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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: J.C. FOUNDATION

A Employer identification number: 61-1489700

Number and street (or P O box number if mail is not delivered to street address): 2 BANCHORY COURT | Room/suite:

B Telephone number: 561-622-5407

City or town, state, and ZIP code: PALM BEACH GARDENS, FL 33418

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)* ▶$ 7,350,343.

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).)

		(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	520,009.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	665.	665.		STATEMENT 1
	4 Dividends and interest from securities	259,602.	259,602.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	128,247.			
	b Gross sales price for all assets on line 6a 3,860,591.				
	7 Capital gain net income (from Part IV, line 2)		128,247.		
	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)				
	11 Other income	1,967.	1,967.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	910,490.	390,481.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	18,792.	15,034.		0.
	c Other professional fees STMT 5	28,298.	28,298.		0.
	17 Interest				
	18 Taxes STMT 6	17,296.	3,296.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	19,156.	18,789.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	83,542.	65,417.		0.
	25 Contributions, gifts, grants paid	362,500.			362,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	446,042.	65,417.		362,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	464,448.			
	b **Net investment income** (if negative, enter -0-)		325,064.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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10270522 784176 0387500 2012.03050 J.C. FOUNDATION 918 03875001 19

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1.		
	2 Savings and temporary cash investments	940,581.	719,995.	719,995.
	3 Accounts receivable ▶ 526. Less: allowance for doubtful accounts ▶	1,792.	526.	526.
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 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			
	b Investments - corporate stock STMT 8	4,134,257.	4,620,194.	4,906,228.
	c Investments - corporate bonds STMT 9	365,033.	365,033.	379,570.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	1,122,299.	1,327,532.	1,344,024.
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	6,563,963.	7,033,280.	7,350,343.
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			
	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.			
	27 Capital stock, trust principal, or current funds	6,563,963.	7,033,280.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	6,563,963.	7,033,280.	
	31 **Total liabilities and net assets/fund balances**	6,563,963.	7,033,280.	

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	6,563,963.
2	Enter amount from Part I, line 27a	2	464,448.
3	Other increases not included in line 2 (itemize) ▶ RETURN OF CAPITAL DIVIDENDS	3	4,869.
4	Add lines 1, 2, and 3	4	7,033,280.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,033,280.

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				
b	SEE ATTACHED STATEMENT			
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	3,860,591.		3,732,344.	128,247.

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				128,247.

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** 128,247.

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). If (loss), enter -0- in Part I, line 8 **3** N/A

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	122,015.	6,055,763.	.020149
2010	178,500.	3,746,986.	.047638
2009	252,352.	2,227,772.	.113276
2008	176,918.	3,467,195.	.051026
2007	235,656.	4,000,502.	.058907

2	**Total** of line 1, column (d)	2	.290996
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	.058199
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,123,101.
5	Multiply line 4 by line 3	5	414,557.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,251.
7	Add lines 5 and 6	7	417,808.
8	Enter qualifying distributions from Part XII, line 4	8	362,500.

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 ▶ ☐ and enter 1% of Part I, line 27b			1	6,501.
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	0.
3	Add lines 1 and 2			3	6,501.
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	6,501.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	7,723.		
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	7,723.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,222.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 1,222. **Refunded** ▶			11	0.

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 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
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? N/A	4b		
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)*

			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 ▶ MICHAEL CAUDILL Telephone no. ▶ 561-634-7090
Located at ▶ 2 BANCHORY COURT, PALM BEACH GARDENS, FL ZIP+4 ▶ 33418

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
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)?	N/A	1b		
	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.)	N/A	2b		
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.)*	N/A	3b		
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)?	☐ 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)?	N/A	**5b**		
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).				
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?	N/A	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 11		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form **990-PF** (2012)

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(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**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,709,873.
b	Average of monthly cash balances	1b	521,702.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,231,575.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,231,575.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	108,474.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,123,101.
6	**Minimum investment return.** Enter 5% of line 5	6	356,155.

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	356,155.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 6,501.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	6,501.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	349,654.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	349,654.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	349,654.

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	362,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
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	362,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	362,500.

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				349,654.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			48,281.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 362,500.				
a Applied to 2011, but not more than line 2a			48,281.	
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				314,219.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				35,435.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

LORETTA D. CAUDILL

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 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				
COALITION OF THE HOMELESS 639 WEST CENTRAL BLVD. ORLANDO , FL 32801	NA	PUBLIC	UNRESTRICTED	24,500.
HI-TECH TUTORING 750 S. ORANGE BLOSSOM TRAIL ORLANDO, FL 32805	NA	PUBLIC	UNRESTRICTED	2,500.
CINCINNATI UNION BETHEL 300 LYTLE ST. CINCINNATI, OH 45202	NA	PUBLIC	UNRESTRICTED	5,000.
BRIGHT HOLIDAYS 24532 DEER TRACE DR. PONTE VEDRA BEACH, FL 32082	NA	PUBLIC	UNRESTRICTED	10,000.
EWTN 5817 OLD LEEDS RD IRONDALE, AL 35210	NA	PUBLIC	UNRESTRICTED	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	362,500.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	665.	
4 Dividends and interest from securities			14	259,602.	
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			14	1,967.	
8 Gain or (loss) from sales of assets other than inventory			18	128,247.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		390,481.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 390,481.

