas M. & Irene B. Kirbo Charitable Foundation. As a result, the overpayment from the final Thomas M. & Irene B. Kirbo Charitable Trust tax return should be reflected in the current year Thomas M. & Irene B. Kirbo Charitable Foundation tax return.

The following overpayments have been reflected on the current year tax return for the Thomas M. & Irene B. Kirbo Charitable Foundation:

THOMAS M. & IRENE B. KIRBO CHARITABLE TRUST FEIN: 59-2151720	4,758
THOMAS M. & IRENE B. KIRBO CHARITABLE FOUNDATION FEIN: 59-6197946	1,921
Total Payments and Credits on the 12/31/2012 tax return	6,679

(5) ALL 501(c)(3)

ATLANTA MISSION	$15,000
ATHENS AREA COMMUNITY FOUNDATION	20,000
GEORGIA JUSTICE PROJECT	20,000
GEORGIA LIONS CAMP FOR THE BLIND	10,000
NORTH FULTON COMMUNITY CHARITIES	10,000
ATLANTA DAY SHELTER FOR WOMEN AND CHILDREN	20,000
SAMARITAN COUNSELING SERVICE SW GA.	10,000
JERICHO SCHOOL FOR CHILDREN W/AUTISM	12,000
ANGELWOOD,INC.	12,000
GREENWOOD SCHOOL	12,000
PROJECT SOS	15,000
DOWNTOWN ECUMENICAL SERVICES	16,000
JAX. COMMUNITY COUNCIL	4,000
HAVEN HOSPICE	15,000
WOMEN'S CENTER OF JAX	4,000
FL. CAMP FOR CHILDREN &YOUTH WITH DIABETES	12,000
PRISONERS OF CHRIST	10,000
DOWN SYNDROME OF JAX.	2,000
SOUTHERN SCHOLARSHIP FOUNDATION	8,000
UNIV. OF N. FLA. FOUNDATION	25,000
THE LOVETT SCHOOL	22,500
ATLANTA RONALD MCDONALD HOUSE	75,000
HOLY COMFORTER EPISCOPAL SCHOOL	25,000
UNIV. OF GA. FOUNDATION	80,000
YMCA OF BAINBRIDGE-DECATUR CTY. GA.	25,000
VASHTI CENTER	5,000
FRIENDS WITH JESUS	20,000
ATHENS JUSTICE PROJECT	10,000
MONTESSORI CHILDREN'S HOUSE NEWTON NC	75,000
MEMORIAL HOSPITAL FOUNDATION	20,000
COMMUNITY HOSPICE OF NE FL	20,000
SANCTUARY OF NE FL	7,500
THEATRE JAX	5,000
FL. ENDOWMENT FOUNDATION FOR VOCATIONAL REHAB	8,000
MEMORIES OF LOVE FOUNDATION	5,000
BAPTIST HEALTH SYSTEM	50,000
ST. VINCENT'S HOSPITAL FOUNDATION	50,000
FLAGLER COLLEGE	20,000
CHILDREN'S MIRACLE NETWORK	12,000
QUIGLEY HOUSE	8,000
HANDS ON JAX.	14,000
PACE CENTER FOR GIRLS	10,000

FLA. HUMANITIES COUNCIL	$8,000
AMERICAN CANCER SOCIETY	8,000
DIOCESE OF ST. AUGUSTINE	5,000
GEORGIA CITIES FOUNDATION	50,000
TREE HOUSE OF TALLAHASSEE	27,400
GA. COURT APPOINTED SPECIAL ADVOCATES'	10,000
COVENANT CHRISTIAN CHURCH	15,589
GIRL SCOUTS OF GREATER ATLANTA	10,000
ANDREW COLLEGE	10,000
BENJAMIN FRANKLIN ACADEMY	10,000
CARTER CENTER	25,000
GA. LIONS LIGHTHOUSE FOUNDATION	10,000
REEF BALL FOUNDATION	25,000
SHEPHERD CENTER	15,000
HUBBARD HOUSE	12,000
ASSN OF FUNDRAISING PROFESSIONALS	2,500
JAX. SYMPHONY	10,000
SENIORS ON A MISSION	3,750
ALZHEIMERS ASSN	6,000
AMERICAN HEART ASSN	8,000
BRIDGE OF NE FL	12,000
JAX HUMANE SOCIETY	15,000
SHORTER UNIVERSITY	8,000
NE FL EXCH. CLUB/PREV. OF CHILD ABUSE	5,000
RIVERSIDE FINE ARTS	2,500
ECKERD COLLEGE	8,000
COMMUNITY NUTCRACKER	5,000
UNIV. OF FL. FOUNDATION	50,000
ARC JAX	20,000
BRIGHT HOLIDAYS	5,000
EPISCOPAL CHURCH OF THE GOOD SHEPHERD	5,000
DEPAUL SCHOOL OF NE FL	15,000
HOPE HAVEN	10,000
FIRST PRESBYTERIAN CHURCH	12,000
PINE CASTLE, INC.	12,000
NORTH FL SCHOOL OF SPECIAL EDUCATION	10,000
INTERVARSITY CHRISTIAN FELLOWSHIP	1,500
CAREER FRONTIERS OF NE FL	10,000
STETSON UNIV.	12,000
BAINBRIDGE COLLEGE FOUNDATION	40,000
BERRY COLLEGE	20,000
GA. DEPT OF NATURAL RESOURCES	30,000
AMERICAN LUNG ASSN GA	10,000
BAINBRIDGE-DECATUR CTY UNITED WAY	10,000
BAINBRIDGE LITTLE THEATRE	5,000
CASA OF SW GA.	10,000
SPRUILL CENTER FOR THE ARTS	5,000
LEUKEMIA AND LYMPHOMA SOCIETY	10,000
SPECIAL OLYMPICS GA	3,000

