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 5/1/2012 **, and ending** 4/30/2013

Name of foundation: TUA PROTESTANT ORPHANAGE FDN

A Employer identification number: 23-7310726

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1908 | Room/suite:

B Telephone number (see instructions): (615) 748-4665

City or town, state, and ZIP code: ORLANDO FL 32802-1908

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)* ▶ $ 2,147,123

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	47,902	47,457		
	5 a Gross rents	25,757	25,757		
	b Net rental income or (loss) 25,757				
	6 a Net gain or (loss) from sale of assets not on line 10	22,903			
	b Gross sales price for all assets on line 6a 1,122,248				
	7 Capital gain net income (from Part IV, line 2)		188		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	300			
	12 **Total.** Add lines 1 through 11	96,862	73,402	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,596	6,798		6,798
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,000			1,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	261	261		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	29,556	29,536		20
	24 **Total operating and administrative expenses.** Add lines 13 through 23	44,413	36,595	0	7,818
	25 Contributions, gifts, grants paid	72,000			72,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	116,413	36,595	0	79,818
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-19,551			
	b **Net investment income** (if negative, enter -0-)		36,807		
	c **Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing		194	194
2	Savings and temporary cash investments	60,205	24,607	24,607
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,632,484	1,652,357	2,122,322
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,692,689	1,677,158	2,147,123
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	1,692,689	1,677,158	
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)	1,692,689	1,677,158	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,692,689	1,677,158	

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	1,692,689
2	Enter amount from Part I, line 27a	2	-19,551
3	Other increases not included in line 2 (itemize) ▶ FEDERAL EXCISE TAX REFUND	3	4,079
4	Add lines 1, 2, and 3	4	1,677,217
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	59
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,677,158

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	Capital Gains Distributions			
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				0
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				0
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	188
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	72,512	1,983,030	0 036566
2010	116,171	1,962,382	0.059199
2009	80,782	1,815,554	0 044494
2008	77,273	1,773,797	0 043564
2007			0 000000

2	**Total** of line 1, column (d)	2	0 183823
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 045956
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,786,389
5	Multiply line 4 by line 3	5	82,095
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	368
7	Add lines 5 and 6	7	82,463
8	Enter qualifying distributions from Part XII, line 4	8	79,818

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary—see 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	736
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	736
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	736
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 792		
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	792
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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	56
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 56 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN			
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 ▶ SUNTRUST BANK Telephone no ▶ (615) 748-4665

Located at ▶ P O BOX 305110 NASHVILLE TN ZIP+4 ▶ 37230-5110

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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____ , 20_____ , 20_____ , 20_____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
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? *If "Yes" to 6b, file Form 8870*		**6b**	X (No)
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	N/A

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
SUNTRUST BANKS, INC. P O BOX 305110 NASHVILLE, TN 37230-511C	TRUSTEE AS REQ'D	13,596		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . ▶	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	1,774,104
b	Average of monthly cash balances		1b	39,489
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,813,593
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	1,813,593
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	27,204
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,786,389
6	**Minimum investment return.** Enter 5% of line 5		6	89,319

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	89,319
2a	Tax on investment income for 2012 from Part VI, line 5	2a	736		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	736
3	Distributable amount before adjustments Subtract line 2c from line 1			3	88,583
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	88,583
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	88,583

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	79,818
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	79,818
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	79,818

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				88,583
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			23,570	
b	Total for prior years 20____, 20____, 20____				
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 ► $ 79,818				
a	Applied to 2011, but not more than line 2a			23,570	
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2012 distributable amount				56,248
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				32,335
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
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			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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*				
See Attached Statement				
Total			▶ **3a**	72,000
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
FIRST STEPS INC					
Street					
1900 GRAYBAR LN					
City		**State**	**Zip Code**	**Foreign Country**	
NASHVILLE		TN	37215-2110		
Relationship	**Foundation Status**				
NONE	501(C)(3) PUBLIC CHARITY				
Purpose of grant/contribution					**Amount**
GENERAL CHARITABLE PURPOSES					72,000
Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**
Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**
Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**
Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**
Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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					
4 Dividends and interest from securities			14	47,902	
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			16	25,757	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	22,903	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a PET-FEE NON REFUNDABLE				300	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		96,862	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 96,862

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

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

Barbara Allred | 8/29/2013 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J. ROMAN		8/29/2013		P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	188
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	188	0	188
Other sales	1,122,060	1,099,345	22,715