(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).

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12-05-12

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	

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		

Sign Here

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

Signature of officer or trustee | Date: 06-04-2013 | Title: Secretary

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
BASIL J. ZALOOM		5/29/13		P00002422
Firm's name ▶ HOLYFIELD & THOMAS, LLC			Firm's EIN ▶ 65-1083521	
Firm's address ▶ 125 BUTLER STREET WEST PALM BEACH, FL 33407			Phone no. (561)689-6000	

Form **990-PF** (2012)

223622
12-05-12

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
J.C. FOUNDATION	61-1489700

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
J.C. FOUNDATION	61-1489700

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	CAUDILL FAMILY 2 BANCHORY COURT PALM BEACH GARDENS, FL 33418	$ 518,725.	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	Employer identification number
J.C. FOUNDATION	61-1489700

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	Employer identification number
J.C. FOUNDATION	61-1489700

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) ▶ $

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

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	RAYMOND JAMES #4213 D.1.2	P		
b	RAYMOND JAMES #4213 D.1.2	P		
c	INERGY LP (BASIS ADJUSTMENT)	P		
d	WELLS FARGO #9862 D.2.4	P		
e	WELLS FARGO #9862 D.2.5	P		
f	WELLS FARGO #9862 D.2.5	P		
g	WELLS FARGO #9862 D.2.7	P		
h	WELLS FARGO #5577 D.3.2	P		
i	WELLS FARGO #5577 D.3.3	P		
j	WELLS FARGO #5577 D.3.5	P		
k	SPDR GOLD TRUST	P		
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

	(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	249,671.		235,064.	14,607.
b	49,241.		57,781.	-8,540.
c	2,230.			2,230.
d	1,709,779.		1,620,650.	89,129.
e	54,585.		69,765.	-15,180.
f	154,336.		155,693.	-1,357.
g	1,043,880.		1,061,702.	-17,822.
h	223,585.		209,936.	13,649.
i	220,904.		200,639.	20,265.
j	149,962.		121,114.	28,848.
k	102.			102.
l	2,316.			2,316.
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				14,607.
b				-8,540.
c				2,230.
d				89,129.
e				-15,180.
f				-1,357.
g				-17,822.
h				13,649.
i				20,265.
j				28,848.
k				102.
l				2,316.
m				
n				
o				