RONALD MCDONALD HOUSE JAX FL		$20,000
CLARA WHITE MISSION		8,000
JAX HOMELESS CAMPUS/RESOURCE CENTER		12,000
ST. MARY'S EPISCOPAL CHURCH		25,000
FITNESS AND CHARACTER EDUCATION, INC.		5,000
MCKENZIE NOELLE WILSON FOUNDATION		5,000
BIG BROTHERS/BIG SISTERS OF NE FL		3,000
CITY RESCUE MISSION		10,000
COMMUNITY CONNECTIONS		7,000
DANIEL FOUNDATION		2,000
EPILEPSY FOUNDATION FL		2,000
EPISCOPAL HIGH SCHOOL FOUNDATION		3,000
DREAMS COME TRUE		10,000
JAX. ZOOLOGICAL SOCIETY		6,000
KIWANIS CLUB JAX FOUNDATION		5,000
MISSION HOUSE		7,000
NONPROFIT CENTER OF NE FL		25,000
PRESBYTERIAN SOCIAL MINISTRIES		5,000
THEATREWORKS		5,000
RIVERSIDE PARK UNITED METHODIST CHURCH		5,000
SALVATION ARMY		7,500
UNITED WAY OF NE FL		4,000
VISION IS PROCELESS		2,000
YCC FOUNDATION		7,500
RIVERSIDE TRADITION HOUSE		10,000
CUMBERLAND COLLEGE		15,000
REFUND OF CITY OF BAINBRIDGE:	$9,000.00	
	$9,000.00	
SUBTOTAL	$18,000.00	$1,667,239
NET GRANTS MADE		1,649,239

THE THOMAS M. KIRBO AND IRENE B. KIRBO CHARITABLE FOUNDATION

WEST ADAMS STREET, SUITE 1111
Jacksonville, Florida 32202 - 3865
Telephone: 904/354-7212

REQUEST FOR GRANT:

1. Name and address of the tax-exempt organization which will be the recipient of the grant or funds.

____

2. Was the applicant the beneficiary of a contribution from Mr. Thomas M. Kirbo during his lifetime _______________

3. State the amount requested and purpose of the grant

____

____

4. The position or relationship to the applicant organization of the individual signing the grant request

____

5. State whether aid has been sought and granted during the preceding three years, and the current year, from other foundations or sources; and if so, the names of the foundations and amounts sought or received from each.

____

____

6. A statement that the requesting organization will, upon request of the Thomas M. Kirbo and Irene B. Kirbo Charitable Fdn. furnish a report showing how any funds granted were spent. Such grants must meet the qualifications and requirements as set forth in Section 2055(a)(2) of the Internal Revenue Code of 1954.

Schedule B 1/3

7. The names and business affiliations of the Board of Directors or the Trustees responsible for the management of the applying organization.

____

____

____

8. The names and qualifications of the persons who will administer the grant, if made

____

____

9. A statement that the grant request is executed by a person authorized to submit the same on behalf of the requesting organization, and such statement to be attached hereto.

10. The following attachments are to be forwarded with this application:

A. A copy of the most recent letter of exemption from the Internal Revenue Service demonstrating that the organization is exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

B. A copy of the form or letter from the Internal Revenue Service classifying your organization as "not a private foundation" under Section 509 (a) of the Internal Revenue Code. If this is not available, an explanation should be submitted as to the status of the applicant.

C. A statement by you that your organization's tax exemption under IRC Section 501(c)(3) and your status under Section 509(a) has not been revoked or modified

D. The latest balance sheet and detailed income statement (as audited by your organization's Certified Public Accountants, if such audits are made).

Grant requests, when received, will be distributed to the Trustees of the Thomas M. Kirbo and Irene B. Kirbo Charitable Fdn. for processing and will not be returned to the applicant.

Schedule B 2/3

When a grant request has been acted upon by the Trustees, such action is final upon the application as presented. It normally will not be carried over for future consideration at later Trustees' meetings unless specifically designated for future investigation or deferred by the Trustees. The applicant is not, however, precluded from making other new grant requests in the future unless the field of a denied request is one which the Trustees has limited by a policy determination.

Signature ______________________

Title/Position ______________________

Date of Request ______________________

Schedule B 3/3.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: THE THOMAS M. & IRENE KIRBO CHARITABLE FOUNDATION

Employer identification number: 59-6197946

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,581,520.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	1,581,520.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

JSA
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Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			
14	**Net long-term gain or (loss):**				
a	Total for year	14a			1,581,520.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			1,581,520.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17 If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (15)					30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
THE THOMAS M. & IRENE KIRBO	59-6197946

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a PUBLICLY TRADED SECURITIES	VARIOUS	VARIOUS	3,703,602.	2,122,082.	1,581,520.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 1,581,520.