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1		SEE ATTACHED							1,122,060	1,099,345					22,715

SunTrust

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
TUA PROTESTANT ORPHANAGE FDN
Trust Year 5/1/2012 - 2/28/2013

Account Id: 3630920

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
00141M622	INVESCO SMALL CAP GROWTH-I				3630920				
Sold		08/06/12	545 116	17,547 28					
Acq		08/08/11	58 891	1,895 70	1,550 00	1,550 00	345 70	345 70	S
Acq		12/02/10	486 225	15,651 58	14,066 50	14,066 50	1,585 08	1,585 08	L
		Total for 8/6/2012			15,616 50	15,616 50	1,930 78	1,930 78	
0075W0593	ADVISORS CAMBIAR SMALL CAP-I				3630920				
Sold		08/06/12	945 934	16,383 58					
Acq		03/25/11	745 648	12,914 63	14,226 97	14,226 97	-1,312 34	-1,312 34	L
Acq		08/08/11	85 513	1,481 09	1,275 00	1,275 00	206 09	206 09	S
Acq		10/18/11	78 947	1,367 36	1,275 00	1,275 00	92 36	92 36	S
Acq		12/15/11	35 826	620 51	576 43	576 43	44 08	44 08	S
		Total for 8/6/2012			17,353 40	17,353 40	-969 82	-969 82	
277902698	EATON VANCE ATLANTA CAP SMID-CAP-I				3630920				
Sold		10/15/12	6340 896	112,233 86					
Acq		08/06/12	6340 896	112,233 86	109,000 00	109,000 00	3,233 86	3,233 86	S
		Total for 10/15/2012			109,000 00	109,000 00	3,233 86	3,233 86	
277911491	EATON VANCE FLTG-RT-I				3630920				
Sold		08/06/12	2993 891	27,004 90					
Acq		02/06/12	66 964	604 02	600 00	600 00	4 02	4 02	S
Acq		05/26/11	2926 927	26,400 88	26,576 50	26,576 50	-175 62	-175 62	L
		Total for 8/6/2012			27,176 50	27,176 50	-171 60	-171 60	
38142Y401	GOLDMAN SACHS GROWTH OPPTYS-I				3630920				
Sold		08/06/12	2919 458	71,906 25					
Acq		03/25/11	2538 742	62,529 21	64,534 83	64,534 83	-2,005 62	-2,005 62	L
Acq		08/08/11	194 377	4,787 51	3,975 00	3,975 00	812 51	812 51	S
Acq		12/07/11	186 339	4,589 53	4,183 30	4,183 30	406 23	406 23	S
		Total for 8/6/2012			72,693.13	72,693 13	-786 88	-786 88	
464287242	ISHARES IBOXX INVT GRADE CORP BD ETF				3630920				
Sold		08/06/12	474	57,202 60					
Acq		02/06/12	12	1,448 17	1,397 33	1,397 33	50 84	50 84	S
Acq		10/18/11	89	10,740 57	9,964 43	9,964 43	776 14	776 14	S
Acq		05/26/11	373	45,013 86	41,479 47	41,479 47	3,534 39	3,534 39	L
		Total for 8/6/2012			52,841 23	52,841 23	4,361 37	4,361 37	
464287598	ISHARES TR RUSSELL 1000 VALUE INDEX				3630920				
Sold		08/06/12	541	37,796 66					
Acq		03/25/11	541	37,796 66	36,865 52	36,865 52	931 14	931 14	L
		Total for 8/6/2012			36,865 52	36,865 52	931 14	931 14	
464287598	ISHARES TR RUSSELL 1000 VALUE INDEX				3630920				
Sold		09/26/12	14	1,006 29					
Acq		03/25/11	14	1,006 29	954 01	954 01	52 28	52 28	L
		Total for 9/26/2012			954 01	954 01	52 28	52 28	

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
TUA PROTESTANT ORPHANAGE FDN
Trust Year 5/1/2012 - 2/28/2013