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	128,247.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BOYS HOPE GIRLS HOPE 4225 MALSBARY ROAD CINCINNATI, OH 45242	NA	PUBLIC	UNRESTRICTED	15,000.
CATHOLIC CHARITIES DIOCESE 9995 N. MILITARY TR. PALM BEACH GARDENS, FL 33410	NA	PUBLIC	UNRESTRICTED	50,000.
CATHOLIC SERVANT MINISTRIES 4521 PGS BLVD #173 PALM BEACH GARDENS, FL 33418	NA	PUBLIC	UNRESTRICTED	25,000.
GEORGIA BAPTIST CHILDRENS HOME 505 WATERWORKS RD. PALMETTO, GA 30268	NA	PUBLIC	UNRESTRICTED	15,000.
ST. IGNATIUS LOYOLA PARRISH 7810 CYPRESSWOOD DR. SPRING, TX 77379	NA	PUBLIC	UNRESTRICTED	30,000.
CHRISTIAN ON A MISSION 14640 125TH AVE. NORTH PALM BEACH GARDENS, FL 33418	NA	PUBLIC	UNRESTRICTED	30,000.
NOTRE DAME CATHOLIC MINISTRIES 217 N US HIGHWAY 1 FT PIERCE, FL 34950	NA	PUBLIC	UNRESTRICTED	3,000.
SUMMIT COUNCILING CTR. FOR WOMEN IN NEED 2750 OLD ALABAMA RD. JOHNS CREEK, GA 30022	NA	PUBLIC	UNRESTRICTED	17,500.
HABITAT FOR HUMANITY OF PALM BEACH COUNTY 6758 N. MILITARY TR. #301 WEST PALM BEACH, FL 33407	NA	PUBLIC	UNRESTRICTED	5,000.
FAMILY PROMISE NORTH/CENTRAL PALM BEACH 1003 ALLENDALE ROAD WEST PALM BEACH, FL 33405	NA	PUBLIC	UNRESTRICTED	10,000.
Total from continuation sheets				310,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ST. FRANCIS OF ASSISI 200 WEST 20TH ST RIVIERA BEACH, FL 33404	NA	PUBLIC	UNRESTRICTED	10,000.
K OF C SHARE PROGRAM 3242 HAWKS NEST DRIVE KISSIMMEE, FL 34741	NA	PUBLIC	UNRESTRICTED	5,000.
MARY'S SHELTER P.O. BOX 958 STUART , FL 34995	NA	PUBLIC	UNRESTRICTED	2,500.
SALVATION ARMY 600 N ROSEMARY AVE WEST PALM BEACH, FL 33401	NA	PUBLIC	UNRESTRICTED	5,000.
THE LORDS PLACE 4963 WEDGEWOOD WAY WEST PALM BEACH, FL 33417	NA	PUBLIC	UNRESTRICTED	5,000.
DYNAMICCATHOLIC.COM 2200 ARBOR TECH DRIVE HEBRON, KY 41048	NA	PUBLIC	UNRESTRICTED	5,000.
ST ANN'S PLACE 2107 N. DIXIW HIGHWAY WEST PALM BEACH, FL 33407	NA	PUBLIC	UNRESTRICTED	15,000.
ST. VINCENT DE PAUL 2560 WESTGATE AVE. WEST PALM BEACH, FL 33409	NA	PUBLIC	UNRESTRICTED	20,000.
HOPE RURAL SCHOOL 15929 SW 150TH ST INDIANTOWN, FL 34956	NA	PUBLIC	UNRESTRICTED	15,000.
FATHER BEITLING-APPALACHIAN MINISTRIES P.O. BOX 184 BEATTYVILLE, KY 41311	NA	PUBLIC	UNRESTRICTED	20,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DEPORRES P.L.A.C.E. LITERACY 1016 N. DIXIE HWY 2ND FL. WEST PALM BEACH, FL 33401	NA	PUBLIC	UNRESTRICTED	5,000.
ST. VINCENT DE PAUL CHRIST THE KING PARRISH P.O. BOX 1800 MASHPEE, MA 02649	NA	PUBLIC	UNRESTRICTED	2,500.
Total from continuation sheets				

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT 1

SOURCE	AMOUNT
RAY. JAMES #4213 INTEREST	665.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	665.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
K-1 PARTNERSHIPS-DIVIDENDS	3.	0.	3.
K-1 PARTNERSHIPS-INTEREST	240.	0.	240.
RAYM. JAMES #4213 DIVIDENDS	5,619.	0.	5,619.
WELLS FARGO #5577 1250 GAIN	121.	0.	121.
WELLS FARGO #5577 DIVIDENDS	93,988.	0.	93,988.
WELLS FARGO #5577 INTEREST	50.	0.	50.
WELLS FARGO #5577 LTCG	168.	168.	0.
WELLS FARGO #9862 DIVIDENDS	71,542.	0.	71,542.
WELLS FARGO #9862 DIVIDENDS LTCG	2,148.	2,148.	0.
WELLS FARGO #9862 INTEREST	84,842.	0.	84,842.
WELLS FARGO #9862 OID	3,197.	0.	3,197.
TOTAL TO FM 990-PF, PART I, LN 4	261,918.	2,316.	259,602.

FORM 990-PF	OTHER INCOME	STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 PARTNERSHIPS-ORDINARY INCOME	1,979.	1,979.	
K-1 PARTNERSHIPS-1231 LOSS	-12.	-12.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,967.	1,967.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	18,792.	15,034.		0.
TO FORM 990-PF, PG 1, LN 16B	18,792.	15,034.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	28,196.	28,196.		0.
OTHER INVESTMENT FEES (SPDR GOLD)	102.	102.		0.
TO FORM 990-PF, PG 1, LN 16C	28,298.	28,298.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	3,296.	3,296.		0.
FEDERAL TAXES-2011	14,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	17,296.	3,296.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1 PARTNERSHIP OTHER DEDUCTIONS	9,356.	9,356.		0.
INVESTMENT INTEREST	7.	7.		0.
K-1 PARTNERSHIP OIL/GAS DEDUCTIONS	8,398.	8,398.		0.
SUPPLIES	111.	111.		0.
DIRECTORS TRAVELS	1,284.	917.		0.
TO FORM 990-PF, PG 1, LN 23	19,156.	18,789.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	206,816.	213,777.
COMMON STOCK	4,413,378.	4,692,451.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,620,194.	4,906,228.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	365,033.	379,570.
TOTAL TO FORM 990-PF, PART II, LINE 10C	365,033.	379,570.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATE OF DEPOSITS	COST	1,075,370.	1,078,904.
LIMITED PARTNERSHIP	COST	87,130.	114,377.
PREFERRED STOCK	COST	165,032.	150,743.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,327,532.	1,344,024.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LORETTA D. CAUDILL 2 BANCHORY COURT PALM BEACH GARDENS, FL 33418	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
PHYLLIS G. HADAWAY 9530 ROD ROAD ALPHARETTA, GA 30022	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
MICHAEL S. CAUDILL 2472 S. ROCKWOOD CT. CINCINNATI, OH 45208	VICE PRESIDENT/SECRETARY/D 1.00	0.	0.	0.
KAREN A. DYER 1013 BRYN MAWR ORLANDO, FL 32804	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
RICHARD J. CAUDILL 14154 SEABISCUIT MILTON, GA 30004	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
SANDRA KUTCEL 8 ALFORD CT. PALM BEACH GARDENS, FL 33418	DIRECTOR 1.00	0.	0.	0.
STEVEN G. DELL 8176 NASHUA DR. PALM BEACH GARDENS, FL 33428	DIRECTOR 1.00	0.	0.	0.

