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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No. 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation GRAHAM PERDUE FDN FBO UNIV OF GA 1055000619		A Employer identification number 63-6049386
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 205- 326-5120
City or town, state, and ZIP code MOBILE, AL 36652-2886		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,588,438.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1.	1.		STMT 1
4 Dividends and interest from securities		50,519.	50,519.		STMT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		26,993.			
b Gross sales price for all assets on line 6a 310,222.			26,993.		
7 Capital gain net income (from Part IV, line 2)					
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)		77,513.	77,513.		
12 Total. Add lines 1 through 11		18,159.	14,527.		3,632.
13 Compensation of officers, directors, trustees, etc.			NONE	NONE	
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 3		800.	NONE	NONE	800.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 4		1,264.	465.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		20,223.	14,992.	NONE	4,432.
25 Contributions, gifts, grants paid		73,943.			73,943.
26 Total expenses and disbursements. Add lines 24 and 25		94,166.	14,992.	NONE	78,375.
27 Subtract line 26 from line 12		-16,653.			
a Excess of revenue over expenses and disbursements			62,521.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

JSA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	12,556.	18,114.	18,114.	
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	905,672.	873,459.	1,021,319.	
	c	Investments - corporate bonds (attach schedule)	501,065.	511,065.	548,836.	
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis	2.	2.	168.		
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)		1.	1.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,419,295.	1,402,641.	1,588,438.		
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)		NONE			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	1,419,295.	1,402,641.		
	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)	1,419,295.	1,402,641.		
	31	Total liabilities and net assets/fund balances (see instructions)	1,419,295.	1,402,641.		

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	1,419,295.
2	Enter amount from Part I, line 27a	2	-16,653.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,402,642.
5	Decreases not included in line 2 (itemize) ▶ ADJUSTMENT FOR ROUNDING	5	1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,402,641.

Form 990-PF (2012)

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 PUBLICLY TRADED SECURITIES					
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 310,222.		283,229.	26,993.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))		
(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			
a			26,993.		
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	26,993.	
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		

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	73,315.	1,571,215.	0.046661
2010	66,708.	1,496,749.	0.044569
2009	58,657.	1,350,616.	0.043430
2008	25,172.	1,599,576.	0.015737
2007			
2 Total of line 1, column (d)			2 0.150397
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 0.037599
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,563,056.
5 Multiply line 4 by line 3			5 58,769.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 625.
7 Add lines 5 and 6			7 59,394.
8 Enter qualifying distributions from Part XII, line 4 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.			8 78,375.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	625.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
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	625.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	625.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	548.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	548.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	77.	
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 <input checked="" type="checkbox"/> NONE <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ► \$ _____ (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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>AL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>REGIONS BANK</u> Telephone no. <u>(205) 326-5120</u> Located at <u>1901 6TH AVENUE NORTH, BIRMINGHAM, AL</u> ZIP+4 <u>35203</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input checked="" type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No <input checked="" type="checkbox"/>

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

Form 990-PF (2012)

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**

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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK P. O. BOX 11426, BIRMINGHAM, AL 35202	TRUSTEE 2	18,159.	- 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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

Form 990-PF (2012)

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 UNIVERSITY OF GEORGIA	
	73,943.
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 SEE ATTACHMENT	
2	
All other program-related investments See instructions.	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2012)

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	1,586,859.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,586,859.
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	NONE
3	Subtract line 2 from line 1d	3	1,586,859.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,803.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,563,056.
6	Minimum investment return. Enter 5% of line 5	6	78,153.

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	78,153.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	625.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	625.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,528.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	77,528.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	77,528.

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	78,375.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	78,375.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	625.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	77,750.

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				77,528.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			74,306.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4. ► \$ <u>78,375.</u>				
a Applied to 2011, but not more than line 2a			74,306.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				4,069.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				73,459.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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)

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

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

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				
UNIVERSITY OF GEORGIA ATTN: SUSAN MCCULLOUGH 424 EAST BROAD STREET, ROOM 105 ATHENS GA 30	NONE	EXEMPT	FINANCIAL SUPPORT	73,943.
Total			3a	73,943.
b Approved for future payment				
Total			3b	

Form **990-PF** (2012)

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INTEREST	1.	1.
	-----	-----
TOTAL	1.	1.
	=====	=====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	1,866.	1,866.
FOREIGN DIVIDENDS	4,615.	4,615.
DOMESTIC DIVIDENDS	17,684.	17,684.
US GOVERNMENT INTEREST REPORTED AS QUALI	4.	4.
NONQUALIFIED FOREIGN DIVIDENDS	8.	8.
NONQUALIFIED DOMESTIC DIVIDENDS	26,342.	26,342.
TOTAL	50,519.	50,519.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
TAXES	1,264.	465.
	-----	-----
TOTALS	1,264.	465.
	=====	=====