Account Id: 3630920

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
464287598	ISHARES TR RUSSELL 1000 VALUE INDEX				3630920				
Sold		10/15/12	1819	131,328 85					
Acq		08/08/11	119	8,591 61	7,038 22	7,038 22	1,553 39	1,553 39	L
Acq		07/18/11	60	4,331 90	3,993 60	3,993 60	338 30	338 30	L
Acq		03/25/11	1640	118,405 34	111,755 01	111,755 01	6,650 33	6,650 33	L
		Total for 10/15/2012			122,786 83	122,786 83	8,542 02	8,542 02	
464287614	ISHARES TR RUSSELL 1000 GROWTH INDEX				3630920				
Sold		08/06/12	356	23,063 22					
Acq		02/06/12	356	23,063 22	22,338 40	22,338 40	724 82	724 82	S
		Total for 8/6/2012			22,338 40	22,338 40	724 82	724 82	
464287614	ISHARES TR RUSSELL 1000 GROWTH INDEX				3630920				
Sold		09/26/12	19	1,262 62					
Acq		02/06/12	19	1,262 62	1,192 22	1,192 22	70 40	70 40	S
		Total for 9/26/2012			1,192 22	1,192 22	70 40	70 40	
464287614	ISHARES TR RUSSELL 1000 GROWTH INDEX				3630920				
Sold		10/15/12	1360	89,771 58					
Acq		02/06/12	1360	89,771 58	85,337 68	85,337 68	4,433 90	4,433 90	S
		Total for 10/15/2012			85,337 68	85,337 68	4,433 90	4,433 90	
552983470	MFS RESEARCH INTL-I				3630920				
Sold		08/06/12	2355 828	34,536 44					
Acq		10/18/11	882 555	12,938 26	12,850 00	12,850 00	88 26	88 26	S
Acq		08/08/11	100 352	1,471 16	1,425 00	1,425 00	46 16	46 16	S
Acq		12/02/10	1372 921	20,127 02	21,294 01	21,294 01	-1,166 99	-1,166 99	L
		Total for 8/6/2012			35,569 01	35,569 01	-1,032 57	-1,032 57	
563821545	MANNING & NAPIER WORLD OPPTYS-A				3630920				
Sold		09/26/12	330 068	2,462 31					
Acq		07/18/11	330 068	2,462 31	2,901 30	2,901 30	-438 99	-438 99	L
		Total for 9/26/2012			2,901 30	2,901 30	-438 99	-438 99	
563821545	MANNING & NAPIER WORLD OPPTYS-A				3630920				
Sold		10/15/12	17437 52	130,955 78					
Acq		08/06/12	3151 872	23,670 56	22,725 00	22,725 00	945 56	945 56	S
Acq		02/06/12	3030 096	22,756 02	22,150 00	22,150 00	606 02	606 02	S
Acq		07/18/11	9237 623	69,374 55	81,198 70	81,198 70	-11,824 15	-11,824 15	L
Acq		08/08/11	180 683	1,356 93	1,375 00	1,375 00	-18 07	-18 07	L
Acq		09/15/11	62 26	467 57	466 95	466 95	0 62	0 62	L
Acq		10/18/11	1278 146	9,598 88	9,650 00	9,650 00	-51 12	-51 12	S
Acq		12/15/11	496 84	3,731 27	3,194 68	3,194 68	536 59	536 59	S
		Total for 10/15/2012			140,760 33	140,760 33	-9,804 55	-9,804 55	
683974505	OPPENHEIMER DEVELOPING MKTS INSTL-Y				3630920				
Sold		09/26/12	34 195	1,133 90					
Acq		02/06/12	34 195	1,133 90	1,114 07	1,114 07	19 83	19 83	S
		Total for 9/26/2012			1,114 07	1,114 07	19 83	19 83	

SunTrust

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
TUA PROTESTANT ORPHANAGE FDN
Trust Year 5/1/2012 - 2/28/2013

