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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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 05-01-2012 , and ending 04-30-2013

Name of foundation THE NORTH CAROLINA EASTERN STAR FOUNDATION INCORPORATED		A Employer identification number 56-1974972			
Number and street (or P O box number if mail is not delivered to street address) P O BOX 2296		B Telephone number (see instructions) (919) 398-5679			
City or town, state, and ZIP code GARNER, NC 27529		C If exemption application is pending, check here <input checked="" type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" 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 checked="" type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,840,075		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities. 5a Gross rents b Net rental income or (loss) _____ 6a Net gain or (loss) from sale of assets not on line 10 <input checked="" type="checkbox"/> -187,685 b Gross sales price for all assets on line 6a 2,972,059 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 <input type="checkbox"/> 131,746 b Less Cost of goods sold <input type="checkbox"/> 77,257 c Gross profit or (loss) (attach schedule) <input checked="" type="checkbox"/> 54,489 54,489 11 Other income (attach schedule) 12 Total. Add lines 1 through 11 <input checked="" type="checkbox"/> -82,137 49,706 104,195		1,353			
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach schedule) <input checked="" type="checkbox"/> 4,400 c Other professional fees (attach schedule) <input checked="" type="checkbox"/> 9,697 7,095 17 Interest 18 Taxes (attach schedule) (see instructions) 19 Depreciation (attach schedule) and depletion 20 Occupancy <input type="checkbox"/> 10,000 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) <input checked="" type="checkbox"/> 290 24 Total operating and administrative expenses. Add lines 13 through 23 <input type="checkbox"/> 24,387 7,095 0					
25 Contributions, gifts, grants paid. 26 Total expenses and disbursements. Add lines 24 and 25 <input type="checkbox"/> 171,633 7,095 145,398					
27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements <input type="checkbox"/> -253,770 b Net investment income (if negative, enter -0-) <input type="checkbox"/> 42,611 c Adjusted net income (if negative, enter -0-) <input type="checkbox"/> 104,195					

Part III 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
1	Cash—non-interest-bearing	14,336	20,342	20,342
2	Savings and temporary cash investments	135,481	281,343	281,343
3	Accounts receivable ► 2,040			
	Less allowance for doubtful accounts ►	1,660	2,040	2,040
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 page 15 of the 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			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	2,759,867	2,768,175	5,536,350
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)			
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)	2,911,344	3,071,900	5,840,075
17	Accounts payable and accrued expenses	146,245	148,964	
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)	146,245	148,964	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	2,765,099	2,922,936	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
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 page 17 of the instructions)	2,765,099	2,922,936	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,911,344	3,071,900	

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	2,765,099
2	Enter amount from Part I, line 27a	2	-253,770
3	Other increases not included in line 2 (itemize) ►	3	412,478
4	Add lines 1, 2, and 3	4	2,923,807
5	Decreases not included in line 2 (itemize) ►	5	871
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,922,936

Part IV Capital Gains and Losses for Tax on Investment Income

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 page 18 of 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	139,694	2,907,951	0 048039
2010	119,097	2,793,871	0 042628
2009	126,926	2,381,947	0 053287
2008	152,285	2,559,565	0 059496
2007	156,336	3,059,915	0 051092
2 Total of line 1, column (d).			2 0 25454
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 05090
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.			4 2,944,92
5 Multiply line 4 by line 3.			5 149,92
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 42
7 Add lines 5 and 6.			7 150,34
8 Enter qualifying distributions from Part XII, line 4.			8 145,39

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	852
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 <input 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	852
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	852
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
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	
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	19
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	871
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 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?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NC		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► KAYE WHITEHURST	Telephone no ► (919) 398-5679
	Located at ► 905 RAND RD GARNER NC	ZIP +4 ► 27529

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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
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See 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 <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►		
1c	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?		
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 <input checked="" type="checkbox"/> 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)		
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 <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).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		No
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?		No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/>		5b
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b

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

1 List all

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
See Additional Data Table				

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		

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 2,818,520
b	Average of monthly cash balances.	1b 171,253
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 2,989,773
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 2,989,773
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 44,847
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,944,926
6	Minimum investment return. Enter 5% of line 5.	6 147,246