BASIL J ZALOOM 11706 LAKE SHORE PLACE NORTH PALM BEACH, FL 33408	DIRECTOR 1.00	0.	0.	0.
DON RACHON 9730 N. MILITARY TR. PALM BEACH GARDENS, FL 33410	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

2012 SUMMARY AMENDMENT

Amended Date: 3/08/13

D.2.1

J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
HUTCHINSON/KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS, FL
33410
(561) 624-5199

Account Number: 4244-9862

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For non covered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
ABBOTT LABORATORIES CUSIP 002824100	2,000.0000	68.77350	04/12/12	09/14/12	137,443.92	119,644.60	17,799.32	SALE
ACME PACKET INC CUSIP 004764106	900.0000	33.17750	01/17/12	02/10/12	29,773.68	24,896.61	4,877.07	SALE
	100.0000	33.17010	01/17/12	02/10/12	3,302.45	2,766.29	536.16	SALE
	800.0000	22.80010	04/12/12	05/18/12	18,196.67	22,472.96	-4,276.29	SALE
	700.0000	22.80020	04/12/12	05/18/12	15,926.53	19,663.84	-3,737.31	SALE
	500.0000	22.80070	04/12/12	05/18/12	11,376.34	14,045.60	-2,669.26	SALE
Subtotal	**3,000.0000**				**78,575.67**	**83,845.30**	**-5,269.63**	
BANK OF AMERICA CORP CUSIP 060505104	5,000.0000	8.06500	08/10/11	02/10/12	40,194.23	34,417.49	5,776.74	SALE
BBVA BANCO FRANCES SA-ADR CUSIP 07329M100	5,000.0000	4.40900	05/09/11	05/04/12	21,944.51	49,656.92	-27,712.41	SALE
CENTURYLINK INC CUSIP 156700106	2,000.0000	37.78270	08/16/11	02/10/12	75,433.95	68,988.40	6,445.55	SALE
CHIMERA INVESTMENT CORP CUSIP 16934Q109	4,800.0000	2.86270	05/09/11	05/04/12	13,649.45	18,770.42	-5,120.97	SALE
	200.0000	2.86280	05/09/11	05/04/12	563.75	782.10	-218.35	SALE
Subtotal	**5,000.0000**				**14,213.20**	**19,552.52**	**-5,339.32**	
CITIGROUP INC NEW CUSIP 172967424	1,600.0000	37.71350	VARIOUS	03/19/12	60,236 52	53,129.00	7,107.52	SALE
DARDEN RESTAURANTS CUSIP 237194105	1,000.0000	52.73010	06/07/11	03/19/12	52,629.15	48,276.30	4,352.85	SALE

2012 SUMMARY AMENDMENT

WELLS FARGO ADVISORS

Amended Date: 3/08/13

0.2.2

J C FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
HUTCHINSON/KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS, FL
33410
(561) 624-5199