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	1,561,034.		
FEBRUARY	1,590,633.		
MARCH	1,610,763.		
APRIL	1,609,420.		
MAY	1,511,734.		
JUNE	1,554,339.		
JULY	1,576,699.		
AUGUST	1,593,477.		
SEPTEMBER	1,618,398.		
OCTOBER	1,606,244.		
NOVEMBER	1,621,129.		
DECEMBER	1,588,437.		
	-----	-----	-----
TOTAL	19,042,307.		
	=====	=====	=====
AVERAGE FMV	1,586,859.		
	=====	=====	=====



REGIONS BANK

Run on 05/06/2013 10:05:00 AM

Asset Details

As of 12/31/2012

Combined Portfolios
Settlement Date Basis

Account:

AS TRUSTEE U/W OF EDNA
PERDUE TORBERT EXECUTED
9/3/59 FBO
UNIVERSITY OF GEORGIA

Administrator: CARA GOBER @ 205-264-7132

Investment Officer: KATHARINE MCELROY

Investment Authority: Sole

Investment Objective: GROWTH WITH INCOME (70E/30F)

Lot Select Method: LTHC

Sort By: CUSIP Category

Ticker	CUSIP/ Description Cash	Units	Price	Tax Cost	Book Value	Market Unrealized Value Gain/Loss	% of Portfolio Income	Est. Yield	Pricing Date
	CASH							0.00	
	Total For Cash	0.000000							
	Cash And Equivalents								
	999990484 REGIONS TRUST CASH SWEEP	18,114.360000	1.000	18,114.36	18,114.36	18,114	1.14	4 0.02	01/01/1901
	Total For Cash And Equivalents	18,114.360000		18,114.36	18,114.36	18,114		4	
	Equities								
AGN	018490102 ALLERGAN INC	145.000000	91.730	5,899.03	5,899.03	13,301 7,402	0.84	29 0.22	12/31/2012
AXP	025816109 AMERICAN EXPRESS CO	220.000000	57.480	9,558.56	9,558.56	12,646 3,087	0.80	176 1.39	12/31/2012
APC	032511107 ANADARKO PETROLEUM CORP	200.000000	74.310	13,864.00	13,864.00	14,862 998	0.94	72 0.48	12/31/2012
AAPL	037833100 APPLE INC	40.000000	532.173	21,984.80	21,984.80	21,287 698-	1.34	424 1.99	12/31/2012
ARTVX	04314H501 ARTISAN FDS INC SMALL CAP VALUE FD-INV	2,114.690000	15.350	31,783.80	31,783.80	32,460 677	2.04	0.00	12/31/2012
BAX	071813109 BAXTER INTERNATIONAL INC	230.000000	66.660	13,717.20	13,717.20	15,332 1,615	0.97	414 2.70	12/31/2012
BMCIX	091929760 BLACKROCK US	903.281000	36.000	33,367.20	33,367.20	32,518 849-	2.05	302 0.93	12/31/2012