Account Id: 3630920

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
683974505	OPPENHEIMER DEVELOPING MKTS INSTL-Y				3630920				
Sold		10/15/12	2807 229	95,333 49					
Acq		08/06/12	101 246	3,438 31	3,250 00	3,250 00	188 31	188 31	S
Acq		02/06/12	2705 983	91,895 18	88,160 93	88,160 93	3,734 25	3,734 25	S
		Total for 10/15/2012			91,410 93	91,410 93	3,922 56	3,922 56	
693390882	PIMCO FOREIGN BD US HEDGED-I				3630920				
Sold		08/06/12	4199 531	46,530 80					
Acq		02/06/12	4199 531	46,530 80	44,725 00	44,725 00	1,805 80	1,805 80	S
		Total for 8/6/2012			44,725 00	44,725 00	1,805 80	1,805 80	
880208400	TEMPLETON GLOBAL BD-ADV				3630920				
Sold		08/06/12	3378 678	44,598 55					
Acq		12/15/11	41 944	553 66	514 23	514 23	39 43	39 43	S
Acq		10/18/11	772 201	10,193 05	10,000 00	10,000 00	193 05	193 05	S
Acq		03/25/11	2564 533	33,851 84	34,775 07	34,775 07	-923 23	-923 23	L
		Total for 8/6/2012			45,289 30	45,289 30	-690 75	-690 75	
921937827	VANGUARD BD INDEX SHORT TERM BD ETF				3630920				
Sold		08/06/12	881	71,546 61					
Acq		02/06/12	44	3,573 27	3,577 35	3,577 35	-4 08	-4 08	S
Acq		03/25/11	837	67,973 34	67,177 79	67,177 79	795 55	795 55	L
		Total for 8/6/2012			70,755 14	70,755 14	791 47	791 47	
921937835	VANGUARD BD INDEX TOTAL BD MKT ETF				3630920				
Sold		08/06/12	1278	108,454 02					
Acq		03/25/11	1230	104,380 63	98,641 94	98,641 94	5,738 69	5,738 69	L
Acq		02/06/12	48	4,073 39	4,022 12	4,022 12	51 27	51 27	S
		Total for 8/6/2012			102,664 06	102,664 06	5,789 96	5,789 96	
		Total for Account: 3630920			1,099,344 56	1,099,344 56	22,715 03	22,715 03	

Total Proceeds:

1,122,059 59

	Fed	State
S/T Gain/Loss	19,400 26	19,400 26
L/T Gain/Loss	3,314 77	3,314 77

Part I, Line 11 (990-PF) - Other Income

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		300	0	0
	Description			
1	PET-FEE NON REFUNDABLE	300		

Part I, Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,000	0	0	1,000
	Description				
1	TAX PREP FEE	1,000			1,000

Part I, Line 18 (990-PF) - Taxes

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		261	261	0	0
	Description				
1	FOREIGN TAX WITHHELD	261	261		

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		29,556	29,536	0	20
1	RENTAL EXPENSES	16,140	16,140		
2	PROPERTY TAXES	6,710	6,710		
3	INSURANCE	2,725	2,725		
4	PROPERTY MANAGEMENT FEES	3,838	3,838		
5	REPAIRS AND MAINTENANCE	123	123		
6	STATE AG FEES	20			20

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			1,632,484	1,652,357	2,122,322
1	SEE ATTACHED		1,632,484	1,589,151	1,772,322
2	1147 DUNCANWOOD DRIVE			63,206	350,000

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	188
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						0	0	0	0	0	0	0	0	0
1	Capital Gains Distributions								0	0	0	0	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return	8/14/2012	1	792
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	792

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										13,596	0	0
1	SUNTRUST BANKS, INC		P O BOX 305110	NASHVILLE	TN	37230-5110		TRUSTEE	AS REQ'D	13,596	0	0
2												

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	23,570
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	23,570

SUNTRUST

PROTESTANT ORPHANAGE FDN TUA
ACCOUNT NO. 3630920

PORTFOLIO SUMMARY

AS OF 04/30/13

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	1,079,842.77-	60.09-%	1,079,842.77-			
STIF & MONEY MARKET FUNDS	24,606.72	1.37 %	24,606.72	0.00	2	0.01 %
EQUITY SECURITIES	1,102,367.56	61.34 %	967,229.98	135,137.58	23,687	2.15 %
MUTUAL FUNDS	669,954.73	37.28 %	621,920.81	48,033.92	27,699	4.13 %
MISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	**717,086.24**	**39.90 %**	**533,914.74**	**183,171.50**	**51,389**	**2.86 %**
INCOME PORTFOLIO						
INCOME CASH	1,080,036.85	60.10 %	1,080,036.85			
TOTAL ASSETS	1,797,123.09	100.00 %	1,613,951.59	183,171.50	51,389	2.86 %

8/29/2013 11:44:56 AM - 3630920 - 172 - EF - PROTESTANT ORPHANAGE FDN TUA

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PROTESTANT ORPHANAGE FDN TUA
ACCOUNT NO. 3630920