Account Number: 4244-9862

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
DUKE ENERGY CORP COM NEW CUSIP 26441C204	0.6667	N/A	07/03/12	07/03/12	46.19	0.01	46.18	CASH IN LIEU
FIFTH THIRD BANCORP CUSIP 316773100	3,000.0000	14.61400	01/30/12	03/19/12	43,711.21	39,152.50	4,558.71	SALE
FIRST POTOMAC REALTY TR CUSIP 33610F109	2,300.0000	14.43900	08/16/11	02/10/12	33,113.24	29,948.97	3,164.27	SALE
	600.0000	14.44000	08/16/11	02/10/12	8,633.82	7,805.36	828.46	SALE
	100.0000	14.43000	08/16/11	02/10/12	1,438.80	1,300.39	138.41	SALE
Subtotal	**3,000.0000**				**43,185.86**	**39,054.72**	**4,131.14**	
FORD MOTOR COMPANY CUSIP 345370860	2,000.0000	10.45000	04/12/12	05/31/12	20,769.53	24,301.20	-3,531.67	SALE
HCP INC CUSIP 40414L109	2,000.0000	41.36350	05/06/11	02/10/12	82,595 41	74,771.92	7,823 49	SALE
HOME DEPOT INC CUSIP 437076102	2,000.0000	45.12270	06/07/11	02/10/12	90,113.67	69,144.00	20,969.67	SALE
JPMORGAN CHASE & CO CUSIP 46625H100	1,400.0000	45.20100	06/07/11	03/19/12	63,192.76	57,486.80	5,705.96	SALE
	400.0000	45.20070	06/07/11	03/19/12	18,054.95	16,424.80	1,630.15	SALE
	200.0000	45.20080	06/07/11	03/19/12	9,022.50	8,212.40	810.10	SALE
Subtotal	**2,000.0000**				**90,270.21**	**82,124.00**	**8,146.21**	
NUANCE COMMUNICATIONS INC CUSIP 67020Y100	1,700 0000	21.12010	02/14/12	05/18/12	35,822.62	47,297.40	-11,474.78	SALE
	300.0000	21.12000	02/14/12	05/18/12	6,316.61	8,346.60	-2,029.99	SALE
Subtotal	**2,000.0000**				**42,139.23**	**55,644.00**	**-13,504.77**	

2012 SUMMARY AMENDMENT

Amended Date: 3/08/13

D.2.3

J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
HUTCHINSON/KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS, FL
33410
(561) 624-5199

Account Number: 4244-9862

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
PEPSICO INCORPORATED CUSIP 713448108	1,797.0000	64.76010	08/09/11	03/19/12	116,237.04	112,756.51	3,480.53	SALE
	203.0000	64.76000	08/09/11	03/19/12	13,125.81	12,739.15	386.66	SALE
Subtotal	**2,000.0000**				**129,362.85**	**125,495.66**	**3,867.19**	
PFIZER INCORPORATED CUSIP 717081103	5,000.0000	20.98400	08/16/11	02/10/12	104,712.99	90,980.50	13,732.49	SALE
PIMCO FDS PAC INVT MGMT SER INVT GRAD BD FD CL C USD CUSIP 722008406	83.1260	10.54000	VARIOUS	03/19/12	876.12	875.82	0.30	SALE
PIMCO FDS PAC INVT MGMT SER SHORT TERM FD CLASS A CUSIP 693391211	172.3440	9.82000	VARIOUS	05/22/12	1,692.42	1,680.86	11.56	SALE
SPDR EURO STOXX 50 ET CUSIP 78463X202	3,000.0000	33.70800	04/12/12	09/14/12	100,991.73	91,622.29	9,369.44	SALE
SUNTRUST BANKS INC CUSIP 867914103	2,100.0000	24.82350	02/14/12	03/19/12	52,023.41	45,398.78	6,624.63	SALE
	800.0000	24.82000	02/14/12	03/19/12	19,810.64	17,294.78	2,515.86	SALE
	100.0000	24.82100	02/14/12	03/19/12	2,477.06	2,161.84	315.22	SALE
	2,000.0000	22.31300	04/12/12	05/31/12	44,495.00	47,222.00	-2,727.00	SALE
Subtotal	**5,000.0000**				**118,806.11**	**112,077.40**	**6,728.71**	
TOTAL S A. SPONS ADR CUSIP 89151E109	2,000.0000	54.99800	04/12/12	09/14/12	109,893.54	98,282.40	11,611.14	SALE
US BANCORP NEW CUSIP 902973304	1,000.0000	31.72000	02/14/12	04/02/12	31,619.29	28,906.80	2,712.49	SALE

2012 SUMMARY AMENDMENT

WELLS FARGO ADVISORS

Amended Date: 3/08/13

D.2.4

J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
HUTCHINSON/KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS, FL
33410
(561) 624-5199

Account Number: 4244-9862

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
VERIZON COMMUNICATIONS COM CUSIP 92343V104	1,000.0000	44.85500	01/17/12	09/14/12	44,754.00	39,235.00	5,519.00	SALE
WELLS FARGO COMPANY CUSIP 949746101	4,000.0000	30.15500	07/20/11	02/10/12	120,412 68	115,795.80	4,616.88	SALE
XILINX INC CUSIP 983919101	1,500.0000	35.50400	01/30/12	09/14/12	53,154.81	53,994.96	-840.15	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					**1,709,779.00**	**1,620,650.37**	**89,128.63**	