OPPORTUNITIES-I

BLK	09247X101 BLACKROCK INC	33.000000	206.710	6,626.73	6,626.73	6,821	195	0.43	198	2.90	12/31/2012
BRCM	111320107 BROADCOM CORP CL A	400.000000	33.210	13,956.00	13,956.00	13,284	672-	0.84	160	1.20	12/31/2012
CVS	126650100 CVS/CAREMARK CORPORATION	270.000000	48.350	10,203.30	10,203.30	13,055	2,851	0.82	243	1.86	12/31/2012
CVX	166764100 CHEVRON CORP	130.000000	108.140	4,400.16	4,400.16	14,058	9,658	0.88	468	3.33	12/31/2012
CSCO	17275R102 CISCO SYSTEMS INC	620.000000	19.649	10,307.72	10,307.72	12,183	1,875	0.77	347	2.85	12/31/2012
DHR	235851102 DANAHER CORP DEL	260.000000	55.900	13,897.00	13,897.00	14,534	637	0.91	26	0.18	12/31/2012
DIS	254687106 WALT DISNEY CO	236.000000	49.790	12,033.62	12,033.62	11,750	283-	0.74	177	1.51	12/31/2012
EMC	268648102 E M C CORP MASS	500.000000	25.300	5,874.37	5,874.37	12,650	6,776	0.80		0.00	12/31/2012
EMR	291011104 EMERSON ELECTRIC CO	130.000000	52.960	7,572.50	7,572.50	6,885	688-	0.43	213	3.10	12/31/2012
XOM	30231G102 EXXON MOBIL CORP	160.000000	86.550	11,916.86	11,916.86	13,848	1,931	0.87	365	2.63	12/31/2012
GE	369604103 GENERAL ELECTRIC CO	670.000000	20.990	11,018.01	11,018.01	14,063	3,045	0.89	509	3.62	12/31/2012
GOOG	38259P508 GOOGLE INC CL A	10.000000	707.380	6,000.70	6,000.70	7,074	1,073	0.45		0.00	12/31/2012
HNZ	423074103 HJ HEINZ CO	250.000000	57.680	13,940.00	13,940.00	14,420	480	0.91	515	3.57	12/31/2012
INTC	458140100 INTEL CORP	670.000000	20.620	14,386.05	14,386.05	13,815	571-	0.87	603	4.36	12/31/2012
JPM	46625H100 J P MORGAN CHASE & CO	290.000000	43.969	6,423.50	6,423.50	12,751	6,328	0.80	348	2.73	12/31/2012
JNJ	478160104 JOHNSON & JOHNSON	185.000000	70.100	10,822.48	10,822.48	12,969	2,146	0.82	451	3.48	12/31/2012
JCI	478366107 JOHNSON CTLS INC	420.000000	30.670	11,134.20	11,134.20	12,881	1,747	0.81	319	2.48	12/31/2012
JNPR	48203R104 JUNIPER NETWORKS INC	315.000000	19.670	9,203.54	9,203.54	6,196	3,007-	0.39		0.00	12/31/2012
LH	50540R409	150.000000	86.620	13,243.50	13,243.50	12,993	251-	0.82		0.00	12/31/2012

	LABORATORY CORP AMER HLDGS COM NEW											
LOW	548661107 LOWE'S COMPANIES INC	400.000000	35.520	12,683.80	12,683.80	14,208	1,524	0.89	256	1.80	12/31/2012	
MCD	580135101 MCDONALDS CORP	150.000000	88.210	12,683.96	12,683.96	13,232	548	0.83	462	3.49	12/31/2012	
MRK	58933Y105 MERCK & CO. INC. NEW	320.000000	40.940	11,560.10	11,560.10	13,101	1,541	0.82	550	4.20	12/31/2012	
MET	59156R108 METLIFE INC	350.000000	32.940	12,253.50	12,253.50	11,529	725-	0.73	259	2.25	12/31/2012	
MON	61166W101 MONSANTO CO	145.000000	94.650	7,895.49	7,895.49	13,724	5,829	0.86	218	1.58	12/31/2012	
NEE	65339F101 NEXTERA ENERGY, INC.	185.000000	69.190	10,135.76	10,135.76	12,800	2,664	0.81	444	3.47	12/31/2012	
OPMYX	68381F409 OPPENHEIMER MAIN ST SMALL CAP FD CL Y	1,623.516000	24.130	31,026.00	31,026.00	39,175	8,149	2.47	453	1.16	12/31/2012	
ORCL	68389X105 ORACLE CORPORATION	430.000000	33.320	9,659.43	9,659.43	14,328	4,668	0.90	103	0.72	12/31/2012	
PEP	713448108 PEPSICO INC	175.000000	68.430	8,940.75	8,940.75	11,975	3,035	0.75	376	3.14	12/31/2012	
PM	718172109 PHILIP MORRIS INTERNATIONAL INC	170.000000	83.640	6,762.91	6,762.91	14,219	7,456	0.89	578	4.07	12/31/2012	
PSX	718546104 PHILLIPS 66	115.000000	53.100	5,958.15	5,958.15	6,107	148	0.38	115	1.88	12/31/2012	
PYCGX	72375Q405 PIONEER MID CAP VALUE FUND CLASS Y FD #0710	1,630.604000	22.570	39,055.55	39,055.55	36,803	2,253-	2.32	452	1.23	12/31/2012	
PX	74005P104 PRAXAIR INC	108.000000	109.450	10,192.41	10,192.41	11,821	1,628	0.74	238	2.01	12/31/2012	
PG	742718109 PROCTER & GAMBLE CO	209.000000	67.890	11,160.60	11,160.60	14,189	3,028	0.89	470	3.31	12/31/2012	
PRU	744320102 PRUDENTIAL FINANCIAL INC	210.000000	53.330	19,452.62	19,452.62	11,199	8,253-	0.71	336	3.00	12/31/2012	
QCOM	747525103 QUALCOMM INC	186.000000	61.860	6,715.41	6,715.41	11,506	4,790	0.72	186	1.62	12/31/2012	
SLB	806857108 SCHLUMBERGER	140.000000	69.299	8,335.10	8,335.10	9,702	1,367	0.61	154	1.59	12/31/2012	