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.	1 147,246
2a	Tax on investment income for 2012 from Part VI, line 5.	2a 852
b	Income tax for 2012 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 852
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 146,394
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 146,394
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.	7 146,394

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 145,398
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	4 145,398
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.	6 145,398

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				146,394
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.	12,311			
c From 2009.	9,933			
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	22,244			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 145,398				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				145,398
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).)	996			996
6 Enter the net total of each column as indicated below:	21,248			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
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	21,248			
10 Analysis of line 9				
a Excess from 2008.	11,315			
b Excess from 2009.	9,933			
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)

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

1 Information Regarding Foundation Managers

2. 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))
- 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

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 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

6 Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MASONIC AND EASTERN STAR HOME OF NC 700 S HOLDEN ROAD GREENSBORO, NC 27407			SUPPORT OF PUBLIC CHARITY	145,398
Total			► 3a	145,398
b Approved for future payment				
MASONIC AND EASTERN STAR HOME OF NC 700 S HOLDEN ROAD GREENSBORO, NC 27407			SUPPORT OF CHARITY	147,246
Total			► 3b	147,246

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

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 or

b Other transactions

d. If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value.

• 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.

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

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 or fiduciary) is based on all information of which preparer has any knowledge.

* * * * *

2013-09-10

* * * * *

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

Signature of officer or trustee		Date	Title		Secretary <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN
	ANTHONY T PANDISCHIA	ANTHONY T PANDISCHIA	2013-09-12		
	Firm's name ►	LANGDON & COMPANY LLP		Firm's EIN ►	
		223 US HIGHWAY 70 EAST SUITE 100			
Firm's address ►	GARNER, NC 275294051		Phone no (919) 662-1001		

TY 2012 Accounting Fees Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	4,400			

TY 2012 Compensation Explanation

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Person Name	Explanation
HERLEY CATES	
ROY HARRIS	
MARCIL HURT	
PHILIP HUDSON	
SULA RIDINGS	
RICHARD OWEN	
JANET DORSETT	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
4892 368 SHARES OF STOCK FUND	2011-01	PURCHASE	2012-05		50,000	56,093			-6,093	
9596 929 SHARES OF STOCK FUND	2011-01	PURCHASE	2012-11		100,000	109,980			-9,980	
192461 836 SHARES OF STOCK FUND	2011-01	PURCHASE	2012-11		2,045,869	2,205,590			-159,721	
70669 636 SHARES OF INCOME FUND	2011-01	PURCHASE	2012-11		564,650	589,870			-25,220	
205 SHARES OF NCR CORP NEW	2012-05	PURCHASE	2012-12		5,040	4,953			87	
640 SHARES OF INTEL CORP	2012-05	PURCHASE	2013-01		13,558	12,703			855	
40 SHARES OF COLFAX CORP	2012-05	PURCHASE	2013-01		1,680	1,542			138	
420 SHARES FIDELITY NAT'L NEW CL A	2012-05	PURCHASE	2013-01		10,173	9,967			206	
610 SHARES FEDERATED INVS INC P CL B	2012-05	PURCHASE	2013-01		13,462	12,327			1,135	
185 SHARES OF DR PEPPER SNAPPLE	2012-05	PURCHASE	2013-01		8,223	8,408			-185	
525 SHARES OF TEEKAY CORP	2012-05	PURCHASE	2013-01		18,843	16,947			1,896	
55 SHARES OF SUNTRUST BANKS, INC	2012-05	PURCHASE	2013-01		1,596	1,471			125	
130 SHARES OF PRICE T ROWE GRP, INC	2012-05	PURCHASE	2013-01		9,240	8,343			897	
40 SHARES OF COLFAX CORP	2012-05	PURCHASE	2013-02		1,779	1,542			237	
90 729 SHARES OF INCOME FUND	2012-05	PURCHASE	2013-02		710	756			-46	
115 SHARES MARATHON PETROLEUM CORP	2012-05	PURCHASE	2013-02		8,877	6,709			2,168	
590 SHARES OF SUNTRUST BANKS, INC	2012-05	PURCHASE	2013-02		16,895	15,694			1,201	
25 SHARES ROCKWELL COLLINS, INC	2012-05	PURCHASE	2013-02		1,489	1,400			89	
25 SHARES LAMAR ADVERTISING	2012-05	PURCHASE	2013-02		1,134	968			166	
50 SHARES OF FISERV, INC	2012-05	PURCHASE	2013-02		3,985	3,991			-6	
410 SHARES BANK OF AMERICA	2012-05	PURCHASE	2013-02		4,560	4,197			363	
150 SHARES OF FISERV, INC	2012-05	PURCHASE	2013-02		12,180	11,719			461	
290 SHARES ROYAL DUTCH SHELL PLC	2012-05	PURCHASE	2013-03		19,576	20,074			-498	
50 SHARES CHECK POINT SOFTWARE TECH	2012-05	PURCHASE	2013-03		2,339	2,239			100	
150 SHARES CHECK POINT SOFTWARE TECH	2012-05	PURCHASE	2013-03		7,017	6,775			242	
60 SHARES OF NOVO NORDISK AS ADR	2012-05	PURCHASE	2013-03		9,711	9,668			43	
195 SHARES OF HEINZ HJ	2012-05	PURCHASE	2013-04		14,072	11,419			2,653	
110 SHARES SUNTRUST BANKS, INC	2012-05	PURCHASE	2013-04		3,195	2,942			253	
130 SHARES INT'L GAME TECHNOLOGY	2012-05	PURCHASE	2013-04		2,212	1,898			314	
130 SHARES ILLINOIS TOOL WORKS	2012-05	PURCHASE	2013-04		7,979	7,990			-11	
120 SHARES SCHLUMBERGER LTD	2012-05	PURCHASE	2013-04		8,543	8,577			-34	
205 SHARES INT'L GAME TECHNOLOGY	2012-05	PURCHASE	2013-04		3,472	2,992			480	