SHORT TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
GULF POWER 5 25% $25 PAR XL INSD SR NT DUE7/15/33 CALLABLE 7/22/08 CUSIP 402479794	503.0000	N/A	01/17/12	06/20/12	12,575.00	13,203.75	-628.75	REDEMPTION
HUGOTON ROYALTY TRUST SBI CUSIP 444717102	1,294.0000	14.88000	05/06/11	01/17/12	19,192.89	28,671.81	-9,478.92	SALE
	406.0000	14.92000	05/06/11	01/17/12	6,033.11	8,995.95	-2,962.84	SALE
	300.0000	14.89000	05/06/11	01/17/12	4,452.66	6,647.24	-2,194.58	SALE
Subtotal	**2,000.0000**				**29,678.66**	**44,315.00**	**-14,636.34**	
PIMCO FDS PAC INVT MGMT SER INVT GRAD BD FD CL C USD CUSIP 722008406	552.1820	10 54000	VARIOUS	03/19/12	5,819.74	5,786.45	33.29	SALE

2012 SUMMARY AMENDMENT

Amended Date: 3/08/13

0.2.5

J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
HUTCHINSON/KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS, FL
33410
(561) 624-5199

Account Number: 4244-9862

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

continued

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
PIMCO FDS PAC INVT MGMT SER SHORT TERM FD CLASS A CUSIP 693391211	663.1220	9.82000	VARIOUS	05/22/12	6,511.79	6,459.51	52.28	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**54,585.19**	**69,764.71**	**-15,179.52**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
BERKSHIRE HATHAWAY INC SERIES B NEW CUSIP 084670702	800.0000	78.51100	05/09/11	05/31/12	62,707.39	64,770.32	-2,062.93	SALE
	200.0000	78.51570	05/09/11	05/31/12	15,672.79	16,192.58	-519.79	SALE
Subtotal	**1,000.0000**				**78,380.18**	**80,962.90**	**-2,582.72**	
CITIGROUP INC NEW CUSIP 172967424	400.0000	37.71350	01/31/11	03/19/12	15,059.12	19,280.00	-4,220.88	SALE
MICROSOFT CORP CUSIP 594918104	2,000.0000	30.51400	01/31/11	02/10/12	60,896.83	55,450.00	5,446.83	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					**154,336.13**	**155,692.90**	**-1,356.77**	

WELLS FARGO ADVISORS

Amended Date: 3/08/13

0.2:6

J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
HUTCHINSON/KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS, FL
33410
(561) 624-5199

Account Number: 4244-9862

Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)
Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
DISCOVER BANK CD GREENWOOD DE ACT/365 FDIC INSURED CPN 4 800% DUE 08/29/12 CUSIP 25469JSZ3	245,000.0000	N/A	01/31/11	08/29/12	245,000.00	259,334.95	-14,334.95	REDEMPTION
GENERAL ELEC CAP CORP INTERNOTES SEMI-ANNUAL PAY CPN 4.750% DUE 09/15/12 CUSIP 36966R2E5	104,000.0000	N/A	12/31/10	09/17/12	104,000.00	108,651.92	-4,651.92	REDEMPTION
HUNTINGTON BANCSHRES INC CUSIP 446150104	620.0000	6.47100	04/07/10	08/16/12	3,911.93	3,760.80	151.13	SALE
NASDAQ PREMIUM INCOME & GROWTH FUND INC CUSIP 63110R105	2,677.0000	15.32000	11/05/10	03/19/12	40,903.82	36,294.37	4,609.45	SALE
	2,200.0000	15.37000	11/05/10	03/19/12	33,720.39	29,846.06	3,874.33	SALE
	1,000 0000	15.33000	11/05/10	03/19/12	15,289.72	13,559.98	1,729.74	SALE
	600.0000	15.36000	11/05/10	03/19/12	9,191.83	8,135.32	1,056.51	SALE
	523.0000	15.34000	11/05/10	03/19/12	8,001.76	7,091.25	910.51	SALE
Subtotal	**7,000.0000**				**107,107.52**	**94,926.98**	**12,180.54**	
NEXTERA ENERGY INC CUSIP 65339F101	1,000.0000	60.30750	10/11/10	02/10/12	60,206.34	55,006.20	5,200.14	SALE
PIMCO FDS PAC INVT MGMT SER INVT GRAD BD FD CL C USD CUSIP 722008406	9,297.9410	10.54000	VARIOUS	03/19/12	97,995.58	110,243.37	-12,247.79	SALE

2012 SUMMARY AMENDMENT

Amended Date: 3/08/13

0.2.7

J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
HUTCHINSON/KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS, FL
33410
(561) 624-5199