LTD

SYK	863667101 STRYKER CORP	216.000000	54.820	6,337.44	6,337.44	11,841	5,504	0.75	229	1.93	12/31/2012
TGT	87612E106 TARGET CORP	210.000000	59.170	13,557.60	13,557.60	12,426	1,132-	0.78	302	2.43	12/31/2012
TXN	882508104 TEXAS INSTRS INC	380.000000	30.890	13,214.61	13,214.61	11,738	1,476-	0.74	319	2.72	12/31/2012
TMO	883556102 THERMO FISHER SCIENTIFIC, INC.	200.000000	63.780	10,107.23	10,107.23	12,756	2,649	0.80	120	0.94	12/31/2012
MMM	88579Y101 3M CO	150.000000	92.850	11,314.50	11,314.50	13,928	2,613	0.88	354	2.54	12/31/2012
TIF	886547108 TIFFANY & CO	205.000000	57.340	11,902.30	11,902.30	11,755	148-	0.74	262	2.23	12/31/2012
TRV	89417E109 TRAVELERS COMPANIES, INC.	170.000000	71.820	5,519.90	5,519.90	12,209	6,690	0.77	313	2.56	12/31/2012
UTX	913017109 UNITED TECHNOLOGIES CORP	155.000000	82.010	8,030.55	8,030.55	12,712	4,681	0.80	332	2.61	12/31/2012
VZ	92343V104 VERIZON COMMUNICATIONS	301 000000	43.270	6,521.99	6,521.99	13,024	6,502	0.82	620	4.76	12/31/2012
V	92826C839 VISA INC - CLASS A SHRS	85.000000	151.580	7,355.07	7,355.07	12,884	5,529	0.81	112	0.87	12/31/2012
WFC	949746101 WELLS FARGO & CO	490.000000	34.180	16,590.45	16,590.45	16,748	158	1.05	431	2.57	12/31/2012
XEL	98389B100 XCEL ENERGY INC	520.000000	26.710	14,903.20	14,903.20	13,889	1,014-	0.87	562	4.04	12/31/2012
Total For Equities		19,181.091000		672,961.21	672,961.21	784,163	111,202		15,966		

Fixed

PTTRX	693390700 PIMCO TOTAL RETURN INSTL FD #35	30,384.274000	11.240	312,896.64	312,896.64	341,519	28,623	21.50	11,060	3.24	12/31/2012
PICYX	723622403 PIONEER BOND FUND CLASS Y FD #0703	21,068.728000	9.840	198,168.69	198,168.69	207,316	9,148	13.06	9,207	4.44	12/31/2012
Total For Fixed		51,453.002000		511,065.33	511,065.33	548,836	37,770		20,267		

International

AEPFX	29875E100 AMERICAN EUROPACIFIC GRTH-F2	2,689.367000	41.150	109,753.89	109,753.89	110,667	914	6.97	2,195	1.98	12/31/2012
MRSIX	552983470 MFS RESH INTL FD CL I	7,292.087000	15.750	78,657.00	78,657.00	114,850	36,193	7.23	2,217	1.93	12/31/2012
ACN	G1151C101 ACCENTURE PLC - CL A	175.000000	66.500	12,087.25	12,087.25	11,638	450-	0.73	284	2.44	12/31/2012
Total For International		10,156.454000		200,498.14	200,498.14	237,155	36,657		4,695		

Real Estate

NR0860003 GREENE COUNTY GEORGIA 650 ACRES MINERAL RIGHTS	0.500000	325.000	1.00	1.00	163	162	0.01		0.00	01/01/1901
NR4986036 MINERAL AUDIT ASSET INTERNAL USE ONLY TO COVER OG3994281	0.500000	10.000	1.00	1.00	5	4			0.00	01/01/1901
Total For Real Estate	1.000000		2.00	2.00	168	166				

Oil And Gas

OG3994281 50% INTEREST IN 650 ACRES MINERAL RIGHTS GREENE COUNTY, GA	1.000000		1.00	1.00	1				0.00	01/01/1901
Total For Oil And Gas	1.000000		1.00	1.00	1					

Total Portfolio		1,402,642.04	1,402,642.04	1,588,437	185,795	100.00	40,931	2.58
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