TY 2012 General Explanation Attachment

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Identifier	Return Reference	Explanation
GENERAL ELECTIONS		

TY 2012 Investments Corporate Stock Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO SECURITIES		2,768,175
DAVENPORT & COMPANY SECURITIES	2,768,175	2,768,175

TY 2012 Other Decreases Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Description	Amount
EXCISE TAXES	871

TY 2012 Other Expenses Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
SUPPLIES	290			

TY 2012 Other Increases Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	412,478

TY 2012 Other Professional Fees Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT OTHER PROFESSIONAL FEES	9,697	7,095		

TY 2012 Sales Of Inventory Schedule

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
PEANUTS	120,366	73,164	47,202
BARBECUE SAUCE	11,380	4,093	7,287

TY 2012 GeneralDependencySmall

Name: THE NORTH CAROLINA EASTERN STAR
FOUNDATION INCORPORATED
EIN: 56-1974972

Business Name or Person Name:

Taxpayer Identification Number:

Form, Line or Instruction

Reference:

Regulations Reference:

Description: GENERAL FOOTNOTE

Attachment Information: NOTE THAT FOR PART VIII, INFORMATION ABOUT OFFICERS,
DIRECTORS, ET. AL., JANET DORSETT LEFT HER POSITION AS
DIRECTOR PRIOR TO THE CLOSE OF THE FISCAL YEAR END.

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERLEY CATES 	TREASURER 1 00	0	0	0
3 SCOTTISH RITE COURT GREENSBORO, NC 27407				
ROY HARRIS 	DIRECTOR 1 00	0	0	0
1349 LAWNDALE STREET GARNER, NC 27529				
MARCIL HURT 	SECRETARY 1 00	0	0	0
1764 HENDRIX ROAD MURPHY, NC 28906				
PHILIP HUDSON 	PRESIDENT 1 00	0	0	0
45 BLENHEIM COURT CONCORD, NC 28025				
SULA RIDINGS 	VICE-PRESIDE 1 00	0	0	0
PO BOX 10643 GOLDSBORO, NC 27532				
RICHARD OWEN 	DIRECTOR 1 00	0	0	0
PO BOX 363 WEST END, NC 27376				
JANET DORSETT 	DIRECTOR 1 00	0	0	0
549 EAST JACKSON ROAD MOUNT AIRY, NC 27030				