Account Number: 4244-9862

Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
PIMCO FDS PAC INVT MGMT SER SHORT TERM FD CLASS A CUSIP 693391211	43,346.5510	9.82000	VARIOUS	05/22/12	425,658.20	429,777.84	-4,119.64	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**1,043,879.57**	**1,061,702.06**	**-17,822.49**	

*Box 2a. Sales price less commissions and option premiums

WELLS FARGO ADVISORS

As of Date: 2/08/13

D.3.1

J C FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
FRED P KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS FL 33410
(561) 624-5199

Account Number: 1621-5577

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 — SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
BK NOVA SCOTIA HALIFAX CUSIP 064149107	123.0000	52.91370	08/16/11	08/16/12	6,508.25	6,667.96	-159.71	SALE
CONOCOPHILLIPS CUSIP 20825C104	395.0000	54.10000	VARIOUS	05/10/12	21,369.02	21,036.16	332.86	SALE
DARDEN RESTAURANTS CUSIP 237194105	1,385.0000	45.96920	VARIOUS	12/12/12	63,665 91	64,255 59	-589.68	SALE
ENBRIDGE INC CUSIP 29250N105	680.0000	39.65880	VARIOUS	08/16/12	26,967.39	23,825.26	3,142.13	SALE
HEALTHCARE SVCS GROUP INC CUSIP 421906108	375.0000	20.14820	08/16/11	05/10/12	7,555.41	5,245.70	2,309.71	SALE
	1,298.0000	17 95210	VARIOUS	06/25/12	23,301.30	22,261.56	1,039 74	SALE
Subtotal	**1,673.0000**				**30,856.71**	**27,507.26**	**3,349.45**	
NEXTERA ENERGY INC CUSIP 65339F101	87.0000	67 70070	08/16/11	07/09/12	5,889.84	4,743.38	1,146 46	SALE
PHILLIPS 66 CUSIP 718546104	0.5000	N/A	VARIOUS	04/30/12	16.87	15.83	1.04	CASH IN LIEU
	197.0000	32.97800	VARIOUS	05/10/12	6,496.52	6,235.79	260.73	SALE
Subtotal	**197.5000**				**6,513.39**	**6,251.62**	**261.77**	
SPECTRA ENERGY CORP CUSIP 847560109	1,620.0000	30.62020	VARIOUS	02/03/12	49,603.77	43,477.93	6,125.84	SALE
VERMILION ENERGY INC CUSIP 923725105	45.0000	40.41360	08/16/11	06/25/12	1,818.58	2,025.84	-207.26	SALE

As of Date: 2/08/13

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J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
FRED P KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS FL 33410
(561) 624-5199

Account Number: 1621-5577

Year-End Account Summary

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SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

continued

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
WASTE MGMT INC DEL CUSIP 94106L109	310.0000	33.52240	05/30/12	12/12/12	10,391.72	10,144.91	246.81	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					**223,584.58**	**209,935.91**	**13,648.67**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
ABBOTT LABORATORIES CUSIP 002824100	205.0000	65.02130	VARIOUS	07/27/12	13,329.07	9,848.41	3,480 66	SALE
AT & T INC CUSIP 00206R102	251.0000	31.69400	03/18/11	03/19/12	7,955.06	7,014.60	940.46	SALE
BCE INC CUSIP 05534B760	495.0000	43.99350	VARIOUS	10/02/12	21,776.29	17,919.97	3,856.32	SALE
BK NOVA SCOTIA HALIFAX CUSIP 064149107	370.0000	52.91370	03/18/11	08/16/12	19,577.63	21,841.47	-2,263.84	SALE
CDN IMPERIAL BK COMMRC CUSIP 136069101	115.0000	71.60250	03/18/11	07/27/12	8,234.12	9,572.21	-1,338.09	SALE
CRESCENT POINT ENERGY CORP CUSIP 22576C101	89.0000	34.97390	03/18/11	06/25/12	3,112.61	4,191.90	-1,079.29	SALE
ENBRIDGE INC CUSIP 29250N105	260.0000	39.65880	03/18/11	08/16/12	10,311.05	7,634.25	2,676.80	SALE
INTEL CORP CUSIP 458140100	377.0000	27.17400	VARIOUS	05/10/12	10,244.38	7,613.74	2,630.64	SALE

2012 ENHANCED SUMMARY

As of Date: 2/08/13

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WELLS FARGO ADVISORS

J.C FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
FRED P KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS FL 33410
(561) 624-5199