PORTFOLIO DETAIL

AS OF 04/30/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE / MARKET PRICE / % OF MARKET	FED TAX COST / COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	1,079,842.77- 60.09-%	1,079,842.77-			
STIF & MONEY MARKET FUNDS						
24,606.72	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	24,606.72 1.000 1.37 %	24,606.72 1.00	0.00	2	0.01 % 0.00 %
EQUITY SECURITIES						
MUTUAL FUNDS-EQUITY						
2,903	ISHARES TR DOW JONES SELECT DIVIDEND INDEX ETF CUSIP: 464287168	190,059.41 65.470 10.58 %	158,406.25 54.57	31,653.16	6,320	3.33 % 0.00 %
5,094	ISHARES TR RUSSELL 1000 GROWTH INDEX ETF CUSIP: 464287614	371,250.72 72.880 20.66 %	305,055.61 59.89	66,195.11	5,710	1.54 % 0.00 %
2,888	SPDR SER TR S&P DIVIDEND ETF CUSIP: 78464A763	194,218.00 67.250 10.81 %	167,627.03 58.04	26,590.97	5,377	2.77 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		755,528.13	631,088.89	124,439.24	17,408	2.30 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MUTUAL FUNDS-FIXED INCOME						
1,168	ISHARES TR BARCLAYS MBS BD ETF CUSIP: 464288588	126,529.44 108.330 7.04 %	125,627.07 107.56	902.37	1,906	1.51 % 0.00 %
1,032	ISHARES TR BARCLAYS 3-7 YR TREASURY BD ETF CUSIP: 464288661	128,091.84 124.120 7.13 %	127,340.75 123.39	751.09	938	0.73 % 0.00 %
755	ISHARES TR IBOXX INVT GRADE CORP BD ETF CUSIP: 464287242	92,208.15 122.130 5.13 %	82,173.27 108.84	10,034.88	3,435	3.73 % 0.00 %
TOTAL MUTUAL FUNDS-FIXED INCOME		346,829.43	335,141.09	11,688.34	6,280	1.81 %
LTD PARTNERSHIP & CLOSELY HELD						
10	LOWE E T PUBLISHING CO COM CUSIP: 547990903	10.00 1.000 0.00 %	1,000.00 100.00	990.00-	0	0.00 % 0.00 %
TOTAL EQUITY SECURITIES		1,102,367.56	967,229.98	135,137.58	23,687	2.15 %

SUNTRUST

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PORTFOLIO DETAIL

AS OF 04/30/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE / MARKET PRICE / % OF MARKET	FED TAX COST / COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MUTUAL FUNDS						
9,671.695	DOUBLELINE FDS TR TOTAL RETURN BD FD CL I CUSIP: 258620103	110,354.04 11.410 6.14 %	109,000.00 11.27	1,354.04	6,132	5.56 % 0.00 %
35,939.884	FEDERATED EQUITY FDS STRATEGIC VALUE FD CL INSTL CUSIP: 314172560	204,138.54 5.680 11.36 %	185,088.65 5.15	19,049.89	7,224	3.54 % 0.00 %
9,786.614	NEUBERGER BERMAN INCOME FDS HIGH INCOME BD FD CL INSTL CUSIP: 64128K868	95,517.35 9.760 5.32 %	89,432.16 9.14	6,085.19	5,686	5.95 % 0.00 %
3,367.253	PIMCO FDS EMERGING LOCAL BD FD INSTL CL CUSIP: 72201F516	37,578.54 11.160 2.09 %	36,400.00 10.81	1,178.54	1,633	4.35 % 0.00 %
20,781.893	VANGUARD STAR FD DEVELOPED MKTS INDEX FD INVS CL CUSIP: 921909701	222,366.26 10.700 12.37 %	202,000.00 9.72	20,366.26	7,024	3.16 % 0.00 %
TOTAL MUTUAL FUNDS		669,954.73	621,920.81	48,033.92	27,699	4.13 %

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PORTFOLIO DETAIL

AS OF 04/30/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING CISCO SYSTEMS ON RCPT OF FINAL PMT CUSIP: 997000ND2	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
PRINCIPAL PORTFOLIO TOTAL		717,086.24	533,914.74	183,171.50	51,389	2.86 %
INCOME PORTFOLIO						
	INCOME CASH	1,080,036.85 60.10 %	1,080,036.85			

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