Account Number: 1621-5577

Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
NEXTERA ENERGY INC CUSIP 65339F101	210.0000	67.70070	03/18/11	07/09/12	14,216.83	11,210.35	3,006.48	SALE
PHILIP MORRIS INTERNATIONAL INC CUSIP 718172109	180 0000	84.34300	03/18/11	06/25/12	15,181.41	11,147.40	4,034.01	SALE
REALTY INCOME CORP REIT CUSIP 756109104	213 0000	41.57740	03/18/11	07/09/12	8,855.79	7,249.54	1,606.25	SALE
RPM INTERNATIONAL INC CUSIP 749685103	518.0000	26.28480	03/18/11	07/27/12	13,615.23	11,641.28	1,973.95	SALE
	515.0000	26.98220	VARIOUS	10/02/12	13,895.51	10,648.44	3,247.07	SALE
Subtotal	**1,033.0000**				**27,510.74**	**22,289.72**	**5,221.02**	
VERMILION ENERGY INC CUSIP 923725105	135.0000	40.41360	03/18/11	06/25/12	5,455 70	6,673 68	-1,217.98	SALE
WASTE MGMT INC DEL CUSIP 94106L109	1,645 0000	33.52240	VARIOUS	12/12/12	55,143.10	56,431.29	-1,288.19	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					**220,903.78**	**200,638.53**	**20,265.25**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
ABBOTT LABORATORIES CUSIP 002824100	245 0000	65.02130	04/08/10	07/27/12	15,929.86	12,836 19	3,093.67	SALE
AT & T INC CUSIP 00206R102	399.0000	31 69400	VARIOUS	03/19/12	12,645.66	10,471.36	2,174 30	SALF

As of Date: 2/08/13

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J.C. FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
FRED P KENNEY
3399 PGA BLVD, STE 400
PALM BEACH GARDENS FL 33410
(561) 624-5199

Account Number: 1621-5577

Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
BK NOVA SCOTIA HALIFAX CUSIP 064149107	352.0000	52.91370	VARIOUS	08/16/12	18,625.19	17,622.03	1,003.16	SALE
CDN IMPERIAL BK COMMRC CUSIP 136069101	120.0000	71.60250	VARIOUS	07/27/12	8,592.09	8,653.40	-61.31	SALE
CRESCENT POINT ENERGY CORP CUSIP 22576C101	51.0000	34.97390	10/25/10	06/25/12	1,783.63	2,067.03	-283.40	SALE
ENBRIDGE INC CUSIP 29250N105	250.0000	39.65880	12/06/10	08/16/12	9,914.47	7,027.28	2,887.19	SALE
GENUINE PARTS CO COM CUSIP 372460105	235.0000	64.24400	04/08/10	02/03/12	15,097.05	10,070.63	5,026.42	SALE
INTEL CORP CUSIP 458140100	223.0000	27.17400	VARIOUS	05/10/12	6,059.65	4,835.71	1,223.94	SALE
NEXTERA ENERGY INC CUSIP 65339F101	43.0000	67.70070	VARIOUS	07/09/12	2,911.05	2,352.99	558.06	SALE
PHILIP MORRIS INTERNATIONAL INC CUSIP 718172109	125.0000	84.34300	VARIOUS	06/25/12	10,542.63	6,989.74	3,552.89	SALE
REALTY INCOME CORP REIT CUSIP 756109104	232.0000	41.57740	VARIOUS	07/09/12	9,645.73	7,337.70	2,308.03	SALE
RPM INTERNATIONAL INC CUSIP 749685103	677.0000	26.28480	VARIOUS	07/27/12	17,794.40	14,332.74	3,461.66	SALE
SPECTRA ENERGY CORP CUSIP 847560109	320.0000	30.62020	04/08/10	02/03/12	9,798.27	7,326.98	2,471.29	SALE

2012 ENHANCED SUMMARY

As of Date: 2/08/13

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WELLS FARGO ADVISORS

J C FOUNDATION, INC
2 BANCHORY COURT
PALM BCH GARDENS FL 33418

Your Financial Advisor :
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3399 PGA BLVD, STE 400
PALM BEACH GARDENS FL 33410
(561) 624-5199

Account Number: 1621-5577

Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) *continued*

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
UNITED TECHNOLOGIES CORP CUSIP 913017109	125.0000	84.98350	04/08/10	03/19/12	10,622.74	9,190.33	1,432.41	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**149,962.42**	**121,114.11**	**28,848.31**	

*Box 2a Sales price less commissions and option premiums

YI113040 005689 040202156113 NYNNN NNNNN NNNNNN 000005

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	J.C. FOUNDATION	61-1489700
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O. box, see instructions	Social security number (SSN)
	2 BANCHORY COURT	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	PALM BEACH GARDENS, FL 33418	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ MICHAEL CAUDILL 2 BANCHORY COURT - PALM BEACH GARDENS, FL 33418
  Telephone No. ▶ 561-634-7090 FAX No ▶ 561-691-3980
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013, to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning ______________, and ending ______________.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	**3b**	$ 7,723.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	**3c**	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions